

2025 MEMBER MATERIAL

ANNUAL GENERAL MEETING 2025

April 22, 2025

MERIDIAN CREDIT UNION LIMITED

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LAND ACKNOWLEDGEMENT

Meridian is on a journey to advance the Truth and Reconciliation Commission's goals and assist in achieving the 94 Calls to Action. We respectfully acknowledge that the land on which we gather is the traditional territory of the Anishinaabe and Haudenosaunee. This territory is covered by the Upper Canada Treaties and is within the land protected by the Dish with One Spoon Wampum Agreement. From coast to coast, we acknowledge the ancestral and unceded territory of all the Inuit, Métis and First Nations people across Turtle Island.

We continue to educate ourselves about the history of Indigenous peoples and the discrimination communities continue to experience today.

It is our commitment to play an active role in economic inclusion, creating opportunities and influencing policies to ensure Indigenous communities have access to the financial services they need to meet their goals.

NOTICE OF ANNUAL GENERAL MEETING (AGM)

MERIDIAN CREDIT UNION LIMITED NOTICE OF 2025 ANNUAL GENERAL MEETING

When

TUESDAY, APRIL 22, 2025 at 6:00pm

Where

In Person:

Meridian Arts Centre, Lyric Theatre
5040 Yonge Street, North York, Ontario M2N
6R8

Via live webcast online:

email AGM@meridianCU.ca for instructions

Via live teleconference:

call 1-866-592-2226 for instructions

Please visit our website at

www.meridianCU.ca/AGM for details of
online attendance, voting and most current
meeting information.

Business of the Meeting

The meeting will be held for the purpose of:

- (a) approving the minutes of the 2024 Annual General Meeting of Members of Meridian Credit Union Limited;
- (b) receiving the reports of the Board Chair and the Audit & Finance Committee Chair;
- (c) considering and approving the financial statements for the fiscal year ended December 31, 2024, with the auditors' report thereon;
- (d) appointing the auditors for the fiscal year ending December 31, 2025;
- (e) announcing the results of the election of Directors scheduled to be conducted via online balloting during the period March 20 through April 8, 2025; and
- (f) considering such other matters as may properly be brought before the meeting.

Documents Available for Review

The Candidate Brochure will be available online and in branches by March 20, 2025.

The annual report, the audited financial statements, as well as the reports of the Audit & Finance Committee and the Auditor, will be available at the meeting and at the offices of the Credit Union by April 10, 2025. The audited financial statements and annual report will also be available at www.meridianCU.ca.

Submitted Proposals

No Member has submitted to the Credit Union notice of a proposal for consideration at the Annual General Meeting, as permitted by s. 179 of the *Credit Unions and Caisses Populaires Act, 2020* of Ontario.

Voting Rights of Members at the AGM

Members can vote in-person or via live webcast. Members cannot vote via teleconference. Voting on a Directors Election will take place prior to the AGM, at which meeting the results will be announced.

Dated at St. Catharines, Ontario this 11th day of March 2025.

On behalf of the Board of Directors,
Sunny Sodhi
Corporate Secretary

MeridianTM
Around here, banking is different.
TMTrademarks of Meridian Credit Union Limited

ANNUAL GENERAL MEETING AGENDA



MERIDIAN CREDIT UNION LIMITED
2025 Annual General Meeting
Tuesday, April 22, 2025 – 6:00 p.m.
Meridian Arts Centre – 5040 Yonge Street, Toronto, ON
Virtual <https://casts.streamme.ca/meridianagm2025priv> /
<https://casts.streamme.ca/meridianagm2025>

AGENDA ITEM	
1.	Call to Order
2.	Notice of Meeting & Quorum and Registration
3.	Approval of the Minutes of the Annual Meeting Held on April 18, 2024
4.	Report of the Chief Financial Officer (Financial Report)
5.	Report of the Audit & Finance Committee
6.	Report of the External Auditor and Approval of the 2024 Audited Financial Statements
7.	Approval of the 2024 External Auditor
8.	Director Election Results
9.	Report of the Nominating Committee
10.	Report of the Board Chair <ul style="list-style-type: none">• Diversity Report
11.	Report of the Chief Executive Officer
12.	Open Question Forum
13.	Closing Remarks/Termination of Meeting



MINUTES OF THE 2024 ANNUAL GENERAL MEETING

MINUTES OF THE 2024 ANNUAL GENERAL MEETING OF THE MEMBERS OF MERIDIAN CREDIT UNION LIMITED

Meridian Arts Centre, Recital Hall, 5040 Yonge Street West, North York, Ontario M2N 6R8
Webcast & Teleconference

Thursday, April 18, 2024 at 6:45pm

PRESENT

A total of 241 Members attended the 2024 Annual General Meeting of the Members of Meridian Credit Union Limited with 207 Members registered and reported present in person at the host location and 36 present via webcast.

1. CALL TO ORDER

The Board Chair, Ms. Karen Farbridge, acted as Meeting Chair and called the meeting to order. The Meeting Chair emphasized the importance of the democratic process to the future of the credit union, inviting active participation from Members via webcast.

2. NOTICE OF MEETING & QUORUM AND REGISTRATION

The Meeting Chair advised that the notice of meeting was duly given to Members and published in accordance with the credit union's By-laws. The Meeting Chair further announced that a quorum was present, and declared the meeting to be duly constituted for the transaction of business.

The Meeting Chair referred to the AGM Member Material and 2023 Annual Report and their availability on Meridian's website as well as in print copy at the Registration desk. The Meeting Chair introduced the panel and members of the Board of Directors. A brief overview of the agenda was provided.

ON MOTION DULY MADE, SECONDED, AND CARRIED, IT WAS RESOLVED that the Agenda of the 2024 Annual General Meeting of Meridian Credit Union Limited, as included in the AGM Member Material, be adopted.

3. APPROVAL OF THE MINUTES OF THE ANNUAL MEETING HELD ON APRIL 20, 2023

ON MOTION DULY MADE, SECONDED, AND CARRIED, IT WAS RESOLVED that: the Minutes of the 2023 Annual General Meeting of Members, held on Thursday, April 20, 2023, be taken as read and approved.

4. REPORT OF THE CHIEF FINANCIAL OFFICER (FINANCIAL REPORT)

The Chief Financial Officer, Mr. Brian Wilson, presented a financial overview of 2023, and commented on interest rates, inflation, and economic uncertainty. The Chief Financial Officer highlighted Meridian's net income, return on equity, as well as the performance of Meridian's Residential Mortgage and Personal Loan and Commercial Loan and Lease portfolios.

5. REPORT OF THE AUDIT & FINANCE COMMITTEE

Mr. Bruce West, Audit & Finance Committee Chair, presented the Audit & Finance Committee's Report to the Membership, noting that the Committee had fulfilled its required duties under the Credit Unions and Caisses Populaires Act, Meridian's By-laws and Board policies. He also referenced PwC's Audit Opinion and its results, noting that there were no reportable matters that were required to be disclosed to the Membership or regulators.

6. REPORT OF THE EXTERNAL AUDITOR AND APPROVAL OF THE 2023 AUDITED FINANCIAL STATEMENTS

ON MOTION DULY MADE, SECONDED, AND CARRIED, IT WAS RESOLVED that: the Audited Consolidated Financial Statements of Meridian Credit Union Limited for the year ended December 31, 2023, together with the Report of the Auditor, be approved.

7. APPROVAL OF THE 2024 EXTERNAL AUDITORS

ON MOTION DULY MADE, SECONDED, AND CARRIED, IT WAS RESOLVED that: PricewaterhouseCoopers LLP, be appointed as Meridian Credit Union Limited's auditors for the fiscal year 2024 at such remuneration as may be fixed by the Board of Directors.

8. DIRECTOR ELECTION RESULTS

Chief Legal & Corporate Affairs Officer, Corporate Secretary and Returning Officer, Mr. Sunny Sodhi, announced results of the Directors' Election. He confirmed that there were four vacancies to be filled, with valid applications received by the Returning Officer. Mr. Sodhi reviewed the nomination and election process that was followed, and noted that in accordance with Board policy, the Nominating Committee recommended to the Membership four candidates to complement Meridian's existing Board members. Two additional eligible candidates who were not interviewed, nor recommended by the Committee chose to exercise their right to seek election. Therefore, six candidates were named for the four available vacancies and an election was held. Mr. Sodhi confirmed a Member vote was conducted through an independent voting platform from March 27, 2024 to April 16, 2024 and confirmed the four successful candidates with the highest votes duly elected were: Mr. Philip Armstrong, Ms. Betsey Chung, Ms. Karen Farbridge, and Mrs. Suanne Nielsen, each of which will serve three-year terms.

9. REPORT OF THE NOMINATING COMMITTEE

Ms. Lianne Hannaway, expressed appreciation to the Nominating Committee and welcomed the new Directors to the Board.

10. REPORT OF THE BOARD CHAIR

Ms. Karen Farbridge presented the Report of the Board of Directors. Ms. Farbridge commented on the initiatives Meridian undertook in 2023 to redefine the strategic direction of Meridian, and Meridian's focus on Environmental, Social and Governance principles and demonstrating commitment to responsible stewardship and sustainable growth.

The Meeting Chair expressed her gratitude to the Board of Directors, Management, all employees, and the Membership over her six-year tenure as Board Chair.

11. REPORT OF THE CHIEF EXECUTIVE OFFICER

The President and Chief Executive Officer, Ms. Jay-Ann Gilfoy, provided her report, highlighting how Meridian met the uncertainty and volatility of 2023 by operating strategically, efficiently and with a long-term lens in order to safeguard Meridian's strong capital and liquidity positions.

The President and Chief Executive Officer commented on Meridian's position as a purpose-led financial institution focused on serving Members and community and highlighted the launch of the First Time Home Buyer Savings Account, further integration of Environmental, Social and Governance, and socially responsible investment offerings into Meridian's Wealth product suite. The President & CEO also highlighted Meridian's growth in digital services, leading Meridian to being recognized as one of the top 10 digital banking solutions in Canada. The President and CEO commented on the expansion of programs to support New Canadians and equity deserving groups, and growth in Meridian's membership, and implementation of future products.

The President and Chief Executive Officer concluded her report, expressing her appreciation to the Board Chair for her years of service in the role, and to Meridian's Members, employees, and Board of Directors.

12. OPEN QUESTION FORUM

The Meeting Chair opened the webcast to questions from the general Membership. Members engaged with the President and CEO on various topics regarding Meridian.

The Chair concluded the Question and Answer period, noting any additional unanswered questions asked over the webcast would be answered by email.

13. CLOSING REMARKS/TERMINATION OF MEETING

There being no further business, Karen Farbridge, Chair concluded the meeting at 7:48 p.m.

Board Chair

Corporate Secretary

Report of the Audited & Finance Committee to the Membership of Meridian Credit Union Limited Fiscal Year 2024

Pursuant to section 36(2) of the Ontario Regulation 105/22 (the “Regulations”), Meridian Credit Union has established an independent Audit & Finance Committee (“Committee”) composed of five members of the Board of Directors. During 2024, the Committee held six meetings, at least once every quarter, in compliance with the Regulations. The Committee’s mandate is comprehensive, refreshed every year and includes those responsibilities as prescribed under the Regulations to the Credit Unions and Caisses Populaires Act (the “Act”), Meridian’s By-laws, Audit & Finance Committee Mandate & Terms of Reference (the “Mandate” and other Board Policies and best practices suited for Meridian’s lines of businesses, size and complexity on an enterprise-wide basis. A summary of significant responsibilities includes:

- Reviewing the financial statements, internal controls, financial information, accounting policies, reporting procedures and reporting systems of the Credit Union;
- Reviewing the Credit Union’s financial performance relative to key performance indicators approved by the Board;
- Assuring itself about the integrity of internal controls over financial reporting, including the disclosure of the Credit Union’s financial position, significant areas of management judgement, use of estimates by management, and financial and non-financial risks specified in the Mandate, in a timely, effective and transparent manner;
- Overseeing the Credit Union’s annual budget and multi-year financial projections;
- Overseeing internal and external audit processes and activities, including approval of internal audit and external audit plans, and their respective reports;
- Managing external auditor selection, their fee setting and relationship with Meridian and the Board;
- Monitoring the independence of the external auditors including overseeing the approval of Audit and Non-Audit services provided by external auditors;
- Overseeing the activities of the Internal Audit Services function, the Chief Audit Executive, the Finance Department and the Chief Financial Officer, assessing resource allocation and qualifications of leadership in these control functions, and providing input into their annual performance assessment;
- Reviewing and recommending to the Board enhancements and required updates for the following Board Policies for the Credit Union: the Mandate and Dividend and Class A Share Subscription policies;
- Overseeing timely completion and distribution of Meridian’s audited annual consolidated financial statements in accordance with International Financial Reporting Standards (“IFRS”) and applicable auditing standards.

From the information provided, the Committee makes recommendations to the Board of Directors or senior management, as appropriate, and requests follow up actions to ensure that the recommendations are considered and, if adopted, implemented.

The Audit & Finance Committee is pleased to report to the Members of the Credit Union that under the requirements of the Act, it has fulfilled its responsibilities. The Committee plays a significant role in overseeing the interests of the Members and stakeholders of the Credit Union. In fulfilling its mandate, the Committee received full co-operation and support from Management thereby enabling it to continuously improve the quality of financial reporting to the Members and other stakeholders.

There are no significant outstanding recommendations made by the Committee that have not been implemented or are not in the process of being implemented by Management. To the best of our belief, there are no matters that require reporting by the Committee to the Members, nor are there any significant matters that require disclosure pursuant to the Act or Regulations thereto.

Respectfully submitted by the Audit & Finance Committee.
Hari Panday, Chair – April 22, 2025

MERIDIAN CREDIT UNION LIMITED

Consolidated Financial Statements

For the year ended December 31, 2024

MERIDIAN CREDIT UNION LIMITED

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For the year ended December 31, 2024

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Independent auditor's report

To the Members of Meridian Credit Union Limited

Our opinion

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Meridian Credit Union Limited and its subsidiaries (together, the Credit Union) as at December 31, 2024 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

What we have audited

The Credit Union's consolidated financial statements comprise:

- the consolidated balance sheet as at December 31, 2024;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Credit Union in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Canada. We have fulfilled our other ethical responsibilities in accordance with these requirements.

PricewaterhouseCoopers LLP
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PwC refers to PricewaterhouseCoopers LLP, an Ontario limited liability partnership.



Other information

Management is responsible for the other information. The other information obtained prior to the date of this auditor's report comprises the Management's Discussion and Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Credit Union's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Credit Union or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Credit Union's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.



As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Credit Union's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Credit Union's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Credit Union to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Credit Union as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

PricewaterhouseCoopers LLP

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Ontario
March 12, 2025

CONSOLIDATED BALANCE SHEET

As at December 31 (thousands of Canadian dollars)	Note	2024	2023
ASSETS			
Cash		48,433	36,470
Interest-bearing deposits with financial institutions		485,881	955,327
	5	534,314	991,797
Debt securities	6	2,384,438	2,380,917
Loans	7		
Residential mortgages		12,487,740	13,230,187
Personal loans		1,433,576	1,450,730
Commercial mortgages and loans		7,502,055	7,415,131
Equipment financing	7.1	1,799,394	1,742,768
		23,222,765	23,838,816
Allowance for credit losses		(128,111)	(99,490)
		23,094,654	23,739,326
Derivative financial assets	8	201,241	57,554
Goodwill and intangible assets	9	85,780	89,094
Premises and equipment	10	81,940	87,954
Equity investments	11	67,689	57,965
Deferred tax assets	12	53,188	37,120
Other assets	13	81,768	101,960
Assets held for sale	14	64,461	-
Total assets		26,649,473	27,543,687
LIABILITIES			
Deposits	15		
Personal		13,899,842	14,525,342
Commercial and institutional		5,037,827	5,137,161
		18,937,669	19,662,503
Securitization liabilities	16	4,892,793	5,404,035
Funding facilities	17	300,020	301,580
Subordinated debt	18	201,276	175,690
Right-of-use lease liabilities	10	59,135	60,694
Derivative financial liabilities	8	181,952	10,009
Other liabilities	19	249,600	207,360
Liabilities directly associated with assets held for sale	14	18,105	-
Total liabilities		24,840,550	25,821,871
MEMBERS' EQUITY			
Share capital	21	799,243	765,825
Contributed surplus		104,761	104,761
Retained earnings		887,498	855,904
Accumulated other comprehensive income (loss)		17,421	(4,674)
Total Members' equity		1,808,923	1,721,816
Total liabilities and Members' equity		26,649,473	27,543,687

The accompanying notes are an integral part of these consolidated financial statements

CONSOLIDATED INCOME STATEMENT

For the year ended December 31 (thousands of Canadian dollars)	Note	2024	2023
INTEREST INCOME			
Loans		1,226,397	1,142,789
Debt securities		84,795	71,132
Cash and deposits		39,277	42,271
		1,350,469	1,256,192
INTEREST EXPENSE			
Deposits		690,819	635,072
Securitization liabilities		187,002	168,495
Funding facilities and subordinated debt		32,154	35,386
Other		2,161	1,988
		912,136	840,941
NET INTEREST INCOME		438,333	415,251
NON-INTEREST INCOME			
Fee and other income	22	94,352	93,326
Net gain on financial instruments	23	6,138	1,330
TOTAL REVENUE		538,823	509,907
Provision for credit losses		67,342	30,876
		471,481	479,031
NON-INTEREST EXPENSES			
Salaries and employee benefits		237,849	242,887
Administration		117,190	110,048
Occupancy		9,958	10,024
Amortization	9.2	3,887	4,510
Depreciation	10	16,675	16,860
Community and social impact		3,287	4,485
		388,846	388,814
Income before income taxes		82,635	90,217
Income taxes	24	4,911	8,716
NET INCOME		77,724	81,501
Investment share dividends		46,128	34,084
NET INCOME ATTRIBUTABLE TO MEMBERSHIP SHARES		31,596	47,417

The accompanying notes are an integral part of these consolidated financial statements

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended December 31 (thousands of Canadian dollars)	Note	2024	2023
Net income		77,724	81,501
OTHER COMPREHENSIVE INCOME (LOSS)			
Items that will not be reclassified to net income			
Actuarial losses on defined benefit plans and other post-retirement obligations	20	(3)	(674)
Unrealized gains (losses) on equity investments measured at fair value through other comprehensive income		311	(14)
Related income tax (expense) recovery	24	(56)	135
		252	(553)
Items that may be subsequently reclassified to net income			
Cash flow hedges - effective portion of changes in fair value	8	(5,288)	(29,869)
Cash flow hedges - reclassified to net income	8	(5,317)	8,933
Unrealized gains on debt securities measured at fair value through other comprehensive income		36,693	29,034
Related income tax expense	8, 24	(4,247)	(607)
		21,841	7,491
Other comprehensive income for the year, net of income taxes		22,093	6,938
Total comprehensive income for the year		99,817	88,439

The accompanying notes are an integral part of these consolidated financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(thousands of Canadian dollars)	Note	Investment shares	Membership shares	Contributed surplus	Retained earnings	Fair value reserve	Hedging reserve	Pension reserve	Total equity
Balance as at January 1, 2024		765,436	389	104,761	855,904	(10,820)	6,146	-	1,721,816
Dividends	21	-	-	-	(46,128)	-	-	-	(46,128)
Shares issued as dividends	21	38,779	-	-	-	-	-	-	38,779
Shares issued	21	-	20	-	-	-	-	-	20
Shares redeemed	21	(5,365)	(16)	-	-	-	-	-	(5,381)
Transactions with owners		33,414	4	-	(46,128)	-	-	-	(12,710)
Net income		-	-	-	77,724	-	-	-	77,724
Other comprehensive income (loss) for the year, net of income taxes:									
Actuarial losses in defined benefit pension plans and other post-retirement obligations	20	-	-	-	(2)	-	-	-	(2)
Cash flow hedges - effective portion of changes in fair value	8	-	-	-	-	-	(3,861)	-	(3,861)
Cash flow hedges - reclassified to net income	8	-	-	-	-	-	(4,313)	-	(4,313)
Gain on investments designated as fair value through other comprehensive income		-	-	-	-	30,269	-	-	30,269
Total comprehensive income (loss) for the year		-	-	-	77,722	30,269	(8,174)	-	99,817
Balance as at December 31, 2024		798,850	393	104,761	887,498	19,449	(2,028)	-	1,808,923

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(thousands of Canadian dollars)	Note	Investment shares	Membership shares	Contributed surplus	Retained earnings	Fair value reserve	Hedging reserve	Pension reserve	Total equity
Balance as at January 1, 2023		637,867	382	104,761	810,043	(34,497)	22,343	(1,014)	1,539,885
Dividends	21	-	-	-	(34,084)	-	-	-	(34,084)
Shares issued as dividends	21	27,844	-	-	-	-	-	-	27,844
Shares issued	21	161,213	27	-	-	-	-	-	161,240
Shares redeemed	21	(61,488)	(20)	-	-	-	-	-	(61,508)
Transactions with owners		127,569	7	-	(34,084)	-	-	-	93,492
Net income		-	-	-	81,501	-	-	-	81,501
Other comprehensive income (loss) for the year, net of income taxes:									
Actuarial gains (losses) in defined benefit pension plans and other post-retirement obligations	20	-	-	-	(1,556)	-	-	1,014	(542)
Cash flow hedges - effective portion of changes in fair value		-	-	-	-	-	(24,948)	-	(24,948)
Cash flow hedges - reclassified to net income	8	-	-	-	-	-	8,751	-	8,751
Gain on investments designated as fair value through other comprehensive income		-	-	-	-	23,677	-	-	23,677
Total comprehensive income (loss) for the year		-	-	-	79,945	23,677	(16,197)	1,014	88,439
Balance as at December 31, 2023		765,436	389	104,761	855,904	(10,820)	6,146	-	1,721,816

The accompanying notes are an integral part of these consolidated financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31 (thousands of Canadian dollars)	Note	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income		77,724	81,501
Adjustments for non-cash items and others:			
Accrued interest, net		(26,209)	121,567
Amortization and depreciation		20,563	21,692
Provision for credit losses		28,802	22,086
Deferred taxes, net	12	(14,989)	810
Gains or losses on financial instruments, net		18,347	21,865
Net change in operating assets and liabilities:			
Loans		550,450	(1,278,900)
Deposits		(701,309)	998,465
Securitization liabilities		(491,824)	45,594
Securities purchases under reverse repurchase agreements		492,527	(492,172)
Other assets and liabilities		(7,427)	20,879
Net cash flows used in operating activities		(53,345)	(436,613)
CASH FLOWS FROM FINANCING ACTIVITIES			
Funding facilities and subordinated debt issued		328,000	-
Funding facilities and subordinated debt redeemed		(303,000)	-
Membership shares issued		20	27
Membership shares redeemed		(16)	(20)
Investment shares issued		-	125,597
Investment shares redeemed		(5,365)	(25,872)
Dividends paid on investment shares		(8,950)	(4,987)
Repayments of lease liabilities		(7,275)	(7,847)
Net cash flows from financing activities		3,414	86,898
CASH FLOWS FROM INVESTING ACTIVITIES			
Securities purchased		(4,020,103)	(3,774,914)
Securities sold		3,617,909	3,611,554
Purchase of intangible assets	9.2	(573)	(153)
Purchase of premises and equipment	10	(4,785)	(8,813)
Proceeds from sale of premises and equipment	10	-	31
Net cash flows used in investing activities		(407,552)	(172,295)
Change in cash and interest-bearing deposits		(457,483)	(522,010)
Cash and interest-bearing deposits at beginning of year		991,797	1,513,807
Cash and interest-bearing deposits at end of year ¹	5	534,314	991,797
SUPPLEMENTAL CASH FLOW INFORMATION			
Interest received		1,374,587	1,196,700
Interest paid		(962,990)	(706,979)
Dividends received		329	367
Income tax paid		(15,360)	(14,841)

The format of the cash flow statement has been modified from prior years and now uses the indirect method of presentation, starting with a reconciliation of operating cash flows from net income. Cash flows from securitization liabilities have been reclassified from financing to operating activities to reflect their intrinsic relationship with insured mortgage lending. The change in presentation aligns to common practice in the financial services industry. The comparative information has been revised to conform to the presentation adopted in the current year cash flow statement.

¹ Cash and interest-bearing deposits include restricted funds in the amount of \$29,412 (2023 – \$17,285).

The accompanying notes are an integral part of these consolidated financial statements

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 Corporate information

Meridian Credit Union Limited ("Meridian" or the "Credit Union") is a financial institution incorporated in Canada under the Credit Unions and Caisses Populaires Act of Ontario (the "Act"). The head and registered office is located at 75 Corporate Park Drive, St. Catharines, Ontario. It is a member of Central 1 Credit Union ("Central 1"), which provides clearing, lending facilities and other services to it. More information on the Credit Union's relationship with Central 1 is provided in Note 11.

Meridian is a member-owned, community-based, full-service financial institution with 87 branches and 15 business banking centres across Ontario. Meridian and its predecessors have operated in Ontario since 1942.

Meridian is regulated by the Financial Services Regulatory Authority of Ontario ("FSRA"), which also insures member deposits.

Meridian conducts its lease finance business through its wholly owned subsidiary Meridian OneCap Credit Corp. ("OneCap"). Motus Bank ("Motus") is an indirect, wholly owned subsidiary of Meridian incorporated under the Bank Act (Canada) and is regulated by the federal Office of the Superintendent of Financial Institutions ("OSFI"). Motus is primarily involved in deposit taking and lending using an online platform.

2 Basis of presentation

2.1 Statement of compliance

The consolidated financial statements of the Credit Union have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards") and legislation for Ontario's Credit Unions and Caisses Populaires. There were no modifications as required by FSRA regulations to the preparation of the consolidated financial statements.

Unless otherwise indicated, all amounts except for per share figures are expressed in thousands of Canadian dollars.

2.2 Use of estimates and judgments

The preparation of the consolidated financial statements requires management to make estimates and judgments that affect the reported amounts of assets, liabilities, net income and related disclosures. Actual results could differ from such estimates. Estimates and judgments are continually evaluated and are made based on historical experience and expectations of future events that are reasonable under the circumstances.

The economic environment has continued to evolve during the year which could affect the Credit Union's future results, liquidity and financial condition. Changing risks include inflation, short and long-term interest rates, real estate pricing, trade disputes, and geopolitical conflicts. The effect of these risks on the Credit Union's business and Members depends on future developments that are uncertain at this time. Due to the nature of this volatility, the estimates and judgments made for the purposes of preparing the consolidated financial statements are inherently uncertain.

The items subject to the most significant application of judgment and estimates are as follows:

Fair value of financial instruments

Where the fair value of financial assets and financial liabilities cannot be derived from active markets, the Credit Union uses valuation techniques that include the use of mathematical models. The inputs to these models are derived from observable market data where possible, but where observable market data are not available, judgment is required to establish fair values. The judgments include considerations of liquidity and model inputs, such as discount rates and prepayment rates.

Management believes that the chosen valuation techniques and assumptions used are appropriate in determining the fair value of financial instruments.

Note 28.4 provides detailed information about the key assumptions used in the determination of the fair value of financial instruments.

Allowance for expected credit losses ("ECL") on financial assets

Allowances for ECL are applied to financial assets measured at amortized cost or non-equity instruments measured at fair value through other comprehensive income ("FVTOCI"). The measurement of ECL requires the use of complex models and significant assumptions about future economic conditions and credit behavior (e.g. the likelihood of Members defaulting and the resulting losses).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Basis of presentation (continued)

2.2 Use of estimates and judgments (continued)

Allowance for expected credit losses ("ECL") on financial assets (continued)

Several other significant judgments and estimates are required in applying the accounting requirements for measuring ECL, such as:

- Determining the criteria for credit impairment;
- Determining the value and timing of receipts from collateral and other credit risk enhancements;
- Determining the criteria for a significant increase in credit risk ("SICR");
- Establishing appropriate levels of aggregation for products and business lines for the purposes of expected credit loss modelling;
- Choosing appropriate models and assumptions for the measurement of ECL; and
- Establishing the number, design and relative weightings of forward-looking scenarios to be incorporated into the measurement of ECL.

The approach used for measuring allowances for ECL and the use of significant estimates and judgments is disclosed in more detail in note 28.1.

Impairment of non-financial assets

The Credit Union performs an assessment of its intangible assets and goodwill at each consolidated balance sheet date to determine whether an impairment loss should be recorded in the consolidated income statement. Broker and vendor relationships comprise most of the Credit Union's intangible assets.

The carrying value of broker and vendor relationships is significantly impacted by estimates about the future earnings expected from new lease originations relating to the relationship with pre-acquisition vendors and brokers. Management assesses the recoverability of the carrying value at least annually.

Management assesses the carrying amount of goodwill for impairment at least annually. The estimation of the recoverable amount for the cash-generating unit ("CGU") requires the use of significant judgment; and the models are sensitive to changes in future cash flows, discount rates, and terminal growth rates. The economic environment is rapidly evolving and as a result, management's economic outlook has a higher than usual degree of uncertainty, which may, in future periods, materially change the expected future cash flows of the CGU and result in an impairment charge. Actual experience may differ materially from current expectations, including the duration and severity of a potential economic contraction and the ultimate timing and extent of a future recovery.

Further details on impairment testing of goodwill and intangible assets are found in note 3.10 and note 9.1.

Recognition and derecognition of securitization arrangements

As part of its liquidity, capital and interest rate risk management programs, the Credit Union funds growth by entering mortgage securitization arrangements. As a result of these transactions and depending on the nature of the arrangement, the Credit Union may be subject to the recognition of the funds received as securitization liabilities and the continued recognition of the securitized assets. Other securitization arrangements may meet the criteria for derecognition. Judgment is required in determining the requirements for continued recognition or derecognition of financial assets under such arrangements. Where securitization arrangements result in the derecognition of financial assets, estimation is required in determining the fair value of new assets recognized relating to residual interests and the fair value of associated liabilities.

Further details of securitization arrangements are disclosed in note 16.1.

Deferred taxes

Deferred tax assets are recognized relating to unused tax losses or deductible temporary differences to the extent it is probable that taxable income will be available against which to use them. Judgment is required in determining the amount of deferred tax assets that can be recognized or written off, based on the likely timing and level of future taxable profits, together with future tax planning strategies.

Further details on deferred income taxes are included in note 3.13 and note 12.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Basis of presentation (continued)

2.2 Use of estimates and judgments (continued)

Valuation of right-of-use assets and lease liabilities

The valuation of right-of-use assets and lease liabilities require assumptions about the lease term and the interest rate used for discounting future cash flows. Given that contractual terms of lease contracts often contain renewal options, judgment is required to determine the likelihood that these options will be exercised. Where implicit interest rates are not determinable from a lease contract, judgment is used to determine an appropriate discount rate that is reflective of the rate that would be incurred if the Credit Union were to purchase the assets outright.

Further details on leased assets and liabilities are included in note 3.11 and note 10.

Recognition of interests in subsidiaries, associates and joint arrangements

The Credit Union has ownership interests in entities that give rise to control, joint control, or significant influence. These can be classified as investments in associates, subsidiaries or joint ventures. The definitions of control, joint control and significant influence as pronounced in IFRS 3, IFRS 11 and IAS 28 guide the Credit Union in making these determinations. Management balances qualitative and quantitative factors to determine the presence of control, joint control or significant influence at each reporting date to determine the appropriate classification for these interests.

Assets held for sale

Management applies judgment in determining whether an asset or disposal group meets the criteria to be held for sale. This involves assessing whether the asset is available for immediate sale in its present condition and whether its sale is highly probable. The criteria include management's plan to sell the asset, the initiation of an active program to locate a buyer, and the expectation that the sale will be completed within a year from the date of classification.

2.3 Regulatory compliance

Regulations to the Act specify that certain items are required to be disclosed in the consolidated financial statements that are presented at annual meetings of Members. This information has been integrated into these consolidated financial statements and notes. When necessary, reasonable estimates and interpretations have been made in presenting this information.

Note 27 contains additional information disclosed to support regulatory compliance.

3 Summary of material accounting policies

These consolidated financial statements were prepared on a going concern basis, under the historical cost convention, as modified by the revaluation of certain financial assets and financial liabilities, including derivative financial instruments, at fair value.

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. Except for the changes explained in note 4, the Credit Union has consistently applied the following accounting policies to all periods presented in the consolidated financial statements.

3.1 Basis of consolidation

The financial results of wholly owned subsidiaries of the Credit Union are included within these consolidated financial statements. All intercompany balances and transactions have been eliminated on consolidation.

Investments in which the Credit Union exerts joint control or significant influence but not control over operating and financing decisions are accounted for using the equity method. Under equity accounting, investments are initially recorded at cost and adjusted for the Credit Union's proportionate share of the net income or loss which is recorded in the consolidated income statement.

3.2 Foreign currency translation

The consolidated financial statements are presented in Canadian dollars, which is the Credit Union's functional and presentation currency.

Monetary assets and liabilities denominated in foreign currencies, primarily United States ("U.S.") dollars, are translated into Canadian dollars at prevailing exchange rates on the consolidated balance sheet date. Income and expenses are translated at the exchange rates in effect on the date of the transaction. Exchange gains and losses arising on the translation of monetary items are included in non-interest income for the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.3 Financial instruments

Classification and measurement of financial assets

Financial assets are initially recognized at fair value, and are classified and subsequently measured at (i) amortized cost, (ii) fair value through profit or loss ("FVTPL"), or (iii) FVTOCI. The classification and measurement of financial assets is based on the type of financial asset, the business model to which it belongs, and its contractual cash flow characteristics.

Financial assets and financial liabilities, including derivative financial instruments, are recognized on the consolidated balance sheet of the Credit Union at the time the Credit Union becomes a party to the contractual provisions of the instrument. The Credit Union recognizes financial instruments at the trade date.

(a) Debt securities

Financial assets that are debt securities include loans, bonds, and securities purchased under reverse repurchase agreements. Classification and subsequent measurement of debt securities depends on: (i) the Credit Union's business model for managing the financial asset and (ii) its contractual cash flow characteristics. Equipment financing is outside the scope of IFRS 9 classification and measurement requirements and are not subject to the policies outlined below.

Business model evaluation:

The business model reflects how the Credit Union manages a portfolio of assets to generate returns. That is, whether the Credit Union's objective for the portfolio of financial assets is to generate returns through the collection of contractual cash flows, through both the collection of contractual cash flows and selling, or through active trading. Factors considered by the Credit Union in determining the business model of a portfolio of financial assets include: past experience on the collection of contractual cash flows and selling within the portfolio, how the portfolio's performance is evaluated and reported to management, and how the portfolio's risks are assessed and managed. For example, the Credit Union's business model for residential mortgages is to collect the associated contractual cash flows.

Cash flow characteristics evaluation:

Once the business model of a portfolio of financial assets is assessed, individual financial assets therein are evaluated for their cash flow characteristics and whether these represent solely payments of principal and interest ("SPPI"). In making this assessment, the Credit Union considers whether contractual cash flows are consistent with a basic lending arrangement (e.g. interest including only consideration for the time value of money, other basic lending risks, and a profit margin that is consistent with a basic lending arrangement).

Amortized cost:

Where a debt security is managed in a business model where returns are generated through the collection of contractual cash flows which represent SPPI, it is measured at amortized cost. Debt securities measured at amortized cost are recorded at fair value at initial recognition plus or minus directly attributable transaction costs and provisions for ECL. Interest income is recognized using the effective interest rate method and is recorded in total interest income. Impairment losses are recognized in profit or loss at each balance sheet date in accordance with the three-stage impairment model outlined in note 3.7. Upon derecognition of financial assets measured at amortized cost, any difference between disposal proceeds and the carrying value is recognized immediately in profit or loss. The Credit Union has classified its cash and interest-bearing deposits with financial institutions, receivables, loans and certain investments in debt securities as amortized cost.

FVTPL:

Where a debt security is managed in a business model that is held for trading or its cash flows do not represent SPPI, it is measured at FVTPL. Debt securities measured at FVTPL are recorded at fair value at initial recognition with all subsequent re-measurements being recognized in profit or loss. At the reporting date, the Credit Union had not classified any debt securities as FVTPL.

FVTOCI:

Where a debt security is managed in a business model where returns are generated both through the collection of contractual cash flows and through selling, and its contractual cash flows represent SPPI, it is classified as FVTOCI. Debt securities measured at FVTOCI are recorded at fair value plus directly attributable transaction costs at initial recognition. Subsequent re-measurements in fair value are recorded in other comprehensive income, except for interest recognized using the effective interest rate method or the re-measurement of ECL, both of which are recognized in profit or loss. Impairment losses are recognized in profit or loss in accordance with the three-stage impairment model outlined in note 3.7. Upon derecognition of debt securities measured at FVTOCI, cumulative fair value movements recognized in OCI are recycled to profit or loss. The Credit Union holds a portfolio of debt securities which are measured at FVTOCI.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.3 Financial instruments (continued)

(b) Equity investments

Equity investments are instruments that do not contain a contractual obligation to pay, evidence a residual interest in the issuer's net assets, and are considered equity from the perspective of the issuer. Examples of equity investments include common shares.

Equity investments are classified as FVTPL unless they are not held for trading purposes and an irrevocable election is made at inception to designate the asset as FVTOCI. Equity investments measured at FVTOCI are recorded at fair value at initial recognition. Subsequent re-measurements of fair value are recorded in OCI. Dividends are recorded directly in profit or loss. Upon derecognition of equity investments measured at FVTOCI, cumulative fair value movements are not recycled and remain permanently in equity. The Credit Union holds investments in preferred shares which it has elected to designate as FVTOCI. Other investments in equity instruments held by the Credit Union are private equity investments and units of limited partnerships which are classified as FVTPL.

Classification and measurement of financial assets and financial liabilities

Derivative financial instruments:

Derivative financial instruments are contracts, such as options, swaps, and forward contracts, where the value of the contract is derived from the price of an underlying variable. The most common underlying variables include stocks, bonds, commodities, currencies, interest rates and other market rates. The Credit Union enters derivative contracts to manage financial risks associated with movements in interest rates and other financial indices as well as to meet the requirements to participate in the Canada Mortgage Bond Program ("CMB Program") for securitization purposes as discussed in note 16.1. The Credit Union's policy is not to use derivative financial instruments for trading or speculative purposes.

Assets or liabilities in this category are measured at fair value. Gains or losses are recognized in profit or loss in net gain (loss) on financial instruments, unless the derivative is designated as a hedging instrument. For designated hedging instruments, the recognition of the gain or loss will depend on the hedge accounting rules described below. Gains or losses on derivative financial instruments are based on changes in fair value determined by reference to active market transactions or using a valuation technique where no active market exists.

Embedded derivatives:

Certain derivatives embedded in other financial liabilities, such as the embedded option in an index-linked term deposit product, are treated as separate derivative financial instruments when their economic characteristics and risks are not closely related to those of the host contract and the host contract is not measured at FVTPL. These embedded derivatives are separately accounted for at fair value, with changes in fair value recognized in profit or loss.

Hedge accounting:

The Credit Union documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as the risk management objectives and strategies for undertaking various hedge transactions. The Credit Union also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivative financial instruments that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items attributable to the hedged risk.

In a cash flow hedge, the effective portion of changes in fair value of the hedging instrument is recognized in OCI. The gain or loss relating to the ineffective portion is recognized immediately in profit or loss in net gain (loss) on financial instruments. Amounts accumulated in OCI are reclassified to profit or loss in the periods when the hedged item affects profit or loss and are recorded within net interest income. The Credit Union uses cash flow hedges primarily to convert variable rate assets and liabilities to fixed rate.

When a hedging instrument in a cash flow hedging relationship expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in AOCI at that time remains in AOCI and is recognized in the statement of comprehensive income as the hedged item affects earnings. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in OCI is immediately transferred to the income statement within net gain (loss) on financial instruments. If a forecast transaction is no longer highly probable of occurring, but is still likely to occur, hedge accounting will be discontinued and the cumulative gain or loss existing in AOCI at that time remains in AOCI and is amortized to net interest income in the statement of comprehensive income at the same time the hedged item affects earnings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.3 Financial instruments (continued)

In a fair value hedge, the full change in the fair value of derivatives is recognized in profit or loss. Where derivatives are designated and qualify as fair value hedges, the carrying value of the hedged item is adjusted to reflect its change in fair value since the inception of the hedge relationship. The full amount of the fair value adjustment is also taken to profit or loss to offset fair value changes on the derivative. Any difference between the change in fair value of the derivatives and fair value adjustments on the hedged items are recognized within net gain (loss) on financial instruments.

When a hedging instrument in a fair value hedging relationship expires or is sold, it no longer meets the criteria for hedge accounting, or the hedging relationship is voluntarily discontinued, any cumulative fair value adjustment is recognized in profit or loss over the remaining life of the hedged item by adjusting its effective interest rate. Where the hedged item is derecognized prior to the end of the hedging relationship, any cumulative fair value adjustment recognized is immediately recognized in profit or loss.

At the reporting date, the Credit Union had not elected to adopt the hedge accounting aspects of IFRS 9 and continues to apply hedge accounting per IAS 39. Although IFRS 9 hedge accounting has not been adopted, the Credit Union has implemented the IFRS 7 hedge accounting disclosure requirements that became effective concurrently with IFRS 9.

Classification and measurement of financial liabilities

Financial liabilities are initially recognized at fair value and subsequently measured at amortized cost, except for derivative financial liabilities which are subsequently measured at FVTPL. Financial liabilities measured at amortized cost include: deposits, securitization liabilities, funding facilities and subordinated debt.

Obligations related to securities sold under repurchase agreements

Securities sold under agreements to repurchase at a specified future date and price are not derecognized from the consolidated balance sheet. The cash received from the security is recognized in the consolidated balance sheet with a corresponding obligation to return it, including accrued interest. This is recognized as a liability within funding facilities, reflecting the transaction's economic substance as a loan to the Credit Union. The difference between the sale and repurchase price is treated as interest and recognized over the life of the agreement using the effective interest method. These agreements are classified as financial liabilities at amortized cost.

Derecognition of financial instruments

Financial assets are derecognized when contractual rights to the cash flows from the asset have expired, or when substantially all the risks and rewards of ownership are transferred. If the Credit Union has neither transferred nor retained substantially all the risks and rewards of ownership, it assesses whether it has retained control over the transferred asset. Control is represented by the practical ability to sell the transferred asset without the need to impose additional restrictions. If the Credit Union retains control over the asset, it will continue to recognize the asset to the extent of its continuing involvement. When a financial asset is derecognized, a gain or loss is recognized in net income for an amount equal to the difference between the carrying value of the asset and the value of the consideration received, including any new assets and / or liabilities recognized.

A financial liability is derecognized when it is extinguished, discharged, cancelled or expired.

Reclassifications

The Credit Union reclassifies debt instruments only when its business model for managing those assets changes. The reclassification takes place from the start of the first reporting period following the change. Although such changes are expected to be infrequent, they may be appropriate when an entity begins or ceases to perform an activity that is significant to its operations. Details on the reclassification of loans in Motus Bank can be found in note 14.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.3 Financial instruments (continued)

Modification of financial assets measured at amortized cost

The Credit Union sometimes renegotiates or otherwise modifies the contractual cash flows of loans. When this occurs, the Credit Union assesses whether the new terms are substantially different from the original terms by considering the following factors:

- If the borrower is in financial difficulty or whether the modifications merely reduce the contractual cash flows to an amount the borrower is expected to pay
- Whether any substantial new terms are introduced, such as profit sharing or equity-based returns, that substantially affect the risk profile of the loan
- Significant extension of the loan term when the borrower is not in financial difficulty
- Significant change in interest rate
- Addition of collateral, other security or credit enhancements that significantly affect the credit risk associated with the loan

If the terms are substantially different, the Credit Union derecognizes the original financial asset, recognizes a new financial asset with a new effective interest rate. The date of renegotiation is consequently considered to be the date of initial recognition for impairment purposes. The Credit Union also assesses whether the new financial asset recognized is credit impaired at initial recognition, especially in circumstances where the renegotiation was driven by the debtor's financial difficulties. Differences in the carrying amount are recognized in profit or loss as a gain or loss on derecognition.

If the terms are not substantially different, the renegotiation or modification does not result in derecognition. The Credit Union recalculates the gross carrying amount based on the revised cash flows of the financial asset and recognizes a modification gain or loss in profit or loss. The new gross carrying amount is recalculated by discounting the modified cash flows at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

3.4 Interest income and expense

Interest-bearing financial instruments

Interest income and expense for all interest-bearing financial instruments, except those classified as FVTPL, and equipment financing, are recognized within interest income or interest expense in the consolidated income statement using the effective interest method.

The effective interest rate is the rate that exactly discounts the estimated future cash payments and receipts through the expected life of the financial asset or financial liability to its fair value at inception. The effective interest rate is established at the initial recognition of the financial asset or liability and incorporates any fees or transaction costs that are integral to establishing the contract.

Equipment financing

Meridian provides financing to customers through loans and direct financing leases.

Retail loans and dealer financing loans are recorded at amortized cost using the effective interest rate method. Interest income is allocated over the expected term of the loan by applying the effective interest rate to the carrying amount of the loan.

Direct financing leases, which are contracts under terms that provide for the transfer of substantially all the benefits and risks of the equipment ownership to customers, are measured at amortized cost. These leases are recorded at the value of aggregate minimum payments, plus residual values, less unearned finance income. Revenue is recognized in interest income.

Contractual residual values of finance leases represent an estimate of the values of the equipment at the end of the lease contracts. During the term of each lease, management evaluates the adequacy of its estimate of the residual value and makes allowances to the extent the fair value at lease maturity is estimated to be less than the contractual lease residual value.

Initial direct costs that relate to the origination of the equipment financing are capitalized and amortized as part of effective interest rate. These costs are incremental to individual leases or loans and comprise certain specific activities related to processing requests for financing, such as underwriting costs and commissions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.5 Assets held for sale

Non-current assets and disposals groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case, the asset or disposal group must be available for immediate sale in its present condition subject only to terms that are customary for sales of such assets, and its sale must be highly probable.

Non-current assets or disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Certain types of assets, such as financial assets, are excluded from the remeasurement requirements for held for sale assets under IFRS 5. However, an assessment should be made as to whether there has been a change in business model for the purposes of classification and measurement under IFRS 9.

Assets classified as held for sale are presented separately from other assets on the balance sheet. The liabilities of a disposal group classified as held for sale are also presented separately from other liabilities.

3.6 Fee and commission income

Fee and commission income not directly attributable to the acquisition of financial instruments is recognized as the related performance obligation is satisfied, either over time or at a point in time.

Revenue is recognized by determining the transaction price of distinct goods or services and allocating the price to the satisfaction of each performance obligation (i.e. the delivery of each distinct good or service). The result is to recognize revenue in a manner that depicts the amount of consideration due to the transfer of each good or service.

Fees and commissions that are directly attributable to acquiring financial assets or issuing financial liabilities not measured at FVTPL are added to or deducted from the initial carrying value of the related financial instruments. Such fees and commissions are then included in the calculation of the effective interest rate and amortized through profit or loss over the term of the financial asset or financial liability. For financial instruments measured at FVTPL, transaction costs are immediately recognized in profit or loss on initial recognition.

3.7 Impairment of financial assets

At initial recognition, the Credit Union recognizes allowances for ECL on all debt securities measured at amortized cost or FVTOCI. ECL are also recognized for equipment financing, contract assets, loan commitments and financial guarantees. In the section below, the use of the term "financial asset" should be assumed to apply to all assets and exposures within the scope of the IFRS 9 impairment framework.

At each reporting date, the Credit Union measures the loss allowance for a financial asset at an amount equal to its lifetime ECL if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial asset has not increased significantly since initial recognition and it was not originated as credit impaired, the Credit Union measures the loss allowance for the financial asset at an amount equal to its 12-month ECL.

The Credit Union's measurement of ECL incorporates an assessment of the following parameters:

- Probability of default ("PD")
- Exposure at default ("EAD")
- Loss given default ("LGD")

The Credit Union's measurement of ECL also reflects:

- An unbiased and probability-weighted amount determined by evaluating a range of outcomes
- The time value of money
- Information about past events, current conditions and forward-looking information

Note 28.1 includes more detailed descriptions of the Credit Union's methodologies for determining PD, EAD and LGD. The note also includes descriptions of how the Credit Union determines a SICR, the definition of default, the approach for incorporating forward-looking information, and other information pertaining to the measurement of ECL.

A three-stage framework is used for the establishment of ECL based on changes in a financial asset's credit quality since initial recognition. The measurement of ECL and recognition of interest revenue is dependent on the stage to which the financial asset belongs.

Stage 1 includes all financial assets that, at the reporting date, have not had a SICR since initial recognition and were not originated as credit impaired. Loss allowances at an amount equal to 12-month ECL are recognized on all financial assets in stage 1 with interest income recognized using the effective interest rate on the financial asset's gross carrying amount.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.7 Impairment of financial assets (continued)

Stage 2 includes all financial assets that, at the reporting date, have had a SICR since initial recognition, but are not credit impaired. Loss allowances at an amount equal to lifetime ECL are recognized on all financial assets in stage 2 with interest income recognized using the effective interest rate on the financial asset's gross carrying amount.

Stage 3 includes all financial assets for which a default event has occurred (i.e. the asset has become credit impaired). Loss allowances at an amount equal to lifetime ECL are recognized on all financial assets in stage 3 with interest income recognized using the effective interest rate on the financial asset's amortized cost carrying amount (i.e. net of the loss allowance). In determining whether a default event has occurred, the Credit Union considers evidence such as delinquency, bankruptcy, breach of covenants, or other evidence as determined by management.

Stage 3 loss allowances on financial assets are assessed on an individual basis. They are measured at the amount required to reduce the carrying value of the impaired asset to its estimated realizable amount. This is generally the fair value of the underlying security of the asset, net of expected costs of realization. Expected costs of realization are determined by discounting the security at the financial asset's original effective interest rate.

Write offs

The Credit Union directly reduces the gross carrying amount of a financial asset along with the associated impairment allowance when it has no reasonable expectations of recovering the financial asset either partly or in full.

3.8 Goodwill and intangible assets

Goodwill

Goodwill is initially measured at cost and is calculated as the excess of the purchase price for an acquired business over the fair value of acquired net identifiable assets and liabilities and is allocated to the cash-generating units ("CGU") to which it relates.

After initial recognition, goodwill is measured at cost less accumulated impairment losses. Subsequent reversals of goodwill impairment are prohibited.

Goodwill is subject to impairment review as described in note 3.10.

Intangible assets

Intangible assets acquired separately

Intangible assets acquired separately include computer software, other than software which is an integral part of property classified as property and equipment which is included in computer hardware and software, as well as design plans which will be used in the future construction or renovation of branch locations or business banking centres. Intangible assets acquired separately are recorded at cost. Cost includes expenditures that are directly attributable to bringing the asset to its state of intended use.

Intangible assets acquired through business combinations

Intangible assets acquired through business combinations have limited lives and include broker and vendor relationships.

Broker and vendor relationships represent the fair value of future earnings expected to be generated from new lease originations with equipment vendors and brokers at the time of acquisition. This intangible is amortized as earnings are realized based on forecasted originations, anticipated annual retention rates and earnings projections over a twenty-three-year period.

Other intangible assets are amortized to income on a straight-line basis over the period during which the assets are anticipated to provide economic benefit, which currently ranges from three to ten years.

Intangible assets are subject to impairment review as described in note 3.10.

The Credit Union does not have any intangible assets with indefinite lives.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.9 Property and equipment

Recognition and measurement

Land is carried at cost less impairment losses. Buildings and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset. Purchased software that is integral to the functionality of the related equipment is capitalized as part of the computer hardware.

Depreciation

Land is not depreciated. Depreciation of other assets commences when the asset is available for use and is calculated using the straight-line method over the estimated useful lives of the related assets as follows:

Buildings and improvements	5-40 years
Furniture and office equipment	5-10 years
Computer hardware and software	3-5 years
Leasehold improvements	lease term to a maximum of 10 years

Where components of an item of property and equipment have different useful lives, they are accounted for as separate items of property and equipment.

Residual value estimates and estimates of useful life are reviewed, and adjusted if appropriate, at each consolidated balance sheet date.

Assets are subject to impairment review as described under note 3.10.

3.10 Impairment of non-financial assets

Non-financial assets that are subject to amortization or depreciation, and goodwill, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying value exceeds its recoverable amount.

To assess impairment, Credit Union assets are grouped at branch level, which is considered to be the lowest level or CGU for which they are separately identifiable. Meridian's wholly owned subsidiary OneCap is considered to be the CGU for non-financial assets relating to that business. The recoverable amount of a CGU is determined based on the higher of value in use or fair value less costs to sell.

For broker and vendor relationship intangibles, current assumptions about future lease originations, retention rates and earnings projections of OneCap are used to assess whether future cash flows on leases generated through acquired brokers and vendors are in excess of the carrying value of the intangible asset.

For other non-financial assets, the recoverable amount is the higher of an asset's fair value less costs to sell and the value in use of the CGU to which the asset relates.

Non-financial assets that have suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Goodwill is evaluated for impairment against the carrying amount of the CGU at least annually. The carrying amount of the CGU includes the carrying amounts of assets, liabilities and allocated goodwill. If the recoverable amount is less than the carrying value, the impairment loss is first allocated to reduce the carrying amount of any allocated goodwill and then to the other non-financial assets of the CGU proportionally based on the carrying amount of each asset. Any impairment loss is charged to profit or loss in the period when the impairment is identified.

Key assumptions used in the estimation of the recoverable amount include discount rates and growth rates used to extrapolate cash flow projections. The values assigned to the key assumptions represent management's assessment of future trends in the industry and have been based on historical data from both external and internal sources. The cash flow projections include specific estimates for five years and a terminal growth rate thereafter. Given that key assumptions are based on estimates, uncertainty exists with respect to the valuation of the recoverable amount. Details of the goodwill impairment analysis are included in note 9.1.

As at the balance sheet date, OneCap assesses for impairment triggers that have taken place since the last impairment test that may indicate further impairment has occurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.11 Leases

At inception, the Credit Union assesses whether a contract is or contains a lease. A lease arrangement conveys to the user the right to control the use of an identified asset for a period of time in exchange for consideration.

Meridian as Lessee:

The Credit Union recognizes a right-of-use ("ROU") asset and lease liability at the commencement of the lease.

The ROU asset is initially measured at cost, which comprises:

- the initial measurement of the lease liability as described below;
- any lease payments made at or before commencement date, less any lease incentives received that are not considered compensation for leasehold improvements;
- any initial direct costs incurred; and
- an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset to the condition required by the terms and conditions of the lease if there is an obligation for those costs.

The ROU asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term and is subject to impairment testing if there is an indicator of impairment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease, or if the rate cannot be readily determined, the Credit Union's incremental borrowing rate. Generally, the Credit Union uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability include the following:

- all contractual payments such as fixed payments, less any lease incentives receivable that are not considered compensation for leasehold improvements;
- variable lease payments that depend on an index or rate;
- residual value guarantees; and
- exercise price of purchase if it is reasonably certain that the option will be exercised

When the lease contains a renewal option that the Credit Union considers reasonably certain to be exercised, the cost of one renewal option period is included in the lease payments.

The lease liability is subsequently measured at amortized cost using the effective interest method. The liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, or if there is a change in the Credit Union's assessment of whether it will exercise a renewal option. When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the ROU asset, or is recorded in profit or loss if the carrying amount of the ROU asset has been reduced to zero.

For leases with terms not exceeding twelve months and for leases of low-value assets, the Credit Union has elected not to recognize ROU assets and liabilities. The lease payments under these contracts are recognized on a straight-line basis over the lease term within non-interest expenses.

Meridian as Lessor:

When the Credit Union acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards of owning the underlying asset.

When the Credit Union is an intermediate lessor, it accounts for its interest in the head lease and the sub-lease separately. The classification of a sub-lease should follow from the classification of the head lease. If the head lease has been classified as an operating lease, the sub-lease will also be classified as an operating lease. Otherwise, the sub-lease will be classified by reference to the right-of-use asset arising from the head lease.

Lease classification is only reassessed if there is a lease modification. Changes in estimates or circumstances do not give rise to a new classification.

Lease payments from operating leases are recognized as income on either a straight-line basis or another systematic basis if it is more representative of the pattern in which benefit from the use of the underlying asset is diminished.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Summary of material accounting policies (continued)

3.12 Provisions

Provisions are recognized when the Credit Union has a present legal or constructive obligation from past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Credit Union expects a provision to be reimbursed, the reimbursement is recognized as an asset only when the reimbursement is virtually certain. At each consolidated balance sheet date, the Credit Union assesses the adequacy of its pre-existing provisions and adjusts the amounts as necessary based on actual experience and changes in future estimates.

Provisions are measured at the present value of the estimated expenditure required to settle the present obligation and are recorded within operating expenses on the consolidated income statement.

3.13 Income taxes

Income tax expense on the consolidated income statement comprises current and deferred income taxes. Income taxes are recognized in profit or loss, except to the extent they relate to items recognized directly in OCI, in which case they are recognized in OCI.

Current income taxes are the expected taxes refundable or payable on the taxable income for the year, using tax rates enacted or substantively enacted at the consolidated balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred income taxes are recognized using the liability method, providing for temporary differences between the carrying values of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred income tax provided is based on the expected manner of realization or settlement of the carrying value of assets and liabilities, using tax rates enacted or substantively enacted at the consolidated balance sheet date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be used. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be used.

Dividends paid by the Credit Union are treated as a reduction to retained earnings but are deductible for tax purposes. As such, these are reflected as a reduction to current tax expense.

3.14 Share capital

(a) Membership and investment shares

Where shares are redeemable at the discretion of the Credit Union's Board of Directors or where they represent a claim on the residual interest of the Credit Union's net assets, they are classified as equity.

(b) Distributions to Members

Dividends on shares classified as equity are charged to retained earnings. Members may elect to receive dividends declared on Class A shares by way of cash or newly issued fully paid equity shares of the same class. Dividends payable in cash are recorded in the period in which they are declared by the Credit Union's Board of Directors. Dividends payable by way of newly issued shares are recorded in the period in which the shares are issued.

(c) Share issue costs

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of income taxes, from the proceeds.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4 Changes in accounting policies

Issued standards not yet effective

In May 2024, the IASB issued "Amendments to the Classification and Measurement of Financial Instruments", which amended IFRS 9 and IFRS 7. These amendments introduce an accounting policy choice to derecognize financial liabilities that are settled through an electronic payment system before the settlement date when they meet specific conditions. Additionally, there are clarifications on how to assess the contractual cash flow characteristics of financial assets based on contingent events such as environmental, social and governance ("ESG") targets. Lastly, the amendments introduce changes to the disclosure requirements for equity instruments designated as fair value through other comprehensive income. These amendments will be effective for periods beginning on or after January 1, 2026, with early application permitted. Management is assessing the impact of these changes but does not believe they will have a significant impact on the Credit Union.

In April 2024, the IASB issued a new standard, IFRS 18 "Presentation and Disclosure in Financial Statements". IFRS 18 will be the new presentation and disclosure standard replacing IAS 1. It focuses on updates to the presentation of the income statement, required disclosures for certain performance metrics, and outlines enhanced principles for aggregation and disaggregation of financial statement line items and related notes. It will not impact recognition or measurement of items in the financial statements. This standard will be effective for periods beginning on or after January 1, 2027. Meridian is currently evaluating the impact of the adoption of this standard and its effect on the consolidated financial statements.

5 Cash and interest-bearing deposits

	2024	2023
Cash on hand	19,021	19,185
Restricted funds	29,412	17,285
Total cash	48,433	36,470
Interest-bearing deposits with financial institutions	485,881	955,327
Total cash and interest-bearing deposits	534,314	991,797

Restricted funds relate to cash reserve accounts which are held in trust as security for equipment financing securitization liabilities.

Included in interest-bearing deposits with financial institutions is \$31,647 (2023 - \$50,671) held as an unscheduled prepayment cash reserve, which is a requirement of the Credit Union's participation in the National Housing Act Mortgage-Backed Securities ("NHA MBS") program.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

6 Debt securities

	2024	2023
Amortized cost:		
Government issued or guaranteed securities	-	4,842
Non-government securities	9,708	21,043
Term deposits with other financial institutions	35,050	102,150
Reverse repurchase agreements	-	492,527
Other	1,041	1,000
Accrued interest	1,011	4,061
Fair value through other comprehensive income:		
Government issued or guaranteed securities	2,048,397	1,590,499
Non-government securities	289,231	164,795
Total debt securities	2,384,438	2,380,917

7 Loans

	2024	2023
Residential mortgages	12,487,740	13,230,187
Personal loans	1,433,576	1,450,730
Commercial mortgages and loans	7,502,055	7,415,131
Equipment financing	1,799,394	1,742,768
	23,222,765	23,838,816
Allowance for credit losses	(128,111)	(99,490)
Total net loans	23,094,654	23,739,326

Residential mortgage loans are repayable in monthly instalments of blended principal and interest. Most residential mortgages have a term of five years or less and amortization periods of 25 years, although terms and amortization periods may be longer in some cases. Open mortgages may be paid off at any time without notice or penalty and closed mortgages may be paid off at the discretion of the borrowers but are subject to penalty. Commercial loans and personal loans are generally repayable in monthly instalments of blended principal and interest over a maximum amortization period of 30 years, except for line of credit and dealer floorplan loans, which are repayable on a revolving credit basis and require minimum monthly payments. Outstanding balances on credit card loans, included in personal and commercial loans, may be repaid with any amount equal to or exceeding the minimum required payment. The minimum required payment is based on a percentage of the outstanding balance.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Movements in Loss Allowance

Allowances for credit losses are impacted by a variety of factors. The following tables describe the movement in allowances for credit losses by loan category:

Residential Mortgages	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2024	5	912	33	950
Transfers:				
Transfer to Stage 1	5	(5)	-	-
Transfer to Stage 2	(1)	1	-	-
Remeasurement on transfer into stage	64	370	-	434
New originations	126	160	-	286
Derecognized loans	(1)	(1)	-	(2)
Changes to risks, parameters and models	157	(522)	229	(136)
Write-offs	-	-	(37)	(37)
Balance as at December 31, 2024	355	915	225	1,495
Movement in loss allowance	350	3	192	545
Recoveries	-	-	(28)	(28)
Write-offs	-	-	37	37
Charge to income statement for the period	350	3	201	554

Personal Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2024	1,071	8,681	927	10,679
Transfers:				
Transfer to Stage 1	3,351	(3,332)	(19)	-
Transfer to Stage 2	(113)	238	(125)	-
Transfer to Stage 3	(11)	(501)	512	-
Remeasurement on transfer into stage	(2,908)	1,940	3,225	2,257
New originations	274	465	177	916
Derecognized loans	(100)	(662)	(123)	(885)
Changes to risks, parameters and models	239	678	149	1,066
Write-offs	-	-	(3,461)	(3,461)
Reclassification to assets held for sale	(2)	(96)	(83)	(181)
Balance as at December 31, 2024	1,801	7,411	1,179	10,391
Movement in loss allowance	730	(1,270)	252	(288)
Recoveries	-	-	(482)	(482)
Write-offs	-	-	3,461	3,461
Movement due to reclassification	2	96	83	181
Charge to income statement for the period	732	(1,174)	3,314	2,872

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Commercial Mortgages and Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2024	19,531	18,151	21,811	59,493
Transfers:				
Transfers to Stage 1	2,851	(2,851)	-	-
Transfers to Stage 2	(966)	1,043	(77)	-
Transfers to Stage 3	(14)	(119)	133	-
Remeasurement on transfer into stage	(1,901)	598	7,141	5,838
New originations	4,791	408	1,004	6,203
Derecognized loans	(4,175)	(5,737)	(3,367)	(13,279)
Changes to risks, parameters and models	3,356	1,047	12,077	16,480
Write-offs	-	-	(5,570)	(5,570)
Balance as at December 31, 2024	23,473	12,540	33,152	69,165
Movement in loss allowance	3,942	(5,611)	11,341	9,672
Recoveries	-	-	(27)	(27)
Write-offs	-	-	5,570	5,570
Charge to income statement for the period	3,942	(5,611)	16,884	15,215

Residential Mortgages	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2023	6	567	-	573
Transfers:				
Transfers to Stage 1	4	(4)	-	-
Transfers to Stage 2	(1)	1	-	-
Remeasurement on transfer into stage	(3)	2	33	32
New originations	1	3	-	4
Derecognized loans	-	(2)	-	(2)
Changes to risks, parameters and models	(2)	345	-	343
Balance as at December 31, 2023	5	912	33	950
Movement in loss allowance	(1)	345	33	377
Recoveries	-	-	(10)	(10)
Charge to income statement for the period	(1)	345	23	367

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Personal Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2023	1,214	9,320	829	11,363
Transfers:				
Transfers to Stage 1	1,417	(1,402)	(15)	-
Transfers to Stage 2	(155)	217	(62)	-
Transfers to Stage 3	(12)	(480)	492	-
Remeasurement on transfer into stage	(1,299)	1,593	2,320	2,614
New originations	126	1,760	167	2,053
Derecognized loans	(74)	(724)	(102)	(900)
Changes to risks, parameters and models	(146)	(1,603)	2	(1,747)
Write-offs	-	-	(2,704)	(2,704)
Balance as at December 31, 2023	1,071	8,681	927	10,679
Movement in loss allowance	(143)	(639)	98	(684)
Recoveries	-	-	(647)	(647)
Write-offs	-	-	2,704	2,704
Charge to income statement for the period	(143)	(639)	2,155	1,373

Commercial Mortgages and Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2023	7,203	32,385	11,727	51,315
Transfers:				
Transfers to Stage 1	6,904	(6,894)	(10)	-
Transfers to Stage 2	(188)	188	-	-
Transfers to Stage 3	(83)	(793)	876	-
Remeasurement on transfer into stage	(1,930)	683	15,504	14,257
New originations	4,070	4,085	11	8,166
Derecognized loans	(868)	(6,434)	(3,453)	(10,755)
Changes to risks, parameters and models	4,423	(5,069)	(2,164)	(2,810)
Write-offs	-	-	(680)	(680)
Balance as at December 31, 2023	19,531	18,151	21,811	59,493
Movement in loss allowance	12,328	(14,234)	10,084	8,178
Recoveries	-	-	(41)	(41)
Write-offs	-	-	680	680
Charge to income statement for the period	12,328	(14,234)	10,723	8,817

All loans except those originated as credit impaired begin in stage 1. However, to the extent that loans were originated in the year and subsequently moved to another stage, they will show on the new originations line in the stage where they ended the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	Residential mortgages	Personal loans	Commercial mortgages and loans	Total
Gross impaired loans	25,099	1,982	155,502	182,583
Related security, net of expected costs	(24,874)	(803)	(122,350)	(148,027)
Allowance on impaired loans at December 31, 2024	225	1,179	33,152	34,556
Interest income recognized on impaired loans				15,100

	Residential mortgages	Personal loans	Commercial mortgages and loans	Total
Gross impaired loans	26,370	2,006	181,273	209,649
Related security, net of expected costs	(26,337)	(1,079)	(159,462)	(186,878)
Allowance on impaired loans at December 31, 2023	33	927	21,811	22,771
Interest income recognized on impaired loans				9,975

Maximum exposure to credit risk

The following tables contain an analysis of the credit risk exposure of loans. The gross carrying amount of the loans below also represent the Credit Union's maximum exposure to credit risk on these loans.

Residential Mortgages	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
	12-month ECL	Lifetime ECL	Lifetime ECL	
Credit grade				
Unrated	5,104	-	-	5,104
A+	8,495,034	121,484	-	8,616,518
A	2,102,400	190,129	-	2,292,529
B	409,341	405,992	-	815,333
C	160,562	262,530	-	423,092
D	50,343	170,623	-	220,966
E	7,985	81,114	-	89,099
Defaulted	-	-	25,099	25,099
Gross carrying amount	11,230,769	1,231,872	25,099	12,487,740
Allowance for credit losses	355	915	225	1,495
Carrying amount as at December 31, 2024	11,230,414	1,230,957	24,874	12,486,245

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Personal Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
	12-month ECL	Lifetime ECL	Lifetime ECL	
Credit grade				
Unrated	2,653	300	-	2,953
A+	943,760	16,425	-	960,185
A	255,974	37,066	-	293,040
B	38,948	60,283	-	99,231
C	7,421	36,190	-	43,611
D	1,488	21,030	-	22,518
E	373	9,683	-	10,056
Defaulted	-	-	1,982	1,982
Gross carrying amount	1,250,617	180,977	1,982	1,433,576
Allowance for credit losses	1,801	7,411	1,179	10,391
Carrying amount as at December 31, 2024	1,248,816	173,566	803	1,423,185

Commercial Mortgages and Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
	12-month ECL	Lifetime ECL	Lifetime ECL	
Credit grade				
Unrated	7,667	179	-	7,846
Very low	196	14	-	210
Low	29,542	2,544	-	32,086
Better	1,464,403	12,041	-	1,476,444
Average	2,417,956	232,619	-	2,650,575
Higher	2,244,698	718,132	-	2,962,830
Watch List	202	166,314	-	166,516
Distressed	78	49,968	-	50,046
Defaulted	-	-	155,502	155,502
Gross carrying amount	6,164,742	1,181,811	155,502	7,502,055
Allowance for credit losses	23,473	12,540	33,152	69,165
Carrying amount as at December 31, 2024	6,141,269	1,169,271	122,350	7,432,890

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Residential Mortgages	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
	12-month ECL	Lifetime ECL	Lifetime ECL	
Credit grade				
Unrated	70,930	36,210	-	107,140
A+	7,370,261	1,196,023	-	8,566,284
A	2,292,713	582,595	-	2,875,308
B	711,313	302,135	-	1,013,448
C	312,401	160,547	-	472,948
D	78,091	52,029	-	130,120
E	17,364	21,205	-	38,569
Defaulted	-	-	26,370	26,370
Gross carrying amount	10,853,073	2,350,744	26,370	13,230,187
Allowance for credit losses	5	912	33	950
Carrying amount as at December 31, 2023	10,853,068	2,349,832	26,337	13,229,237

Personal Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
	12-month ECL	Lifetime ECL	Lifetime ECL	
Credit grade				
Unrated	104,353	107,444	-	211,797
A+	448,028	337,865	-	785,893
A	131,469	161,443	-	292,912
B	55,954	59,666	-	115,620
C	10,416	21,499	-	31,915
D	1,891	6,270	-	8,161
E	319	2,107	-	2,426
Defaulted	-	-	2,006	2,006
Gross carrying amount	752,430	696,294	2,006	1,450,730
Allowance for credit losses	1,071	8,681	927	10,679
Carrying amount as at December 31, 2023	751,359	687,613	1,079	1,440,051

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Commercial Mortgages and Loans	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
	12-month ECL	Lifetime ECL	Lifetime ECL	
Credit grade				
Unrated	858	1,258	-	2,116
Very low	50	7	-	57
Low	37,418	2,828	-	40,246
Better	1,213,696	26,015	-	1,239,711
Average	2,238,116	351,049	-	2,589,165
Higher	2,198,862	1,033,108	-	3,231,970
Watch List	14	79,618	-	79,632
Distressed	66	50,895	-	50,961
Defaulted	-	-	181,273	181,273
Gross carrying amount	5,689,080	1,544,778	181,273	7,415,131
Allowance for credit losses	19,531	18,151	21,811	59,493
Carrying amount as at December 31, 2023	5,669,549	1,526,627	159,462	7,355,638

Loans past due but not impaired

	< 30 days	30-59 days	60-89 days
Residential mortgages	170,430	35,636	11,859
Personal loans	76,734	9,367	893
Commercial mortgages and loans	41,824	519	205
Total as at December 31, 2024	288,988	45,522	12,957

	< 30 days	30-59 days	60-89 days
Residential mortgages	157,006	25,350	8,876
Personal loans	79,560	5,402	425
Commercial mortgages and loans	168,078	3,385	-
Total as at December 31, 2023	404,644	34,137	9,301

Collateral

There are documented policies and procedures in place for the valuation of financial and non-financial collateral. The fair valuation of non-financial collateral is performed if there has been a significant change in the terms and conditions of the loan and/or the loan is considered impaired. For impaired loans, an assessment of the collateral is taken into consideration when estimating the net realizable amount of the loans.

The amount and type of collateral and other credit enhancements required depend on the Credit Union's assessment of counterparty credit quality and repayment capacity. Non-financial collateral is used in connection with both Commercial and Retail loan exposure. The Credit Union standards for collateral valuation, frequency of recalculation of the collateral requirement, documentation, registration and perfection procedures and monitoring are in effect. Non-financial collateral taken by the Credit Union includes vehicles, residential real estate, real estate under development, commercial real estate and business assets, such as accounts receivable, inventory and fixed assets. The main types of financial collateral taken by the Credit Union include cash and negotiable securities issued by governments and investment grade issuers, and assignment of life insurance. Guarantees are also taken to reduce credit exposure risk.

	2024	2023
Fair value of collateral held on assets either past due >30 days or impaired	309,384	348,079

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

7.1 Equipment financing

	2024	2023
Gross investment in finance leases	1,777,428	1,682,447
Unearned revenue	(212,097)	(149,154)
Unguaranteed residual values on finance leases	410	502
Net investment	1,565,741	1,533,795
Retail and dealer loans	251,468	224,638
Unamortized deferred costs and subsidies	10,553	11,046
Security deposits	(28,368)	(26,711)
Allowance for credit losses	(47,060)	(28,368)
Total equipment financing	1,752,334	1,714,400

Contractual maturities of finance leases, retail loans and dealer financing loans

The contractual maturities of finance leases and retail loans and dealer financing loans are summarized as follows:

	Finance leases	Retail and dealer loans	Total
0 to 12 months	76,845	43,578	120,423
1 to 3 years	570,838	90,707	661,545
3 to 5 years	788,769	98,261	887,030
Over 5 years	129,289	18,922	148,211
Balance as at December 31, 2024	1,565,741	251,468	1,817,209

	Finance leases	Retail and dealer loans	Total
0 to 12 months	82,150	35,687	117,837
1 to 3 years	455,886	86,214	542,100
3 to 5 years	846,572	84,272	930,844
Over 5 years	149,187	18,465	167,652
Balance as at December 31, 2023	1,533,795	224,638	1,758,433

Finance leases and retail and dealer loans past due

The following table is an analysis of equipment financing receivables that are past due as at the statement of financial position date but not impaired:

	< 30 days	30-59 days	60-89 days
Finance leases	30,222	9,950	6,366
Retail and dealer loans	102	248	348
Total as at December 31, 2024	30,324	10,198	6,714

	< 30 days	30-59 days	60-89 days
Finance leases	28,534	9,951	8,651
Retail and dealer loans	52	225	170
Total as at December 31, 2023	28,586	10,176	8,821

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

7.1 Equipment financing (continued)

Movements in Loss Allowance

Allowances for credit losses are impacted by a variety of factors. The following tables describe the movement in allowances for credit losses on equipment financing:

Equipment financing	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2024	12,910	7,713	7,745	28,368
Transfers:				
Transfers to Stage 1	658	(621)	(37)	-
Transfers to Stage 2	(634)	744	(110)	-
Transfers to Stage 3	(227)	(785)	1,012	-
Remeasurement on transfer into stage	(490)	2,288	38,617	40,415
New originations	8,889	1,268	2,000	12,157
Derecognized loans	(671)	(305)	(63)	(1,039)
Changes to risks, parameters and models	(2,337)	(1,019)	1,789	(1,567)
Write-offs	-	-	(31,274)	(31,274)
Balance as at December 31, 2024	18,098	9,283	19,679	47,060
Movement in loss allowance	5,188	1,570	11,934	18,692
Recoveries	-	-	(1,265)	(1,265)
Write-offs	-	-	31,274	31,274
Charge to income statement for the period	5,188	1,570	41,943	48,701

Equipment financing	Performing		Impaired	Total
	Stage 1	Stage 2	Stage 3	
Balance as at January 1, 2023	9,086	3,944	1,123	14,153
Transfers:				
Transfer to Stage 1	142	(136)	(6)	-
Transfer to Stage 2	(550)	619	(69)	-
Transfer to Stage 3	(80)	(73)	153	-
Remeasurement on transfer into stage	(111)	2,004	9,986	11,879
New originations	5,892	1,697	3,216	10,805
Equipment financing paid out	(449)	(145)	(244)	(838)
Changes to risks, parameters and models	(1,020)	(197)	189	(1,028)
Write-offs	-	-	(6,603)	(6,603)
Balance as at December 31, 2023	12,910	7,713	7,745	28,368
Movement in loss allowance	3,824	3,769	6,622	14,215
Recoveries	-	-	(499)	(499)
Write-offs	-	-	6,603	6,603
Charge to income statement for the period	3,824	3,769	12,726	20,319

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

7.1 Equipment financing (continued)

Movements in Loss Allowance (continued)

All equipment financing except those originated as credit impaired begin in stage 1. However, to the extent that equipment financing were originated in the year and subsequently moved to another stage, they will show on the new originations line in the stage where they ended the year.

Maximum exposure to credit risk

The following tables contain an analysis of the credit risk exposure of equipment financing. The gross carrying amount of equipment financing below also represent the Credit Union's maximum exposure to credit risk on equipment financing. The Credit Union has not purchased any credit-impaired equipment financing.

Equipment financing				
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL	Total
Credit grade				
Standard monitoring	1,588,316	200,091	-	1,788,407
Default	-	-	27,699	27,699
Gross carrying amount	1,588,316	200,091	27,699	1,816,106
Loss allowance	(18,098)	(9,283)	(19,679)	(47,060)
Carrying amount at December 31, 2024	1,570,218	190,808	8,020	1,769,046

Equipment financing				
	Stage 1 12-month ECL	Stage 2 Lifetime ECL	Stage 3 Lifetime ECL	Total
Credit grade				
Standard monitoring	1,535,051	211,064	-	1,746,115
Default	-	-	13,040	13,040
Gross carrying amount	1,535,051	211,064	13,040	1,759,155
Loss allowance	(12,910)	(7,713)	(7,745)	(28,368)
Carrying amount at December 31, 2023	1,522,141	203,351	5,295	1,730,787

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8 Derivative financial instruments

The tables below provide a summary of the Credit Union's derivative portfolio and the notional value of the financial assets or financial liabilities to which the derivatives relate.

	Maturities of derivatives (notional amount)				Fair value	
	Within 1 year	1 to 5 years	More than 5 years	Total	Derivative instrument assets	Derivative instrument liabilities
Year ended December 31, 2024						
Foreign exchange derivatives:						
Forward contracts	4,100	-	-	4,100	143	(147)
Foreign exchange swaps	113,999	-	-	113,999	161,401	(163,976)
Equity index-linked options:						
Purchased equity options	33,935	82,961	-	116,896	19,316	-
Interest rate swaps:						
Designated cash flow hedges	352,480	344,058	220,811	917,349	5,160	(3,377)
Economic hedges	377,900	777,801	636,694	1,792,395	15,195	(14,231)
Bond forwards:						
Designated cash flow hedges	30,000	-	-	30,000	-	(221)
Economic hedges	4,600	-	-	4,600	26	-
Total derivative contracts as at December 31, 2024	917,014	1,204,820	857,505	2,979,339	201,241	(181,952)
	Maturities of derivatives (notional amount)				Fair value	
	Within 1 year	1 to 5 years	More than 5 years	Total	Derivative instrument assets	Derivative instrument liabilities
Year ended December 31, 2023						
Foreign exchange derivatives:						
Forward contracts	655	-	-	655	5	(1)
Equity index-linked options:						
Purchased equity options	65,331	97,211	-	162,542	17,495	-
Interest rate swaps:						
Designated cash flow hedges	823,000	341,628	117,469	1,282,097	16,440	(2,646)
Economic hedges	225,000	761,124	687,782	1,673,906	23,614	(7,362)
Total derivative contracts as at December 31, 2023	1,113,986	1,199,963	805,251	3,119,200	57,554	(10,009)

The notional amounts are used as the basis for determining payments under the contracts and are not actually exchanged between the Credit Union and its counterparties. They do not represent credit exposure.

The Credit Union has credit risk which arises from the possibility that its counterparty to a derivative contract could default on their obligation to the Credit Union. However, credit risk associated with derivative contracts is normally a small fraction of the notional principal amount of the contract. Derivative contracts expose the Credit Union to credit losses where there is a favourable change in market rates from the Credit Union's perspective and the counterparty fails to perform. The Credit Union only enters derivative contracts with counterparties it has determined to be creditworthy.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8 Derivative financial instruments (continued)

Foreign exchange derivatives

As part of its ongoing program for managing foreign currency exposure, the Credit Union enters foreign exchange forward contracts and foreign exchange swaps. Forward contracts are commitments to purchase or sell U.S. dollars at a future date, based on a rate agreed upon by both parties at inception. Foreign exchange swaps involve parties exchanging principal amounts at the start of the transaction and again at maturity. These agreements function as an economic hedge against the Credit Union's net U.S. dollar exposures. Gains or losses on foreign exchange contracts are included in non-interest income.

Equity index-linked options

The Credit Union has \$116,896 (2023 - \$162,542) of commodity and equity index-linked term deposit products outstanding to its Members. These term deposits have maturities of up to five years and pay interest to the depositors, at the end of the term, based on the performance of various market indices. The Credit Union has purchased index-linked options to offset the exposure to the indices associated with these products. The Credit Union pays a fixed amount based on the notional amount at the inception of the index-linked option contract. At the end of the term the Credit Union receives from the counterparties payments equal to the amount that will be paid to the depositors based on the performance of the respective indices.

The purpose of the option agreements is to provide an economic hedge against market fluctuations. These option agreements have fair values that vary based on changes in commodity and equity indices. The fair value of these option agreements amounted to \$19,316 as at December 31, 2024 (2023 - \$17,495). The fair value of the embedded written option in the equity index-linked term deposit products amounted to \$18,306 as at December 31, 2024 (2023 - \$16,870) and is included as part of Members' deposits (see note 15). Although hedge accounting is not applied, these agreements continue to be effective as economic hedges.

Interest rate swaps

As part of its interest rate risk management process, the Credit Union uses interest rate swaps to maintain interest rate exposure within the preset limits defined by the Board of Directors' (the "Board") approved policy.

Designated cash flow hedges are interest rate swap agreements which qualify as hedging relationships for accounting purposes under IAS 39, Financial Instruments: Recognition and Measurement. All other interest rate swaps agreements are considered economic hedges. Cash flow hedging relationships have been designated for interest rate swaps used to hedge variable rates of interest on loans, deposits, securitization liabilities, funding facilities, and subordinated debt.

Interest rate swap agreements are valued by discounting projected future cash flows for the time value of money and applying a credit adjustment. Variable cash flows are estimated using implied relationship between relevant indices (e.g. CORRA) and terms. Fixed cash flows are calculated based on the rates stated in the agreements. Cash flows are discounted using the forward points on the swap curve for the relevant index. As at December 31, 2024, the fixed interest rates on the Credit Union's interest rate swaps are between 0.6% and 4.7% (2023 - 0.6% and 5.0%).

Bond forward contracts

As part of its interest rate risk management process, the Credit Union uses bond forwards to maintain its interest rate exposure on forecast sale of mortgage-backed securities into the Canada Mortgage Bond program. These hedging relationships are designated as cash flow hedges. The effective portion of realized gains (losses) on these derivatives are deferred and amortized in accordance with the effective interest rate method along with the debt originated.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8 Derivative financial instruments (continued)

The following tables present the effects of derivatives in hedging relationships on the consolidated statements of income and the consolidated statements of comprehensive income:

Year ended December 31, 2024	Change in fair value of the hedged item	Change in fair value of the hedging instrument	Hedge ineffectiveness gain (loss)	Hedging gain (loss) recognized in OCI	Amount reclassified from AOCI to net income	Effect on OCI (before tax)
Cash flow hedges						
Interest rate risk						
Loans	(4,980)	5,131	151	4,832	-	4,832
Deposits	225	(220)	5	(225)	(557)	(782)
Securitization liabilities	7,555	(7,701)	(146)	(7,407)	2,942	(4,465)
Funding facilities	543	(543)	-	(543)	(8,117)	(8,660)
Subordinated debt	1,945	(1,606)	339	(1,945)	415	(1,530)
	-	-	-	-	-	-
Total cash flow hedges	5,288	(4,939)	349	(5,288)	(5,317)	(10,605)
Year ended December 31, 2023	Change in fair value of the hedged item	Change in fair value of the hedging instrument	Hedge ineffectiveness gain (loss)	Hedging gain (loss) recognized in OCI	Amount reclassified from AOCI to net income	Effect on OCI (before tax)
Cash flow hedges						
Interest rate risk						
Loans	152	(152)	-	(152)	-	(152)
Deposits	211	(204)	7	(211)	(547)	(758)
Securitization liabilities	19,934	(19,401)	533	(19,934)	7,764	(12,170)
Funding facilities	7,394	(7,236)	158	(7,394)	-	(7,394)
Subordinated debt	2,178	(1,884)	294	(2,178)	1,716	(462)
Total cash flow hedges	29,869	(28,877)	992	(29,869)	8,933	(20,936)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8 Derivative financial instruments (continued)

The following tables provides a reconciliation of AOCI related to cash flow hedges (before tax):

Year ended December 31, 2024	Opening AOCI	Other comprehensive income (loss)	Closing AOCI	AOCI on designated hedges	AOCI on de-designated hedges
Cash flow hedges					
Interest rate risk					
Loans	(422)	4,832	4,410	4,410	-
Deposits	1,061	(782)	279	109	170
Securitization liabilities	(1,972)	(4,465)	(6,437)	(2,599)	(3,838)
Funding facilities	8,660	(8,660)	-	-	-
Subordinated debt	549	(1,530)	(981)	-	(981)
	-	-	-	-	-
Total cash flow hedges	7,876	(10,605)	(2,729)	1,920	(4,649)
Year ended December 31, 2023	Opening AOCI	Other comprehensive income (loss)	Closing AOCI	AOCI on designated hedges	AOCI on de-designated hedges
Cash flow hedges					
Interest rate risk					
Loans	(270)	(152)	(422)	(422)	-
Deposits	1,819	(758)	1,061	334	727
Securitization liabilities	10,198	(12,170)	(1,972)	2,991	(4,963)
Funding facilities	16,054	(7,394)	8,660	8,660	-
Subordinated debt	1,011	(462)	549	1,945	(1,396)
Total cash flow hedges	28,812	(20,936)	7,876	13,508	(5,632)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

9 Goodwill and intangible assets

	2024	2023
Goodwill	73,232	73,232
Intangible assets	12,548	15,862
Total goodwill and intangible assets	85,780	89,094

9.1 Goodwill

Goodwill arose upon the acquisition of OneCap. There have been no fundamental changes to the core business since acquisition, and as such, the whole business is regarded as the CGU for impairment testing purposes.

Annual goodwill impairment testing is performed at September 30. Management has also assessed OneCap for impairment triggers at December 31, 2024 and noted that no events have taken place subsequent to the last test that indicate an impairment has occurred.

The recoverable amount of the CGU has been determined based on a discounted value-in-use ("VIU") calculation which uses cash flow projections based on financial forecasts approved by OneCap's Board of Directors covering a five-year period. Financial forecasts incorporate actual historical performance updated to reflect current market trends, strategic decisions and goals as set by management. The discount rate is based on the rate of benchmark long-term government bonds, adjusted for a risk premiums related to equity markets as well as the systematic and specific risks of the CGU.

Cash flows beyond that five-year period have been extrapolated using a steady 2% per annum growth rate. The terminal growth rate was determined based on management's estimate of the long-term compound annual growth in cash flows, consistent with the assumptions a market participant would make.

Impairment analysis for 2024

To account for planning-related risks as well as economic and other uncertainties associated with forecasting, Management has prepared cash flow forecasts under two scenarios. These scenarios and the respective weightings are as follows:

- Plan (65%) - The plan scenario is based on the financial plan set by Management.
- Conservative (35%) - This scenario is more conservative and assumes slower growth and tighter spreads. The conservative scenario is considered less likely and therefore has been assigned a lower probability of 35%.

The recoverable amount is determined by taking the weighted average of VIU in each scenario.

As noted above, the discount rate incorporates a risk premium reflecting both market-based equity premiums as well as entity specific risk. Significant judgment is used in determining the discount rate. Analysis indicates that an appropriate discount rate is in the range of 8.6% to 13.6%. The mid-point of this range was used for the impairment test.

Key assumptions and the resulting VIU for each scenario are as follows:

Undiscounted forecast cash flows for October 1, 2024 to September 30, 2029								
	Probability	Operating cash flows	Capital investment	Terminal growth rate	Discount rate	Value in use	Net assets	Buffer/ Impairment
Plan	65 %	153,776	(119,181)	2.0 %	11.10 %	263,209	217,586	45,623
Conservative	35 %	118,157	(76,797)	2.0 %	11.10 %	183,051	217,586	(34,535)
Weighted average								17,568

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Goodwill (continued)

Sensitivity analysis

Estimating the VIU involves significant judgment in determining various inputs to the discounted cash flow model. It is most sensitive to changes in estimates on future cash flows, the discount rate, and the terminal growth rate. The sensitivity of the VIU to key inputs and assumptions used was tested by recalculating the recoverable amount using plausible changes to those parameters. The following table summarizes the impact that these changes would have on the recoverable amount and the resulting buffer or impairment vs. the carrying value keeping all other assumptions constant.

	Change to recoverable amount	Buffer / (impairment)
Net cash flows		
Decrease of 10% in monthly net cash flows	(40,109)	(22,541)
Increase of 10% in monthly net cash flows	40,109	57,677
Terminal growth rate		
Decrease of 0.5%	(4,086)	13,483
Increase of 0.5%	4,477	22,045
Discount rate		
Decrease of 2.5% to 8.6%	114,168	131,736
Increase of 2.5% to 13.6%	(63,034)	(45,465)
Decrease of 1.0% to 10.1%	36,854	54,423
Increase of 1.0% to 12.1%	(29,203)	(11,635)
Scenario weighting		
-10% Plan, +10% Conservative	(8,016)	9,553
+10% Plan, -10% Conservative	8,016	25,584

Impairment analysis for 2023

Key assumptions and the resulting recoverable amount for the 2023 impairment test were as follows:

Undiscounted forecast cash flows for October 1, 2023 to September 30, 2028								
	Probability	Operating cash flows	Capital investment	Terminal growth rate	Discount rate	Value in use	Net assets	Buffer/ Impairment
Plan	65 %	217,222	(155,938)	2.0 %	12.10 %	247,580	220,449	27,131
Conservative	35 %	189,639	(134,587)	2.0 %	12.10 %	220,162	220,449	(287)
Weighted average								17,535

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

9.2 Intangible assets

	Broker and vendor relationships	Software	Other	Total
As at January 1, 2024, net carrying value	13,322	2,490	50	15,862
Additions	-	573	-	573
Amortization	(2,220)	(1,617)	(50)	(3,887)
As at December 31, 2024, net carrying value	11,102	1,446	-	12,548
As at December 31, 2024				
Cost	51,300	6,594	240	58,134
Accumulated amortization	(40,198)	(5,148)	(240)	(45,586)
Net carrying value	11,102	1,446	-	12,548
	Broker and vendor relationships	Software	Other	Total
As at January 1, 2023, net carrying value	15,987	7,335	138	23,460
Additions	-	153	-	153
Amortization	(2,665)	(1,757)	(88)	(4,510)
Disposals	-	(3,241)	-	(3,241)
As at December 31, 2023, net carrying value	13,322	2,490	50	15,862
As at December 31, 2023				
Cost	51,300	7,863	615	59,778
Accumulated amortization	(37,978)	(5,373)	(565)	(43,916)
Net carrying value	13,322	2,490	50	15,862

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10 Premises and equipment

	2024	2023
Property and equipment	28,966	33,138
Right-of-use leased assets	52,974	54,816
Total premises and equipment	81,940	87,954

Property and equipment	Land	Building and improvements	Furniture and office equipment	Computer hardware and software	Leasehold improvements	Total
As at January 1, 2024, net carrying value	2,337	6,915	4,617	10,499	8,770	33,138
Additions	-	658	1,468	1,577	1,245	4,948
Disposals	-	(7)	-	-	-	(7)
Depreciation	-	(911)	(1,549)	(3,786)	(2,867)	(9,113)
As at December 31, 2024, net carrying value	2,337	6,655	4,536	8,290	7,148	28,966
As at December 31, 2024						
Cost	2,337	18,795	15,603	23,138	26,400	86,273
Accumulated depreciation	-	(12,140)	(11,067)	(14,848)	(19,252)	(57,307)
Net carrying value	2,337	6,655	4,536	8,290	7,148	28,966

Property and equipment	Land	Building and improvements	Furniture and office equipment	Computer hardware and software	Leasehold improvements	Total
As at January 1, 2023, net carrying value	2,337	6,047	6,468	5,382	10,158	30,392
Additions	-	1,704	64	8,984	1,302	12,054
Disposals	-	(4)	(2)	(339)	(10)	(355)
Depreciation	-	(832)	(1,913)	(3,528)	(2,680)	(8,953)
As at December 31, 2023, net carrying value	2,337	6,915	4,617	10,499	8,770	33,138
As at December 31, 2023						
Cost	2,337	19,534	18,283	24,355	27,653	92,162
Accumulated depreciation	-	(12,619)	(13,666)	(13,856)	(18,883)	(59,024)
Net carrying value	2,337	6,915	4,617	10,499	8,770	33,138

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10 Premises and equipment (continued)

Right-of-use leased assets	Property
As at January 1, 2024, net carrying value	54,816
Additions	5,720
Depreciation	(7,562)
As at December 31, 2024, net carrying value	52,974
As at December 31, 2024	
Cost	100,029
Accumulated depreciation	(47,055)
Net carrying value	52,974
Right-of-use leased assets	Property
As at January 1, 2023, net carrying value	59,076
Additions	3,647
Depreciation	(7,907)
As at December 31, 2023, net carrying value	54,816
As at December 31, 2023	
Cost	94,309
Accumulated depreciation	(39,493)
Net carrying value	54,816

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

11 Equity investments

	2024	2023
Fair value through profit or loss:		
Central 1 shares	22,325	22,253
Real estate participations	14,361	12,651
Private equity funds	24,961	17,054
Other	266	267
Fair value through other comprehensive income:		
Preferred shares	5,405	5,217
Joint venture	371	523
Total equity investments	67,689	57,965

Central 1:

Central 1 Credit Union ("Central 1"), as a credit union central, provides access to the Canadian payment clearing and settlement system through its membership in the Canadian Payments Association and acts as a liquidity provider for its members. Membership in Central 1 is restricted to credit unions and cooperative associations.

Meridian, as a credit union, is a member of Central 1. Central 1 provides Meridian payment clearing and settlement, liquidity facilities, custody and other services.

As a member of Central 1, Meridian is required to maintain an investment in Central 1 shares. These shares are redeemable upon withdrawal of membership or at the discretion of the Board of Directors of Central 1. In addition, member credit unions are subject to additional capital calls at the discretion of the Board of Directors of Central 1.

As the share holding are integral to the Credit Union's relationship with Central 1, it does not intend to dispose of these. Dividends on these shares are at the discretion of the Board of Directors of Central 1.

Shares in Central 1 are measured at fair value. There is no secondary market for these shares. Fair value is considered to approximate par value or redemption value based on the terms of the shares. Meridian monitors this investment for any indication that adjustment to the carrying value is required. Any change in fair value would be recognized through profit or loss.

Real estate participations:

Meridian has invested in several residential real estate development projects in Canada, primarily through limited partnership interests. Meridian has committed an additional \$8.2 million (2023 - \$10.9 million) to fund completion of these projects.

Private equity funds:

Meridian holds portfolio investments in several private equity funds managed by external asset managers. These funds make debt and equity investments in emerging, small and mid-sized private companies in Canada and the United States. Meridian has committed an additional \$15.9 million (2023 - \$22.5 million) to these funds.

Preferred shares:

Meridian invests in publicly traded preferred shares of Canadian financial institutions. These investments are designated as fair value through other comprehensive income.

Other:

Other comprises equity investments in affiliated cooperative and other entities that complement and support the credit union system.

Joint venture:

The joint venture investment is accounted for using the equity method.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

12 Deferred taxes

	2024	2023
Deferred tax assets	76,537	64,053
Deferred tax liabilities	23,349	26,933
Net deferred tax assets	53,188	37,120

The movement in the deferred tax asset is as follows:

	January 1, 2024	Profit or loss	OCI	Members' equity	December 31, 2024
Non-capital losses available for carryforward ¹	8,005	2,596	-	-	10,601
Allowance for credit losses	16,928	4,843	-	-	21,771
Premises and equipment	(8,948)	1,985	-	-	(6,963)
Goodwill and intangible assets	(3,841)	(401)	-	-	(4,242)
Equipment financing	20,878	(513)	-	-	20,365
Derivative	(5,943)	4,032	2,431	-	520
Other	10,041	1,094	1	-	11,136
Total	37,120	13,636	2,432	-	53,188

	January 1, 2023	Profit or loss	OCI	Members' equity	December 31, 2023
Non-capital losses available for carryforward	3,794	4,211	-	-	8,005
Allowance for credit losses	13,550	3,378	-	-	16,928
Premises and equipment	(8,867)	(81)	-	-	(8,948)
Goodwill and intangible assets	(3,498)	(343)	-	-	(3,841)
Equipment financing	29,176	(8,298)	-	-	20,878
Derivative	(14,797)	4,117	4,737	-	(5,943)
Other	11,526	(1,732)	133	114	10,041
Total	30,884	1,252	4,870	114	37,120

¹ A subsidiary of the Credit Union derecognized deferred tax assets related to non-capital loss carry forwards. These non-capital loss carry forwards total \$36,744 and expire as follows: \$6,367 - 2040, \$7,066 - 2041, \$6,314 - 2042, \$4,437 - 2043, \$3,154 - 2044, \$9,406 - 2045.

13 Other assets

	2024	2023
Receivables	26,602	32,066
Employee discounts ¹	18,800	26,300
Deferred expenses	33,845	42,627
Other	2,521	967
Total other assets	81,768	101,960

¹ Employees are offered discounted rates on loans and mortgages that are recognized as an asset and amortized into salaries and employee benefits expense over the term of the products.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14 Assets held for sale

As at December 31, 2024, the Credit Union had committed to a plan to wind up the banking operations of its wholly owned subsidiary, Motus Bank.

The wind-up plan includes the intention to sell assets located outside Ontario and securitized mortgages to a third party. These assets are comprised of residential mortgages and personal loans. As such, this component of Motus Bank's loan portfolio has been presented as held for sale in the consolidated financial statements. Motus Bank also has securitization liabilities directly related to the underlying residential mortgages held for sale. As such, these liabilities have been reclassified to liabilities directly associated with assets held for sale. The loan portfolio along with the related securitization liabilities are considered a disposal group.

The wind-up plan also includes the intention to sell non-securitized Ontario-based loans to Motus Bank's ultimate parent, Meridian Credit Union. A third party is expected to assume the entire deposit portfolio. It is expected the various components of the wind-up plan will be completed within 12 months of the reporting date.

Although financial assets are exempt from the remeasurement requirements of IFRS 5, the disposal group as a whole has been assessed for impairment. Due to changes in interest rates since the origination of the loan portfolio, the fair value has decreased and the Credit Union expects to incur a commensurate loss on disposal. As such, an impairment charge has been taken against the assets held for sale to reflect this. The impact to the statement of comprehensive income as a result of the reclassification and associated impairment is a \$2,592 loss and is presented in net gains on financial instruments.

15 Deposits

	2024	2023
Personal	13,899,842	14,525,342
Commercial and institutional	5,037,827	5,137,161
Total deposits	18,937,669	19,662,503
	2024	2023
Demand deposits	6,844,745	7,198,464
Term deposits	7,956,520	8,515,834
Registered plans	4,136,404	3,948,205
Total deposits	18,937,669	19,662,503

Term deposits include equity index-linked deposits and the embedded derivatives as described in note 8.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

16 Securitization liabilities

	2024	2023
Mortgage securitization liabilities	3,445,077	4,005,030
Equipment finance securitization liabilities	1,447,716	1,399,005
	4,892,793	5,404,035

16.1 Mortgage securitization liabilities

	2024	2023
Mortgage-backed securities	2,953,726	3,525,481
Asset-backed commercial paper	491,351	479,549
Total mortgage securitization liabilities	3,445,077	4,005,030

Mortgage-backed securities:

As part of its program of liquidity, capital and interest rate risk management, the Credit Union funds the residential mortgage portfolio by entering mortgage securitization arrangements. These arrangements allow the Credit Union to transfer fully insured residential mortgages to third parties, generally by transferring assets to multi-seller conduits which issue securities to investors.

These transactions are derecognized from the consolidated balance sheet when they meet the derecognition criteria described in note 3.3. In instances where these criteria are not met, the Credit Union continues to recognize the asset and records a securitization liability for the consideration received.

The Credit Union packages insured mortgages into NHA MBS and in turn sells the MBS to Canada Housing Trust ("CHT") directly through the Canada Mortgage Bond ("CMB") Program. CHT is financed through the issuance of government-guaranteed mortgage bonds, which are sold to third-party investors. Proceeds from the issuances are used by CHT to purchase the government-guaranteed MBS from approved issuers.

The Credit Union engages a third-party financial institution to manage the reinvestment risk associated with the CMB program. All mortgages securitized by the Credit Union are fully insured prior to sale. As such, they pose minimal to no credit risk to the Credit Union immediately before or any time after the securitization transaction. On securitized mortgages that are open to prepayment, the Credit Union remains exposed to prepayment risk. As such, it has not transferred materially all the risks and rewards of the assets and continues to recognize them on its balance sheet with an associated securitization liability. Interest income and expense is recognized on the assets and liabilities respectively using the effective interest rate method.

The Credit Union also securitizes some mortgages that are closed to prepayment. Where replacement asset requirements are also outsourced, residual prepayment and reinvestment risks are immaterial and materially all the risks and rewards on the assets have been transferred. Therefore, the assets are derecognized and no liability is recognized. A gain on sale is recorded upon the derecognition of the assets, which is calculated by comparing the fair value of the assets at the point of sale versus the consideration received. An asset relating to the Credit Union's retained interest in the securitized mortgages is recognized at fair value and is subsequently measured at amortized cost. The Credit Union's retained interest in securitized mortgages is presented in other assets, with the associated income recognized in fees and other income.

Costs related to securitization transactions are amortized over the life of the liability through interest expense when derecognition is not achieved. In cases where derecognition is achieved, they are deducted from the gain on sale.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

16.1 Mortgage securitization liabilities (continued)

The following table summarizes the carrying and fair values of the Credit Union's securitized assets and sold to third parties, but not derecognized, as well as the carrying and fair values of the corresponding mortgage securitization liabilities:

	2024		2023	
	Carrying value	Fair value	Carrying value	Fair value
Securitized mortgages sold via CMB Program	1,961,546	1,862,462	1,889,130	1,761,695
Sold MBS to third parties	1,022,664	960,789	1,688,398	1,561,990
Unscheduled principal payment reserve ¹	31,472	31,472	50,671	50,671
Total designated assets	3,015,682	2,854,723	3,628,199	3,374,356
Mortgage-backed securities	(2,953,726)	(2,963,285)	(3,525,481)	(3,441,919)
Net amount	61,956	(108,562)	102,718	(67,563)

1 The unscheduled principal payment reserve is included in interest-bearing deposits with financial institutions.

Asset-backed commercial paper:

In accordance with a Mortgage Loan Co-Ownership and Servicing Agreement, the Credit Union transfers undivided co-ownership interests of certain eligible conventional mortgages into a co-ownership asset portfolio. Co-owners are the Credit Union as the seller of interests and a Canadian bank sponsored securitization conduit (the "Trust") as the purchaser. Interests are purchased by the Trust through the issuance of asset-backed commercial paper ("ABCP") to investors, collateralized by the eligible conventional mortgages transferred to the co-ownership asset portfolio. The principal and interest on the ABCP outstanding is paid monthly from collections on the co-ownership asset portfolio. Mortgages sold into the ABCP vehicle do not meet the derecognition criteria.

The carrying value of mortgages that are pledged as collateral for the ABCP at December 31, 2024 is \$526,316 (2023 - \$526,316). In addition, the Credit Union has cash reserves of \$7,522 (2023 - \$8,139) held as collateral for the notes as disclosed in note 5.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

16.2 Equipment finance securitization liabilities

	Maturity	2024	2023
Variable-rate notes	2025	1,148,100	1,158,660
Fixed-rate notes	2025	299,616	240,345
Total equipment finance securitization liabilities		1,447,716	1,399,005

To raise funding for its equipment financing portfolio, the Credit Union sells lease contracts to a consolidated special purpose entity. Through the special purpose entity, the Credit Union enters securitized borrowing agreements with investors. The underlying loan and lease contracts in these arrangements do not meet the derecognition criteria.

As of December 31, 2024, no breach of financial or reporting covenants related to securitization arrangements had been identified. However, it was determined in the first quarter of 2025 and prior to the approval of these financial statements, that a breach occurred. It was identified that the proportion of write offs within series of fixed and variable rate equipment contract backed notes had exceeded levels stipulated in the related agreements. At the time these statements were approved, negotiations between Management and the lenders were still ongoing relating to potential amendments to the terms of the agreements because of the breach.

Variable-rate notes:

In accordance with a Note Purchase Agreement, The Credit Union sells variable rate equipment contract backed notes to investors. The notes are collateralized by a specific portfolio of loan and lease contracts secured by new and used small and medium ticket equipment originated in Canada. The principal and interest are paid regularly from collections on the Portfolio of Assets. The Note Purchase Agreement has a commitment expiration date of November 28, 2025 (2023 - October 1, 2024).

The carrying value of equipment financing that are pledged as collateral for the notes at December 31, 2024 is \$1,235,224 (2023 - \$1,188,342). In addition, The Credit Union has cash reserves of \$15,139 (2023 - \$3,695) held as collateral for the notes as disclosed in note 5.

Fixed-rate notes:

In accordance with a Note Purchase Agreement, The Credit Union sells fixed rate equipment contract backed notes to investors. The notes are collateralized by a specific portfolio of loan and lease contracts secured by equipment originated in Canada. No recourse provisions exist that allow the holders of notes issued or loans advanced in such securitization transactions to put those notes or loans back to the Credit Union and the Credit Union does not guarantee any notes issued or loans advanced in such securitization transactions. Therefore its exposure under such programs is limited. The principal and interest on the fixed rate notes are paid regularly from collections on the Portfolio of Assets. The Note Purchase Agreement has a commitment expiration date of May 20, 2025.

The carrying value of equipment financing that are pledged as collateral for the notes at December 31, 2024 is \$326,970 (2023 - \$240,345). In addition, the company has cash reserves of \$6,773 (2023 - \$5,460) held as collateral for the notes as disclosed in note 5.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

17 Funding facilities

			2024		2023
	Maturity	Authorized	Balance	Authorized	Balance
Term funding					
Term funding	2026	300,000	300,000	300,000	300,000
Accrued interest		-	20	-	1,580
Total term facilities		300,000	300,020	300,000	301,580
			2024		2023
	Maturity	Authorized	Drawn	Authorized	Drawn
Credit and contingency facilities					
Secured					
Revolving credit	2026	100,000	-	225,000	-
Revolving credit	2027	300,000	-	250,000	-
Total secured		400,000	-	475,000	-
Unsecured					
Revolving credit	2025	355,374	-	359,395	-
Contingent credit ¹	2025	422,000	205,174	422,000	134,978
Total unsecured		777,374	205,174	781,395	134,978
Total credit and contingency facilities		1,177,374	205,174	1,256,395	134,978

¹ The unsecured contingent facility is used to provide letters of credit and guarantees to Members and therefore the amounts drawn are off-balance sheet.

Term facility

The term funding facility is provided by a major Canadian bank, at variable rates, secured by uninsured residential mortgages. The term facility was for a five-year term and matured in 2024. It was replaced with a term facility provided by a major Canadian financial institution for a two-year term that matures in 2026.

Secured facilities

The revolving credit facilities are provided by two major Canadian financial institutions, at variable rates, secured by uninsured residential mortgages. These facilities mature in 2026 and 2027.

Unsecured facilities

Central 1, as a credit union central, provides access to the payment clearing and settlement system and also acts as a liquidity provider to its members. Members are required to maintain an equity investment in Central 1. As part of that relationship, Central 1 provides various unsecured credit facilities, described below, which are subject to annual review and renewal. The Central 1 credit facilities are secured by a General Security Arrangement.

Revolving credit facilities

Central 1 provides various lines of credit and short-term credit facilities to Meridian for cash and liquidity management purposes.

Contingent credit facilities

Central 1 provides various contingent credit facilities in the form of letters of credit or guarantee.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

18 Subordinated debt

Series	Redemption date	Maturity date	Basis	Interest rate	2024	2023
2024	December 31, 2029	December 31, 2034	Variable	7.07 %	74,640	49,911
2020 Series A	February 21, 2025	February 21, 2030	Fixed	4.87 %	76,295	75,761
2020 Series B	April 23, 2025	April 23, 2030	Fixed	3.90 %	50,341	50,018
Total subordinated debt					201,276	175,690

Each series of subordinated debt has a term to maturity of ten years. The Credit Union has the option to redeem after five years. On February 21, 2025, 2020 Series A \$75,000 was redeemed.

The 2024 series notes have variable rate of interest which at December 31, 2024 was 7.07% (2023 - 8.94%).

The 2020 series notes have fixed rate of interest for five years, after which they bear a variable interest rate.

19 Other liabilities

	2024	2023
Accounts payable and accrued liabilities	200,739	155,342
Salaries and employee benefits	46,157	49,523
Cheques and other items in transit	2,704	2,495
Total other liabilities	249,600	207,360

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

20 Salaries and employee benefits

The Credit Union provides several pension and other retirement benefits to its current and retired employees. These plans include the following:

Defined Contribution Pension Plan ("DC")

Employees are required to contribute 3% of their salary to the DC Plan. The Credit Union contributes from 3% to 10% of an employee's eligible earnings to the DC Plan depending on their years of continuous service and seniority.

Contributory Defined Benefit Pension Plans ("DB")

The Credit Union previously had two contributory defined benefit pension plans which were both frozen and closed to new members several years ago. Wind-ups of these plans were declared with an effective date of October 31, 2021 and were subsequently approved by the Financial Services Regulatory Authority in September 2022 and January 2023. In April 2023, Meridian transacted with an insurance company to assume payment of pension obligations through an annuity buy-out. The remaining obligations were settled through payment of commuted value lump sums to eligible plan members.

Non-contributory Defined Benefit Supplemental Executive Retirement Plan 1

This plan is a defined benefit retirement plan which provides benefits to certain former employees who were members of one of the contributory DB Plans. Under the contributory DB Plan, benefits were restricted to the maximum permitted under the Income Tax Act (Canada). This plan provides additional benefits. The Credit Union has established a trust fund, pursuant to a trust agreement between the Credit Union and the trustee, for the purpose of providing security for the benefits accrued under the plan and has established a letter of credit of \$666 value as security for these unfunded obligations.

Supplemental Employee Retirement Plan 2

This plan mirrors the structure of the Defined Contribution Pension Plan and contains employer pension contributions to all DC Plan members who reach the maximum permitted under the Income Tax Act (Canada) during the year. Plan members accrue contributions and investment returns on a notional basis paid out to employees upon termination or retirement. Members are not required or permitted to make contributions to this plan.

Post-Employment Benefits

The Credit Union provides a post-employment benefits program to eligible retired employees who are at least 55 years of age with a minimum of 10 years of service and who have worked at least 15 hours per week. The plan includes healthcare coverage that ceases at age 65 and a lump sum payment based on years of service upon retirement.

Additionally, the Credit Union maintains two legacy retiree benefit programs for former employees of previously acquired credit unions, which include healthcare and dental coverage. These plans were closed to new entrants several years ago.

	2024	2023
Income statement charged to salaries and employee benefits for:		
Salaries and other employee benefits	227,198	229,910
Pension benefits	10,078	12,416
Post-employment benefits	573	561
Total salaries and employee benefits	237,849	242,887
Balance sheet obligations included in other liabilities for:		
Salaries and other employee benefits	37,688	41,032
Pension benefits	1,521	1,557
Post-employment benefits	6,948	6,934
Total salaries and employee benefits	46,157	49,523

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

21 Membership and investment shares

Authorized share capital:

The authorized share capital of Meridian consists of:

- (a) an unlimited number of Membership shares;
- (b) an unlimited number of Class A shares, issuable in series; and
- (c) an unlimited number of Class B shares, issuable in series.

Class A shares rank in priority to Membership shares and Class B shares in the payment of dividends and in the event of the liquidation, dissolution or winding up of the Credit Union.

Class B shares rank in priority to Membership shares in the payment of dividends and in the event of the liquidation, dissolution or winding up of the Credit Union. There are no Class B shares outstanding.

Membership shares are entitled to the remaining property of the Credit Union in the event of liquidation, dissolution or winding-up.

Membership shares

Membership shares have a par value and redemption value of \$1 each. Membership shares are voting participating, non-transferable, redeemable shares.

Membership in the Credit Union requires each Member to own one Membership share. Membership shares are voting shares, but Members are restricted to one vote regardless of the number of Membership shares held by the Member.

Membership shares are entitled to receive dividends as and when declared by the Board in their sole discretion. As a Credit Union, dividends on Membership shares are taxed as interest, and not as dividends.

Membership shares are redeemable at par value on withdrawal from Membership in the Credit Union and subject to applicable law.

Investment shares

Class A Special shares ("Class A shares") have a par value and redemption value of \$1 each. Class A shares are non-participating, redeemable and non-cumulative special shares (except for the Series 96 which is cumulative).

Transfer and redemption privileges:

Class A shares are redeemable at the sole and absolute discretion of the Board of Directors and subject to applicable law. No redemptions may occur until the fifth anniversary of the issue date of the particular Series, except upon death or expulsion from membership.

Total redemptions of a series of Class A shares in any fiscal year may not exceed 10% of the total outstanding Class A shares of that series at the end of the previous fiscal year.

Class A shares may not be transferred except to another Member of Meridian, subject to the approval of the Board and Applicable Law.

Dividends:

The holders of Class A shares are entitled to receive dividends, if, as and when declared by the Board in its absolute discretion, in cash or additional shares. The dividend rate and payment date vary by series, as described below. As a Credit Union, dividends on Class A shares are taxed as interest, and not as dividends.

For all series of Class A shares, the Board will set a minimum dividend rate for the next ensuing five-year period based on the criteria set forth for each series. The current minimum dividend rates and reset mechanisms are set out below. The dividend rates can be higher than the minimum rate, except for the Series 96 shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

21 Membership and investment shares (continued)

50th Anniversary Series

Dividends, if as and when declared by the Board, are payable on January 1 of the following fiscal year.

The dividend rate is the greater of:

- the Minimum Dividend Rate set by the Board every five years; and
- the average chartered bank prime rate during the fiscal year for which the dividends are declared as published by the Bank of Canada.

The Minimum Dividend Rate shall not be set at less than the average chartered bank five-year GIC rate published by the Bank of Canada for the first week of October at each reset year.

The Minimum Dividend Rate for the five-year period beginning on January 1, 2021 and ending on December 31, 2025 was set at 4.00%.

Series 96

Dividends, if as and when declared by the Board, are payable on September 26 of each year. Series 96 shares are entitled to a cumulative dividend, if the dividends otherwise due are not paid in full.

The dividend rate is fixed to the Dividend Rate set by the Board every five years.

The Dividend Rate shall not be set at less than 1.00% above the average chartered bank five-year GIC rate published by the Bank of Canada for the week immediately preceding each reset date.

The Dividend Rate for the five-year period beginning on September 27, 2021 and ending on September 26, 2026 was set at 4.00%.

Series 98

Dividends, if as and when declared by the Board, are payable on January 1 of the following fiscal year.

The dividend rate is not less than the Minimum Dividend Rate set by the Board every five years.

The Minimum Dividend Rate for the five-year period beginning on January 1, 2021 and ending on December 31, 2025 was set at 4.00%.

Series 01

Dividends, if as and when declared by the Board, are payable on December 12 of each year.

The dividend rate is not less than the Minimum Dividend Rate set by the Board every five years.

The Minimum Dividend Rate shall not be set at less than 1.00% above the average chartered bank five-year GIC rate published by the Bank of Canada thirty days immediately preceding each reset date.

The Minimum Dividend Rate for the five-year period beginning on December 13, 2021 and ending on December 12, 2026 was set at 4.45%.

Series 09

Dividends, if as and when declared by the Board, are payable on January 1 of the following fiscal year.

The dividend rate is not less than the Minimum Dividend Rate set by the Board every five years.

The Minimum Dividend Rate shall not be set at less than 1.25% above the yield on the Government of Canada five-year bond published by the Bank of Canada for the month immediately preceding the final Board meeting at each reset year.

The Minimum Dividend Rate for the five-year period beginning on January 1, 2020 and ending on December 31, 2024 was set at 4.00%.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

21 Membership and investment shares (continued)

Series 15

Dividends, if as and when declared by the Board, are payable on January 1 of the following fiscal year.

The dividend rate is not less than the Minimum Dividend Rate set by the Board every five years.

The Minimum Dividend Rate shall not be set at less than 1.25% above the yield on the Government of Canada five-year bond published by the Bank of Canada for the month immediately preceding the final Board meeting at each reset year.

The Minimum Dividend Rate for the five-year period beginning on January 1, 2020 and ending on December 31, 2024 was set at 4.00%.

Series 17

Dividends, if as and when declared by the Board, are payable on January 1 of the following fiscal year.

The dividend rate is not less than the Minimum Dividend Rate set by the Board every five years.

The Minimum Dividend Rate shall not be set at less than 3.00% above the yield on the Government of Canada five-year bond published by the Bank of Canada for the month immediately preceding the final Board meeting at each reset year.

The Minimum Dividend Rate for the five-year period beginning on January 1, 2022 and ending on December 31, 2026 was set at 4.45%.

Series 23

Dividends, if as and when declared by the Board, are payable on October 1 of each year.

The dividend rate is not less than the Minimum Dividend Rate set by the Board every five years.

The Minimum Dividend Rate shall not be set at less than 2.00% above the yield on the Government of Canada five-year bond published by the Bank of Canada for the month immediately preceding the third quarter Board meeting at each reset year.

The Minimum Dividend Rate for the period beginning on November 25, 2023 and ending on September 30, 2028 was set at 6.50%.

Issued and outstanding Membership shares and investment shares as at December 31 are as follows:

	2023	Issued	Redeemed	Dividend reinvested	2024
Class A Shares					
50th Anniversary	75,234	-	(266)	4,537	79,505
Series 96	29,075	-	(2,495)	949	27,529
Series 98	4,867	-	(70)	281	5,078
Series 01	61,986	-	(274)	2,572	64,284
Series 09	89,139	-	(1,004)	4,951	93,086
Series 15	146,096	-	(763)	7,898	153,231
Series 17	197,826	-	(493)	10,610	207,943
Series 23	161,213	-	-	6,981	168,194
Investment shares	765,436	-	(5,365)	38,779	798,850
Membership shares	389	20	(16)	-	393
Share capital	765,825	20	(5,381)	38,779	799,243

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

21 Membership and investment shares (continued)

	2022	Issued ¹	Redeemed ¹	Dividend reinvested	2023
Class A Shares					
50th Anniversary	79,346	-	(6,938)	2,826	75,234
Series 96	53,329	-	(26,280)	2,026	29,075
Series 98	4,759	-	(115)	223	4,867
Series 01	73,144	-	(15,208)	4,050	61,986
Series 09	89,316	-	(4,162)	3,985	89,139
Series 15	145,256	-	(5,577)	6,417	146,096
Series 17	192,717	-	(3,208)	8,317	197,826
Series 23	-	161,213	-	-	161,213
Investment shares	637,867	161,213	(61,488)	27,844	765,436
Membership shares	382	27	(20)	-	389
Share capital	638,249	161,240	(61,508)	27,844	765,825

¹ Included in the \$161,213 of Series 23 shares issued are \$35,616 of shares converted from other Class A series and reflected in the amount of redeemed shares. Issued Membership shares are presented net.

Payment of dividends is at the sole discretion of the Board.

2024	Dividend rate		Dividends		
Dividends	Minimum	Actual	Paid in cash	Paid in shares	Total
Series					
50th Anniversary	4.00 %	6.99 %	786	4,537	5,323
Series 96	4.00 %	4.00 %	158	949	1,107
Series 98	4.00 %	5.00 %	40	281	321
Series 01	4.45 %	5.00 %	516	2,572	3,088
Series 09	4.00 %	5.00 %	699	4,951	5,650
Series 15	4.00 %	5.00 %	1,373	7,898	9,271
Series 17	4.45 %	5.00 %	1,797	10,610	12,407
Series 23	6.50 %	6.50 %	1,980	6,981	8,961
Total			7,349	38,779	46,128

2023	Dividend rate		Dividends		
Dividends	Minimum	Actual	Paid in cash	Paid in shares	Total
Series					
50th Anniversary	4.00 %	6.94 %	686	2,826	3,512
Series 96	4.00 %	4.00 %	161	2,026	2,187
Series 98	4.00 %	6.50 %	36	224	260
Series 01	4.45 %	6.50 %	582	4,049	4,631
Series 09	4.00 %	6.50 %	860	3,985	4,845
Series 15	4.00 %	6.50 %	1,619	6,417	8,036
Series 17	4.45 %	6.50 %	2,296	8,317	10,613
Total			6,240	27,844	34,084

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

22 Fee and other income

	2024	2023
Wealth management revenue	33,132	30,692
Account service fees	23,957	21,626
Loan and lease servicing fees	16,932	17,962
Insurance commissions	5,123	3,894
Foreign exchange	4,001	9,042
Other	11,207	10,110
Total fee and other income	94,352	93,326

23 Net gain on financial instruments

	2024	2023
Unrealized loss on derivatives	(15,240)	(18,080)
Realized gain on derivatives	23,234	22,536
Hedge ineffectiveness	349	992
Unrealized loss on investments	(863)	(2,712)
Realized gain (loss) on investments	1,250	(1,406)
Impairment loss on assets held for sale	(2,592)	-
Net gain on financial instruments	6,138	1,330

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

24 Income tax expense

	2024	2023
Current income tax expense	18,547	9,968
Future income tax recovery	(13,636)	(1,252)
Total income tax expense	4,911	8,716

Note 12 provides information on the Credit Union's deferred tax assets and liabilities, including amounts recognized directly in OCI.

The tax on the Credit Union's consolidated operating earnings before income taxes differs from the amount that would arise using the Canadian federal and provincial statutorily enacted tax rates as follows:

	2024		2023	
	Tax provision	% of Pre-tax income	Tax provision	% of Pre-tax income
Income before taxes	82,635	n/a	90,217	n/a
Income tax expense at statutory rates	21,572	26.5 %	23,937	26.5 %
Credit union rate reduction	(10,907)	(13.2)%	(8,730)	(9.7)%
Deductible dividend payments ¹	(7,598)	(9.2)%	(7,220)	(8.0)%
Deferred tax asset allowance	2,505	3.0 %	878	1.0 %
Other	(661)	(1.2)%	(149)	(0.1)%
Income tax expense	4,911	5.9 %	8,716	9.7 %
Other comprehensive income for the year, before tax	26,396	n/a	7,410	n/a
Income tax expense, recognized directly in other comprehensive income	4,303	16.3 %	472	6.4 %

¹ The Credit Union pays dividends on investment shares which are deductible for income tax purposes.

The amount of income taxes relating to each component of income or OCI can be summarized as follows:

	2024		
	Before income taxes	Income tax expense	Net of income taxes
Net loss on cash flow hedges	(5,288)	1,427	(3,861)
Net gain on cash flow hedges transferred to net income	(5,317)	1,004	(4,313)
Actuarial loss in defined benefit pension plans	(3)	1	(2)
Unrealized gains on FVOCI financial assets	37,004	(6,735)	30,269
Other comprehensive income for the year ended December 31, 2024	26,396	(4,303)	22,093
	2023		
	Before income taxes	Income tax expense	Net of income taxes
Net loss on cash flow hedges	(29,869)	4,921	(24,948)
Net loss on cash flow hedges transferred to net income	8,933	(182)	8,751
Actuarial loss in defined benefit pension plans	(674)	132	(542)
Unrealized gains on FVOCI financial assets	29,020	(5,343)	23,677
Other comprehensive income for the year ended December 31, 2023	7,410	(472)	6,938

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

25 Related party transactions

The Credit Union's related parties, as defined in IAS 24, include its subsidiaries, joint venture, key management personnel and their close family members, as well as entities controlled or significantly influenced by them. Key management personnel include all members of the Board, officers of the Credit Union and members of the Executive Leadership Team of the Credit Union.

Unless otherwise noted, transactions with related parties include no special terms and conditions and no guarantees were given to or received from the related parties. Outstanding balances are usually settled in cash.

Transactions with related parties

Compensation

The compensation paid or payable to key management personnel for director or employee services is shown below:

	2024	2023
Salaries and employee benefits	5,845	5,837
Post-employment benefits	214	190
Total compensation	6,059	6,027

Related party balances and transactions are detailed below:

Loans advanced and revolving credit facilities granted to related parties

	2024		2023	
	Authorized	Balance	Authorized	Balance
Loans	5,635	5,635	6,298	6,298
Revolving credit facilities	5,006	1,995	5,710	2,786
Total loans and revolving credit facilities as at December 31	10,641	7,630	12,008	9,084
Total interest revenue earned on loans and revolving credit facilities		316		338

Deposit balances held for related parties

	2024	2023
Deposit balance as at December 31	15,637	14,353
Total interest expense on deposits	551	511

Other transactions with related parties

Sales/purchases of goods and services

Key management personnel and parties related to them provided \$nil (2023 - \$nil) of goods and services to the Credit Union.

Shares and dividends

As at December 31, 2024 related parties hold share capital valued at \$370 (2023 - \$368). During the year, dividends of \$21 (2023 - \$2) were paid on these shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

25 Related party transactions (continued)

Other transactions with related parties (continued)

Restricted party transactions

The Credit Union uses the definition of restricted party contained in the Act. A restricted party includes a person who is, or has been within the preceding twelve months, a director, officer or auditor of the Credit Union, any corporation in which the person owns more than 10% of the voting shares, his or her spouse, their dependent relatives who live in the same household as the person, and any corporation controlled by such spouse or dependent relative.

As at December 31, 2024 the aggregate value of loans issued to restricted parties was \$6,221 (2023 - \$8,241). These loans have been advanced on the same terms and conditions as have been accorded to all Members of the Credit Union, unless the restricted party is an employee, in which case they received the standard employee discount. There was no stage 3 allowance for expected credit losses required in respect of these loans.

Directors received \$1,183 (2023 - \$1,130) for annual retainer and per diem and \$97 (2023 - \$66) for reimbursement of travel and out-of-pocket expenses.

26 Contingent liabilities and commitments

(a) Legal proceedings

The Credit Union is subject to litigation from time to time in the normal course of business. The Credit Union enters legal proceedings primarily relating to the recovery of delinquent loans. As a result, various counterclaims or proceedings have been or may be instituted against the Credit Union. The disposition of the matters that are pending or asserted is not expected by management to have a material effect on the financial position of the Credit Union or on its results of operations.

(b) NHA MBS commitments

The Credit Union is required to remit the NHA MBS principal and interest amounts due on outstanding securities in the following month. The total NHA MBS principal and interest amounts due as at December 31, 2024 on NHA MBS that Meridian retains ownership of, either directly or through participation in the CMB Program, are \$60,443 (2023 - \$59,609).

The Credit Union is required to fund an additional unscheduled prepayment cash reserve, calculated based on the outstanding principal balance of all outstanding NHA MBS as at December 31, 2024. As at December 31, 2024 the expected amount of the cash reserve required for 2024 is \$31,531 (2023 - \$31,647).

(c) Commitments for loans

In the normal course of business, the Credit Union enters into various commitments to meet the credit requirements of its Members. Such commitments, which are not included in the consolidated balance sheet, include documentary and commercial letters of credit, which require the Credit Union to honour drafts presented by third parties on completion of specific activities; and commitments to extend credit, which represent undertakings to make credit available in the form of loans or other financings, subject to certain conditions.

These credit arrangements are subject to the Credit Union's normal credit standards, financial controls and monitoring procedures and collateral may be obtained where appropriate. The contract amounts for these commitments set out in the table below represent the Credit Union's maximum exposure to credit risk should the contracts be fully drawn, the counterparty default and any collateral held prove to be of no value. As many of these arrangements will expire or terminate without being drawn on, the contract amounts do not necessarily represent future cash requirements.

	2024	2023
Undrawn revolving credit facilities	3,551,130	3,663,473
Standby and commercial letters of credit	194,872	203,905
Undrawn term credit facilities:		
Residential mortgages	98,315	29,424
Personal loans	135	93
Commercial loans	1,370,664	1,345,875
Total loan commitments as at December 31	5,215,116	5,242,770

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

26 Contingent liabilities and commitments (continued)

(d) Guarantees

In the normal course of business, the Credit Union enters agreements that meet the definition of a guarantee under IFRS. In the event of a default by the guaranteed party, payments related to such agreements represent a credit exposure to the Credit Union.

The Credit Union provided a guarantee on behalf of motusbank on payments due to CHT relating to its participation in mortgage securitization programs, up to a maximum of \$200,000 CAD plus interest. As at December 31, 2024, motusbank's mortgage securitization liability balance including interest is \$18,105 (2023 - \$23,632).

(e) Meridian's Commitment to Communities

As part of Meridian's Commitment to Communities program, the Credit Union has entered several contracts resulting in commitments for contributions and sponsorships. These primarily relate to arts, recreation and community facilities across Ontario.

Future payments for all contributions and sponsorship contracts are as follows:

	2024	2023
Within 1 year	2,717	2,722
1 to 5 years	13,695	13,713
Over 5 years	9,758	12,550
Total	26,170	28,985

Total payments made during 2024 were \$2,792 (2023 - \$2,792) of which \$2,655 (2023 - \$2,690) are included on the consolidated income statement within administration expenses.

(f) Equity investments

The Credit Union made equity investments in six Limited Partnerships focused on real estate development, and seven Limited partnerships focused on strategic private equity investments. To the extent that the General Partners are unable to arrange outside funds to meet the requirements of the business of the Partnerships, the Credit Union may also be required to pay any unfunded portion of its committed amount after the expected commitment period, or return any distributions from the partnerships received to date (No such distributions have yet been received). The related investments are recognized on the consolidated balance sheet in investments in equity instruments, details of which can be found in note 11.

The commitment to fund these equity investments is as follows:

	2024			2023		
	Commitment	Funded	Unfunded	Commitment	Funded	Unfunded
Real estate participations	26,250	18,085	8,165	26,250	15,359	10,891
Private equity funds	39,212	23,271	15,941	39,078	16,534	22,544
	65,462	41,356	24,106	65,328	31,893	33,435

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

27 Supplementary regulatory information

The Act and FSRA regulations require certain supplementary information be provided in the audited financial statements.

Remuneration of officers and employees

The Act requires credit unions to disclose the total remuneration paid during the year to the five highest paid officers and employees whose total cash-based remuneration for the year exceeded \$150. The table below provides this information for the current year:

	Salaries	Bonuses	Benefits	Total
Jay-Ann Gilfoy, President & Chief Executive Officer	601	969	101	1,671
Wade Stayzer, Chief Operating Officer	363	346	71	780
Hugh Swandel, President, Meridian OneCap Credit Corp.	353	328	69	750
Patty Johns, Chief People & Culture Officer	334	344	67	745
Sunny Sodhi, Chief Legal & Corporate Affairs Officer	323	344	69	736

Deposit insurance

The annual premium paid to FSRA and CDIC for insuring deposits during the year ended December 31, 2024 was \$15,718 (2023 - \$15,264). The premium rates are based on relative risk to the insurance fund as measured by an overall composite risk score encompassing financial and other risk based factors.

Central 1 fees

The total fees paid to Central 1 amounted to \$2,855 (2023 - \$2,208) and are included within non-interest expense on the consolidated income statement. These fees were in respect of banking, clearing, and other services.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management

The Board of Directors has overall responsibility for the establishment and oversight of the Credit Union's risk management framework. The Board has established the Risk Committee and charged it with the responsibility for, among other things, the development and monitoring of risk management policies. The Risk Committee reports regularly to the Board on its activities.

28.1 Credit risk

Credit risk is the potential for financial loss to the Credit Union if a borrower or guarantor fails to meet payment obligations in accordance with agreed terms. Credit risk is one of the most significant and pervasive risks in the business of a Credit Union. Every loan, extension of credit or transaction that involves settlements between the Credit Union and other parties or financial institutions exposes the Credit Union to some degree of credit risk.

The Credit Union's primary objective is to create and execute a methodological approach to credit risk assessment to better understand, select and manage exposures to deliver stable ongoing earnings. The strategy is to ensure central oversight of credit risk and foster a culture of accountability, independence and balance. The responsibility for credit risk management is organization wide in scope. The Board approves the Credit Risk Management Policy including, but not limited to, the following six areas:

- a. credit risk assessment, including policies related to credit risk analysis, monitoring risk rating and scoring;
- b. credit risk mitigation, including credit structuring, collateral and guarantees;
- c. credit risk approval, including credit risk limits and exceptions;
- d. credit processes focusing on documentation and administration (supported by robust loan origination system for all lines of business);
- e. credit reviews and ongoing portfolio monitoring, focusing on monitoring financial performance, covenant compliance and any other signs of deteriorating performance;
- f. credit portfolio management, including sectoral, geographic, and overall risk concentration limits, risk quantification and trending;

The Board has delegated to the CEO the authority to establish a lending hierarchy. As such, a procedure for the delegation of lending authority has been developed and is in active use. The Credit Union employs persons who are trained in managing its credit granting activities. Staff may be delegated individual authorities based on experience and background. Designated staff whose primary job accountabilities are to manage the quality and risk of the Credit Union's portfolio are granted the authority to use judgment and discretion consistent with policy, in discharging their duties.

Management has the responsibility to:

- i. systematically identify, quantify, control and report on existing and potential credit risks and environmental risks in the loan portfolio;
- ii. prudently manage the exposure to default and loss arising from those risks;
- iii. employ and train, as necessary, personnel who can implement risk measurement and credit management techniques, as required by policy; and
- iv. meet the requirements as established by regulators

Measuring, monitoring and reporting activities on risk position and exposure are maintained, and compliance and audit responsibilities are in place and adhered to. Both the Board and the Board's Risk Committee receive regular summary performance measurements of the credit portfolio.

The Credit Union's credit risk portfolio is primarily classified as "Retail", "Commercial", or "Equipment Financing", and a different risk measurement process is employed for each portfolio. Credit risk rating systems are designed to assess and quantify the risk inherent in credit activities in an accurate and consistent manner.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.1 Credit risk (continued)

For the purpose of credit management, credit exposure is assessed along these two dimensions: probability of default, which is an estimate of the probability that an obligor with a certain borrower risk rating will default within a one-year time horizon, and loss given default, which represents the portion of credit exposure at default expected to be lost when an obligor defaults.

The Credit Union's credit risk portfolio is diversified with the objective of spreading risk. Diversification is assessed using different measures in each portfolio. In the Retail portfolio, diversification areas include authorized loan types, forms of security, geographic concentrations, and sectoral groupings or such other objective criteria that the Board may set from time to time. In the Commercial loan portfolio, diversification is achieved through establishing credit exposure limits for specific industry sectors, individual borrowers and borrower groups (multiple borrowers grouped together based on shared security or the same income source). The top five industry sectors represent approximately 60% (2023 - 66%) of the total Commercial loan portfolio.

Equipment Financing is diversified based on both geography (within Canada) and the asset classes being leased to obligors. Diversification within the portfolio is reviewed on a regular basis. The top five asset classes represent 87% (2023 - 89%) of the portfolio.

Credit scoring is the primary risk rating system for assessing Retail exposure risk. Retail exposure is managed on a pooled basis, where each pool consists of exposures that possess similar homogeneous characteristics. Standard evaluation criteria may include but are not limited to: gross debt service ratio, total debt service ratio, and loan to value ratio. Within this framework, adjudication occurs within designated approval limits. Retail exposures are assessed on a pooled basis and measured against an internal benchmark of acceptable risk penetration levels within each pool. The risk ratings of the portfolio range from A+, which represents very low risk, to E, which represents the highest risk.

The Commercial credit risk rating model is premised on a comprehensive assessment of the borrower's risk of default, through measurement of industry, business, management and financial risk factors along with the risk of loss given default based on assessment of security composition and relative historical recovery experience. The model includes a standard set of industry-specific questions and answers that align to an implied level of risk. The Commercial loan portfolio stratified by risk rating is reviewed monthly.

Equipment Financing credit risk is assessed using either a credit scoring system or a credit risk rating model depending on the size of the financing. Smaller financings are assessed using a credit scoring system similar to the Credit Union's Retail assessment process. A robust credit risk rating is determined for larger financing arrangements.

Except as noted, the carrying value of financial assets recorded in the consolidated financial statements, which is net of expected credit losses, represents the Credit Union's maximum exposure to credit risk. The Credit Union is also exposed to credit risk through transactions which are not recognized in the consolidated balance sheet, such as granting financial guarantees and extending loan commitments. Refer to note 26 for further details. The risk of losses from loans undertaken is reduced by the nature and quality of collateral obtained. Refer to notes 7 and 7.1 for a description of the nature of the security held against loans as at the consolidated balance sheet date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.1 Credit risk (continued)

The credit quality of the portfolio continues to be actively monitored using a wide array of tools and techniques, with real-time insights and sound financial advice provided to Members to help them maintain their financial well-being.

Expected credit loss measurement:

IFRS 9 outlines a three-stage model for the impairment of in-scope financial assets and other off-balance sheet exposures as outlined in note 3. Throughout the discussion below, the term “financial asset” should be assumed to apply to all exposures covered by the IFRS 9 impairment model.

- A financial asset that is not credit impaired on initial recognition starts in ‘stage 1’ and continues to be monitored for changes in credit risk. Financial assets in stage 1 have a loss allowance measured at an amount equal to ECL resulting from defaults possible over the next 12 months.
- If a SICR since initial recognition is identified, the financial asset is moved to ‘stage 2’ but is not yet considered credit impaired. Financial assets in stage 2 have a loss allowance measured at an amount equal to ECL resulting from defaults possible over their residual expected life.
- If the financial asset is credit impaired, it is moved to ‘stage 3’. Like stage 2, financial assets in stage 3 have a loss allowance measured at an amount equal to ECL resulting from defaults possible over their residual expected life. However, when a financial asset is moved to stage 3, a more detailed analysis incorporating specific characteristics of the loan (e.g. security) is undertaken.
- Purchased or originated credit-impaired financial assets are those financial assets that are credit impaired at initial recognition. Their ECL is always measured on a lifetime basis (stage 3).

For the purposes of expected credit loss modelling, the Credit Union has segregated in-scope financial assets into groupings consistent with internal credit risk management practices. For the Credit Union, loans have been segmented into the following portfolios: Retail, Commercial, Small Business and Credit Card. Separate models have been developed for loans in motusbank and equipment financing in OneCap. Within each portfolio, financial assets have been further segregated into product groupings with similar contractual features.

The key judgments and assumptions adopted by the Credit Union in addressing the requirements of the standard are discussed below:

Significant increase in credit risk:

The Credit Union assesses a range of both qualitative and quantitative factors when determining if there has been a SICR since initial recognition. A SICR is deemed to have occurred if any of the following criteria have been met:

- The loan is 30 days past due
- External credit metrics, including rating agency and credit bureau scores, have deteriorated by an amount considered by management to be significant
- Internal indicators, such as credit utilization or others, have deteriorated by collectively or in isolation by an amount considered by management to be significant.

The external credit metrics used in this assessment vary across the Credit Union’s portfolios. Wherever possible, the thresholds set have been aligned with those that would drive lending decisions such as loan approvals, limits, pricing, etc. Due to transactional volume, the staging decision for Retail, Credit Card and Equipment Financing portfolios relies primarily on external metrics. However, robust internal credit risk assessments are performed more regularly for Commercial and Small Business Members. These include annual reviews as well as other ‘early warning’ triggers and are considered in the staging decision for loans in those portfolios.

The Credit Union has not applied the low credit risk exemption for any financial instruments in the year ended December 2024 or 2023.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.1 Credit risk (continued)

Definition of default and credit-impaired assets:

The Credit Union's definition of default and credit impairment is consistent across credit management and accounting policies, with a financial asset considered to be credit impaired when it meets any of the following criteria:

- The loan is 90 days past due
- The Member has filed for bankruptcy or consumer proposal in the current month or the bankruptcy is expected to result in the member not meeting the contractual terms of the loan
- The borrower has failed to meet the terms under which a loan has been granted (e.g. breach of financial covenants) and legal action has commenced
- Based on other objective evidence, the Member's internal risk rating has been set to 'Impaired' and Credit Recovery has taken over responsibility for the file

The definition of default has been applied consistently across all of the Credit Union's portfolios as well as in all aspects of the expected credit loss calculation (e.g. probability of default, exposure at default and loss given default).

Measuring ECL – Explanation of inputs, assumptions and estimation techniques:

Allowances for ECL are measured on either a 12-month or lifetime basis depending on whether a SICR has occurred since initial recognition or whether an asset is credit impaired. ECL are the discounted product of the probability of default ("PD"), exposure at default ("EAD") and loss given default ("LGD").

Probability of default:

The PD represents the likelihood of a Member defaulting on its financial obligation, either over the next 12 months or the remaining lifetime (depending on the stage to which the financial asset belongs).

The approach for calculating PD will vary depending on the portfolio. Internal credit risk metrics, external credit bureau scores, as well as delinquency are used to measure a Member's level of credit risk. These indicators are converted into a 12-month PD using models based either on internal loss history or industry data.

When required, 12-month PDs are converted to lifetime PDs by extrapolating them over the loan's residual expected life using the relationship between time and default. This is supported by vintage loss analyses prepared for each product.

Exposure at default:

The EAD represents the amount the Credit Union expects to be owed at the time of default. For example, on revolving facilities, the Credit Union considers the amount that is expected to be drawn leading up to default. On term facilities, the Credit Union considers the amount it expects to be paid down leading up to default.

Twelve-month and lifetime EADs are determined based on the historical average payment or drawdown profile for similar products.

Loss given default:

The LGD represents what the Credit Union expects to lose on a defaulted exposure. LGD will vary by the type of counterparty, type and seniority of claim and availability of other credit support. However, for ECL modelling purposes, the Credit Union has grouped products with similar risk characteristics pertaining to collateral. The LGD is expressed as a percentage of EAD.

These inputs are combined to project ECL over either the next 12 months or the entire lifetime of a credit exposure. The expected credit loss is discounted back to present using the financial asset's effective interest rate.

Assumptions underlying the ECL calculation and modelling inputs are monitored and reviewed at least annually.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.1 Credit risk (continued)

Forward-looking information incorporated into the ECL models:

The Credit Union has performed historical analysis and identified key economic variables impacting credit risk and ECL for each portfolio. The relationship between historical credit losses and range of macroeconomic variables have been assessed for each of the Credit Union's portfolios to determine directional correlation and statistical strength. Those macroeconomic variables that were demonstrated to be correlated to credit losses were incorporated into multivariate linear regression models. Models have been used to estimate loss levels under various alternative economic scenarios as measured by the chosen macroeconomic variables. Adjustment factors have been calculated by assessing the relative size of losses implied by the model under current conditions versus the alternative forward-looking scenarios.

Six forward-looking scenarios have been considered:

- i. Baseline
- ii. 4th percentile upside scenario
- iii. 10th percentile upside scenario
- iv. 75th percentile downside scenario
- v. 90th percentile downside scenario
- vi. 96th percentile downside scenario

Each of these scenarios has been informed by Moody's Canada Macroeconomic Outlook. Moody's estimates high-level probability bands for each scenario which have been overlaid with management judgment to arrive at the weightings assigned to each scenario for the macroeconomic overlay. The other scenarios have been re-weighted in accordance with this change. Interest rate scenarios are based on expectations of ten-year Government of Canada bond yields.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.1 Credit risk (continued)

Economic variable assumptions

The most significant period-end assumptions used for the ECL estimate as at December 31, 2024 are set out below. The ranges (where relevant) capture variability between Ontario versus national economic forecasts used for portfolios depending on their geographic footprint.

		2024	2025	2026	2027	2028	2029
Real GDP	Baseline	1.7%	1.9-2.2%	1.7-1.8%	2.2-2.3%	2.1%	2.0%
Growth	4th percentile upside	1.7%	4.6-5.0%	2.9-3.0%	2.7%	2.0-2.1%	2.0%
	10th percentile upside	1.7%	3.3-3.6%	2.6-2.7%	2.6%	2.0-2.1%	2.1%
	75th percentile downside	1.7%	0.0-0.3%	1.6-1.7%	2.3-2.4%	2.4%	2.0-2.1%
	90th percentile downside	1.7%	(1.7)-(1.9)%	1.1-1.2%	3.4-3.9%	2.8-2.9%	2.2-2.3%
	96th percentile downside	1.7%	(3.5)-(3.7)%	(1.1)-(1.2)%	2.6-2.7%	3.3-3.4%	2.3-2.5%
Unemployment	Baseline	6.3-6.8%	6.8-7.1%	6.7-6.9%	6.4-6.6%	6.2-6.4%	6.1-6.3%
	4th percentile upside	6.3-6.8%	6.2-6.5%	5.6-5.9%	5.4-5.6%	5.4-5.5%	5.6-5.7%
	10th percentile upside	6.3-6.8%	6.5-6.8%	6.1-6.3%	5.8-6.0%	5.7-5.9%	5.7-5.9%
	75th percentile downside	6.3-6.8%	7.6-8.0%	8.0-8.3%	7.6-7.9%	6.9-7.2%	6.5-6.7%
	90th percentile downside	6.3-6.8%	8.1-8.4%	9.6-9.9%	9.0-9.2%	7.7-7.9%	6.7-7.0%
	96th percentile downside	6.3-6.8%	8.5-8.8%	11.6-11.9%	11.5-11.8%	9.3-9.6%	7.5-8.0%
Interest Rates	Baseline	3.4%	3.5%	3.7%	3.8%	3.8%	3.8%
	4th percentile upside	3.4%	3.9%	4.3%	4.1%	4.0%	4.0%
	10th percentile upside	3.4%	3.7%	4.0%	4.0%	3.9%	3.9%
	75th percentile downside	3.4%	2.2%	2.9%	3.6%	3.6%	3.7%
	90th percentile downside	3.4%	1.7%	2.6%	3.2%	3.3%	3.6%
	96th percentile downside	3.4%	1.6%	2.0%	2.7%	2.8%	3.3%

The weightings assigned to each scenario in 2024 and 2023 were as follows:

Baseline:	46%
4th percentile upside:	7%
10th percentile upside:	10%
75th percentile downside:	20%
90th percentile downside:	10%
96th percentile downside:	7%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.1 Credit risk (continued)

The most significant period-end assumptions used for the ECL estimate as at December 31, 2023 are set out below. The ranges (where relevant) capture variability between Ontario versus national economic forecasts used for portfolios depending on their geographic footprint.

		2023	2024	2025	2026	2027	2028
Real GDP	Baseline	0.6%	1.1%	1.6%	2.0%	2.1-2.2%	2.1%
Growth	4th percentile upside	0.6%	4.3-4.4%	3.0%	2.6%	2.2-2.3%	2.2%
	10th percentile upside	0.6%	3.0-3.1%	2.4%	2.1%	2.3%	2.1-2.2%
	75th percentile downside	0.6%	(1.1)-(1.2)%	1.8%	2.3-2.4%	2.2-2.3%	2.3%
	90th percentile downside	0.6%	(2.4)-(2.5)%	0.5-0.6%	2.3-2.4%	3.1%	2.5%
	96th percentile downside	0.6%	(4.2)-(4.5)%	(0.7)-(0.9)%	2.6-2.7%	3.5-3.6%	2.8-2.9%
Unemployment	Baseline	5.4-5.6%	6.2-6.4%	6.2-6.4%	6.1-6.2%	6.0-6.1%	6.0-6.1%
	4th percentile upside	5.4-5.6%	4.7-5.0%	3.8-4.0%	4.3-4.4%	4.7-4.8%	5.1-5.2%
	10th percentile upside	5.4-5.6%	5.4-5.7%	4.9-5.1%	5.1-5.2%	5.3-5.4%	5.5-5.6%
	75th percentile downside	5.4-5.6%	7.4-7.5%	7.7%	7.1-7.2%	6.6-6.8%	6.3-6.5%
	90th percentile downside	5.4-5.6%	8.4-8.5%	9.5%	8.3%	7.3-7.4%	6.7%
	96th percentile downside	5.4-5.6%	9.8-9.9%	11.6-11.7%	10.2-10.3%	8.6-8.7%	7.5-7.6%
Interest Rates	Baseline	3.4%	4.1%	4.0%	4.2%	4.2%	4.2%
	4th percentile upside	3.4%	4.3%	4.4%	4.3%	4.3%	4.3%
	10th percentile upside	3.4%	4.2%	4.2%	4.2%	4.2%	4.2%
	75th percentile downside	3.4%	2.6%	3.0%	4.0%	4.2%	4.2%
	90th percentile downside	3.4%	2.3%	2.4%	3.5%	3.9%	4.1%
	96th percentile downside	3.4%	2.1%	2.1%	2.9%	3.5%	4.0%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.1 Credit risk (continued)

Given the sensitivity of allowances for ECL to estimates of future economic conditions the multiple forward-looking scenarios and probability assigned to each, an analysis has been undertaken to understand the impact of alternative scenarios and weightings. Moving the following economic metrics up or down 50 basis points results in the following changes in the allowance:

Economic scenario sensitivity	2024	2023
Real GDP growth		
Increase 50 bps	(319)	(1,019)
Decrease 50 bps	318	1,019
Unemployment		
Increase 50 bps	3,685	5,192
Decrease 50 bps	(3,690)	(4,792)
Interest rates		
Increase 50 bps	422	691
Decrease 50 bps	(425)	(691)
Probability weightings	2024	2023
75th percentile downside scenario +10% weighting	2,934	3,354
75th percentile downside scenario -10% weighting	(1,390)	(1,762)
96th percentile downside scenario weighted 100%	16,141	19,969
4th percentile upside scenario weighted 100%	(18,328)	(20,885)

28.2 Market risk

(a) Interest rate risk

Interest rate risk is the sensitivity of the Credit Union's financial position to movements in interest rates. The Credit Union is exposed to interest rate risk when it enters into banking transactions with its Members, namely deposit taking and lending. When asset and liability principal and interest cash flows have different payment or maturity dates, this results in mismatched positions. An interest-sensitive asset or liability is repriced when interest rates change, when there is cash flow from final maturity, normal amortization, or when Members exercise prepayment, conversion or redemption options offered for the specific product. The Credit Union's exposure to interest rate risk depends on the size and direction of interest rate changes, and on the size and maturity of the mismatched positions. It is also affected by new business volumes, renewals of loans or deposits, and how actively Members exercise options, such as prepaying a loan before its maturity date.

The Credit Union's interest rate risk is subject to extensive risk management controls and is managed within the framework of policies and limits approved by the Board. These policies and limits ensure, among other things, that the Credit Union is in full adherence to the regulatory requirements prescribed in the Act as well as FSRA's standards of Sound Business and Financial Practices. Overall responsibility for asset and liability management rests with the Board. As such, the Board receives regular reports on risk exposures and performance against approved limits. The Board delegates the responsibility to manage the interest rate risk on a day-to-day basis to the Asset and Liability Committee ("ALCO"), which meets no less frequently than monthly. ALCO is chaired by the CFO and includes other senior executives.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.2 Market risk (continued)

The key elements of the Credit Union's interest rate risk management framework include:

- i. guidelines and limits on the structuring of the maturities, price and mix of deposits, loans, mortgages and investments and the management of asset cash flows in relation to liability cash flows;
- ii. guidelines and limits on the use of derivative financial instruments to hedge against a risk of loss from interest rate changes; and
- iii. requirements for comprehensive measuring, monitoring and reporting on risk position and exposure management.

Valuations of all asset and liability positions, as well as off-balance sheet exposures, are performed no less frequently than monthly. The Credit Union's objective is to establish and maintain a balance sheet and off-balance sheet structure that will protect and enhance the Credit Union's net interest income and the value of the Credit Union's capital during all phases of the interest rate cycle and varying economic conditions.

The carrying values of interest sensitive assets and liabilities and the notional amount of swaps and other derivative financial instruments used to manage interest rate risk are presented below in the periods in which they next reprice to market rates or mature, and are summed to show the interest rate sensitivity gap. Amounts relating to non-interest sensitive assets and liabilities are also disclosed for the purpose of tying back to the total carrying value of each line item. Loans are adjusted for prepayment and redemption estimates which reflect expected repayments on other than contractual maturity dates. The prepayment rate applied to the portfolio is based on experience and current economic conditions. The average rates presented represent the weighted average effective yield based on the earlier of contractual repricing or maturity dates. Further information related to the derivative financial instruments used to manage interest rate risk is included in note 8.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.2 Market risk (continued)

December 31, 2024						
	Variable	Less than 1 year	1 to 5 years	Over 5 years	Non-Interest sensitive	Total
Assets						
Cash and interest-bearing deposits	505,228	-	-	-	29,086	534,314
Yield	3.50 %	-	-	-	-	3.31 %
Debt securities	9,708	865,566	1,428,237	70,543	10,384	2,384,438
Yield	3.60 %	3.34 %	3.08 %	3.52 %	-	3.17 %
Loans	4,805,905	7,036,806	11,094,243	61,414	96,286	23,094,654
Yield	6.62 %	4.67 %	4.44 %	6.72 %	-	4.98 %
Derivative financial assets	201,241	-	-	-	-	201,241
Yield	-	-	-	-	-	-
Equity investments	-	-	5,405	-	62,284	67,689
Yield	-	-	-	-	-	-
Other assets	-	2,055	5,881	703	294,037	302,676
Yield	-	1.04 %	1.05 %	1.29 %	-	0.04 %
Assets held for sale ¹	10,738	16,817	36,958	-	(52)	64,461
Yield	6.12 %	2.52 %	2.10 %	-	-	2.88 %
Total assets	5,532,820	7,921,244	12,570,724	132,660	492,025	26,649,473
Liabilities and Members' equity						
Deposits	5,588,209	7,399,171	3,685,360	1,201	2,263,728	18,937,669
Yield	1.89 %	4.56 %	4.54 %	5.16 %	-	3.22 %
Securitization liabilities	1,153,624	1,069,176	2,702,395	2,298	(34,700)	4,892,793
Yield	1.58 %	1.92 %	2.78 %	-	-	1.98 %
Funding facilities	299,984	-	-	-	36	300,020
Yield	4.37 %	-	-	-	-	4.37 %
Subordinated debt	75,000	125,000	-	-	1,276	201,276
Yield	7.07 %	4.54 %	-	-	-	5.45 %
Right-of-use lease liabilities	-	8,014	28,738	22,383	-	59,135
Yield	-	3.64 %	3.76 %	4.03 %	-	3.84 %
Derivative financial liabilities	181,952	-	-	-	-	181,952
Yield	-	-	-	-	-	-
Liabilities directly associated with assets held for sale	-	3,567	15,078	-	(540)	18,105
Yield	-	2.75 %	2.70 %	-	-	2.79 %
Other liabilities and Members' equity ¹	-	385	1,463	197	2,056,478	2,058,523
Yield	-	1.04 %	1.05 %	1.63 %	-	-
Total liabilities and Members' equity	7,298,769	8,605,313	6,433,034	26,079	4,286,278	26,649,473
Fixed pay swaps	1,406,370	(591,449)	(800,654)	(14,267)	-	-
Yield	3.62 %	2.53 %	3.59 %	3.46 %	-	-
Fixed receive swaps	(1,300,000)	500,000	800,000	-	-	-
Yield	3.32 %	3.23 %	3.23 %	-	-	-
Total derivatives	106,370	(91,449)	(654)	(14,267)	-	-
Interest sensitivity position	(1,659,579)	(775,518)	6,137,036	92,314	(3,794,253)	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

December 31, 2023						
	Variable	Less than 1 year	1 to 5 years	Over 5 years	Non-Interest sensitive	Total
Assets						
Cash and interest-bearing deposits	959,744	-	-	-	32,053	991,797
Yield	5.05 %	-	-	-	-	4.89 %
Debt securities	9,245	955,743	1,394,952	9,616	11,361	2,380,917
Yield	5.06 %	4.61 %	3.93 %	3.71 %	-	4.19 %
Loans	5,017,171	6,139,043	12,374,294	79,987	128,831	23,739,326
Yield	8.14 %	4.28 %	3.91 %	5.83 %	-	4.96 %
Derivative financial assets	57,554	-	-	-	-	57,554
Yield	-	-	-	-	-	-
Equity investments	-	122	5,095	-	52,748	57,965
Yield	-	-	-	-	-	-
Other assets	-	1,966	6,496	1,756	305,910	316,128
Yield	-	1.04 %	1.04 %	1.11 %	-	0.04 %
Total assets	6,043,714	7,096,874	13,780,837	91,359	530,903	27,543,687
Liabilities and Members' equity						
Deposits	5,964,543	7,914,794	3,473,840	3,097	2,306,229	19,662,503
Yield	3.22 %	4.84 %	4.75 %	5.10 %	-	3.77 %
Securitization liabilities	1,164,200	915,092	3,387,428	2,813	(65,498)	5,404,035
Yield	5.32 %	1.91 %	2.22 %	-	-	2.21 %
Funding facilities	299,987	-	-	-	1,593	301,580
Yield	6.25 %	-	-	-	-	6.22 %
Subordinated debt	50,000	-	125,000	-	690	175,690
Yield	8.89 %	-	4.59 %	-	-	5.80 %
Right-of-use lease liabilities	-	8,000	28,060	24,634	-	60,694
Yield	-	3.41 %	3.56 %	3.82 %	-	3.64 %
Derivative financial liabilities	10,009	-	-	-	-	10,009
Yield	-	-	-	-	-	-
Other liabilities and Members' equity	-	392	1,494	550	1,926,740	1,929,176
Yield	-	1.04 %	1.04 %	1.12 %	-	-
Total liabilities and Members' equity	7,488,739	8,838,278	7,015,822	31,094	4,169,754	27,543,687
Fixed pay swaps	1,746,191	(693,308)	(1,034,882)	(18,001)	-	-
Yield	5.42 %	2.44 %	3.13 %	3.76 %	-	-
Fixed receive swaps	(1,157,000)	657,000	500,000	-	-	-
Yield	5.06 %	4.54 %	3.31 %	-	-	-
Total derivatives	589,191	(36,308)	(534,882)	(18,001)	-	-
Interest sensitivity position	(855,834)	(1,777,712)	6,230,133	42,264	(3,638,851)	-

¹ The assets held for sale and securitization liabilities held for sale have been categorized based upon the contractual maturities with the counterparties.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

The management of interest rate risk against internal exposure limits is supplemented by monitoring the sensitivity of the Credit Union's financial assets and financial liabilities to standard interest rate shock scenarios. The key metrics used to monitor this sensitivity are Earnings at Risk ("EaR") and Economic Value of Equity at Risk ("EVaR"). EaR is defined as the change in our net interest income from a predetermined shock to interest rates measured over a 12 month period. EVaR is defined as the change in the present value of the Credit Union's asset portfolio resulting from a predetermined shock versus the change in the present value of the Credit Union's liability portfolio resulting from the same predetermined interest rate shock. The Credit Union completes various static and dynamic interest rate shock scenarios throughout the year, including a 100 basis point ("bps") rate shock. The estimated impact of a 100 bps rate shock on these metrics is presented below.

	2024	2023
EaR: 100 bps exposure	(2,248)	(16,931)
EVaR: 100 bps exposure	(3.72)%	(2.93)%

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign currency exchange rates. The Credit Union is exposed to foreign currency risk as a result of its Members' activities in foreign currency denominated deposits and cash transactions. The Credit Union's foreign currency risk is subject to formal risk management controls and is managed in accordance with the framework of policies and limits approved by the Board. These policies and limits are designed to ensure, among other things, that the Credit Union is in full adherence to the regulatory requirements prescribed in the Act as well as FSRA's standards of Sound Business and Financial Practices. The Board receives regular reports on risk exposures and variances from approved limits. The activities that expose the Credit Union to foreign currency risk are measured, monitored and controlled daily to minimize the adverse impact of sudden changes in foreign currency values with respect to the Canadian dollar. U.S. dollar denominated liabilities are hedged through a combination of U.S. dollar investments and forward rate agreements to buy U.S. dollars and net exposure as measured daily is limited to 1% of prior year ending Members' equity. The Credit Union uses forward foreign currency derivative financial instruments to neutralize its exposure to foreign exchange contracts with Members. As at December 31, 2024 and December 31, 2023, the Credit Union's exposure to a 10% change in the foreign currency exchange rate, which is reasonably possible, is insignificant.

(c) Other price risk

Other price risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices other than those arising from interest rate risk or foreign currency risk. The Credit Union is exposed to other price risk in its investment portfolio. The Credit Union adheres to the principles of quality and risk diversification in its investment practices. The Credit Union's other price risk is subject to extensive risk management controls and is managed within the framework of policies and limits approved by the Board. These policies and limits assist in ensuring, among other things, that the Credit Union is in full adherence to the regulatory requirements prescribed in the Act as well as FSRA's standards of Sound Business and Financial Practices. The Board receives regular reports on risk exposures and performance against approved limits. As at December 31, 2024 and December 31, 2023, the Credit Union has limited investments subject to other price risk and this exposure is insignificant.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.3 Liquidity risk

Liquidity risk arises in the course of managing the Credit Union's financial assets and financial liabilities. It is the risk that the Credit Union is unable to meet its financial obligations in a timely manner and at reasonable prices. The Credit Union's liquidity risk management strategies seek to maintain sufficient liquid financial resources to continually fund its consolidated balance sheet under both normal and stressed market environments. The Credit Union's liquidity risk is subject to formal risk management controls and is managed within the framework of policies and limits approved by the Board. These policies and limits assist in ensuring, among other things, that the Credit Union is in full adherence to the regulatory requirements prescribed in the Act as well as FSRA's standards of Sound Business and Financial Practices. The Board receives regular reports on risk exposures and performance against approved limits. ALCO provides management oversight of liquidity risk through its monthly meetings.

The key elements of the Credit Union's liquidity risk management framework include:

- limits on the sources, quality and amount of liquid assets to meet normal operational requirements, regulatory requirements and contingency funding;
- a methodology to achieve an acceptable yield on the operating liquidity investment portfolio within prudent risk management bounds;
- prudence tests of quality and diversity where investments bear credit risk;
- parameters to limit term extension risk;
- implementation of deposit concentration limits in order to assist in ensuring diversification and stability of deposit funding; and
- requirements for adequate measuring, monitoring and reporting on risk position and exposure management.

Under FSRA regulations, the Credit Union will establish and maintain prudent levels and forms of liquidity that are sufficient to meet its cash flow needs, including depositor withdrawals and all other obligations as they come due. The liquid asset ratio measures the Credit Union's liquid assets as a percentage of total assets and is used by the Credit Union to monitor its liquidity position, in addition to Liquidity Coverage Ratio and Net Cumulative Cash Flows metrics. As at December 31, 2024, the Credit Union's liquid asset ratio was 13.28% (2023 – 15.25%).

The table below sets out the period in which the Credit Union's non-derivative financial assets and financial liabilities will mature and be eligible for renegotiation or withdrawal. These cash flows are not discounted and include both the contractual cash flows pertaining to the Credit Union's consolidated balance sheet assets and liabilities and the future contractual cash flows that they will generate. In addition to the cash flows detailed below, the Credit Union is exposed to potential cash outflows in the form of commitments and contingencies, as set out in note 26.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.3 Liquidity risk (continued)

	December 31, 2024						Total
	Less than 1 month	2 to 12 months	1 to 3 years	3 to 5 years	Over 5 years	Not specified	
Financial assets							
Cash and interest-bearing deposits	534,314	-	-	-	-	-	534,314
Debt securities	112,209	821,877	645,434	897,109	75,777	1,191	2,553,597
Loans	1,782,195	7,915,346	11,347,920	3,943,206	93,724	-	25,082,391
Equity investments	81	244	651	-	-	67,318	68,294
Other assets	18,207	1,878	3,121	2,854	783	-	26,843
Assets held for sale ¹	5,389	61,613	-	-	-	-	67,002
Total financial assets	2,452,395	8,800,958	11,997,126	4,843,169	170,284	68,509	28,332,441
Financial liabilities							
Deposits	8,546,026	6,749,711	3,158,265	1,278,609	2,188	-	19,734,799
Securitization liabilities	69,626	1,189,255	2,454,122	1,283,263	216,569	-	5,212,835
Funding facilities	1,110	12,090	305,474	-	-	-	318,674
Subordinated debt	1,726	131,675	11,715	86,538	-	-	231,654
Right-of-use lease liabilities	837	9,188	17,519	21,372	19,629	-	68,545
Other liabilities	230,430	370	774	728	201	-	232,503
Liabilities directly associated with assets held for sale ¹	416	17,690	-	-	-	-	18,106
Total financial liabilities	8,850,171	8,109,979	5,947,869	2,670,510	238,587	-	25,817,116
Net	(6,397,776)	690,979	6,049,257	2,172,659	(68,303)	68,509	2,515,325

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.3 Liquidity risk (continued)

December 31, 2023							
	Less than 1 month	2 to 12 months	1 to 3 years	3 to 5 years	Over 5 years	Not specified	Total
Financial assets							
Cash and interest-bearing deposits	991,797	-	-	-	-	-	991,797
Debt securities	510,373	512,573	770,117	752,976	10,137	1,150	2,557,326
Loans	1,823,473	7,846,458	11,269,445	5,353,877	116,795	10,860	26,420,908
Equity investments	83	327	570	326	-	57,442	58,748
Other assets	22,050	1,941	3,413	2,943	2,215	-	32,562
Total financial assets	3,347,776	8,361,299	12,043,545	6,110,122	129,147	69,452	30,061,341
Financial liabilities							
Deposits	8,760,487	7,283,194	2,728,955	1,500,817	5,796	-	20,279,249
Securitization liabilities	40,105	1,101,769	2,895,360	1,520,283	250,820	-	5,808,337
Funding facilities	1,593	301,587	-	-	-	-	303,180
Subordinated debt	1,068	9,882	135,342	9,028	54,513	-	209,833
Right-of-use lease liabilities	827	9,107	18,065	15,329	26,830	-	70,158
Other liabilities	196,388	380	797	751	555	-	198,871
Total financial liabilities	9,000,468	8,705,919	5,778,519	3,046,208	338,514	-	26,869,628
Net	(5,652,692)	(344,620)	6,265,026	3,063,914	(209,367)	69,452	3,191,713

¹ Assets held for sale and securitization liabilities associated with assets held for sale have been presented on the basis of timing of expected cash flows rather than the contractual maturities as a result of the held for sale reclassification.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

The table below sets out the undiscounted contractual cash flows of the Credit Union's derivative financial assets and liabilities:

December 31, 2024						
	Less than 1 month	2 to 12 months	1 to 3 years	3 to 5 years	Over 5 years	Total
Equity index-linked options	-	7,104	9,447	2,765	-	19,316
Gross-settled foreign exchange forward contracts						
Purchase of foreign currency	-	(3,957)	-	-	-	(3,957)
Sale of foreign currency	-	3,953	-	-	-	3,953
Foreign exchange swaps						
Foreign exchange swap assets	161,401	-	-	-	-	161,401
Foreign exchange swap liabilities	(163,976)	-	-	-	-	(163,976)
Interest rate swaps						
Fixed pay swaps	(3)	(3,922)	(9,120)	(1,548)	(28)	(14,621)
Fixed receive swaps	588	2,879	330	110	-	3,907
Bond forwards	-	26	-	-	-	26
Total	(1,990)	6,083	657	1,327	(28)	6,049
December 31, 2023						
	Less than 1 month	2 to 12 months	1 to 3 years	3 to 5 years	Over 5 years	Total
Equity index-linked options	-	7,668	7,399	2,594	-	17,661
Gross-settled foreign exchange forward contracts						
Purchase of foreign currency	-	(656)	-	-	-	(656)
Sale of foreign currency	-	660	-	-	-	660
Interest rate swaps						
Fixed pay swaps	2,576	42,039	9,682	(2,054)	(92)	52,151
Fixed receive swaps	(965)	(10,782)	(19,657)	-	-	(31,404)
Bond forwards	-	45	-	-	-	45
Total	1,611	38,974	(2,576)	540	(92)	38,457

Derivative financial assets and liabilities reflect interest rate swaps that will be settled on a net basis and foreign exchange forward contracts and index-linked equity options that will be settled on a gross basis (see note 8).

The gross cash flows disclosed in the previous table represent the contractual undiscounted cash flows relating to derivative financial assets and liabilities held for risk management purposes and which are infrequently terminated before contractual maturity. The future cash flows on derivative instruments may differ from the amount in the above table as interest rates, exchange rate and equity market indices change. Cash outflows relating to the embedded written option in equity index-linked deposits are included with deposits in the previous table for non-derivative financial assets and liabilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.4 Fair value

The following table represents the fair values of the Credit Union's financial assets and financial liabilities for each classification of financial instruments. The fair values for short-term financial assets and financial liabilities approximate carrying value. These include accrued interest receivable, accounts payable, accrued liabilities and accrued interest payable. The fair values disclosed do not include the value of liabilities that are not considered financial instruments.

While the fair value amounts are intended to represent estimates of the amounts at which these instruments could be exchanged in a current transaction between willing parties, many of the Credit Union's financial instruments lack an available trading market. Consequently, the fair values presented are estimates derived using present value and other valuation techniques and may not be indicative of the net realizable values.

Due to the judgment used in applying a wide range of acceptable valuation techniques and estimates in calculating fair value amounts, fair values are not necessarily comparable among financial institutions. The calculation of estimated fair values is based on market conditions at a specific point in time and may not be reflective of future fair values.

	December 31, 2024			December 31, 2023		
	Carrying value	Fair value	Fair value differences	Carrying value	Fair value	Fair value difference
Financial assets at FVTPL:						
Derivative financial assets	201,241	201,241	-	57,554	57,554	-
Equity investments	61,913	61,913	-	52,225	52,225	-
Financial assets at FVTOCI:						
Debt securities	2,337,628	2,337,628	-	1,755,294	1,755,294	-
Equity investments	5,405	5,405	-	5,217	5,217	-
Amortized cost:						
Cash and interest-bearing deposits	534,314	534,314	-	991,797	991,797	-
Debt securities	46,810	46,694	(116)	625,623	625,645	22
Loans	23,094,654	22,737,908	(356,746)	23,739,326	22,967,809	(771,517)
Other assets	26,602	26,215	(387)	27,511	26,922	(589)
Assets held for sale	64,461	64,461	-	-	-	-
Total financial assets	26,373,028	26,015,779	(357,249)	27,254,547	26,482,463	(772,084)
Financial liabilities at FVTPL:						
Derivative financial liabilities	181,952	181,952	-	10,009	10,009	-
Other liabilities:						
Deposits	18,937,669	19,012,404	74,735	19,662,503	19,676,462	13,959
Securitization liabilities	4,892,793	4,892,640	(153)	5,404,035	5,298,769	(105,266)
Funding facilities	300,020	300,020	-	301,580	301,580	-
Subordinated debt	201,276	200,267	(1,009)	175,690	171,484	(4,206)
Other liabilities	232,377	232,274	(103)	198,703	198,543	(160)
Liabilities directly associated with assets held for sale	18,105	18,105	-	-	-	-
Total financial liabilities	24,764,192	24,837,662	73,470	25,752,520	25,656,847	(95,673)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

Interest rate sensitivity is the main cause of changes in the fair values of the Credit Union's financial instruments. Except for financial assets and financial liabilities recorded at FVTPL and FVTOCI, the carrying values of the above financial instruments are not adjusted to reflect the fair value.

The following methods and assumptions were used to estimate the fair value of financial instruments:

- i. The fair value of cash and interest-bearing deposits are assumed to approximate their carrying values, due to their short-term nature.
- ii. The fair value of debt securities is determined by using prices obtained from investor statements.
- iii. The fair value of equity investments are determined using discounted cash flow models, by referencing market prices, or by taking fair values provided in investor statements. For some equity investments, particularly real estate participations, changes in fair value are unobservable in the early stages of the projects as cash flow generation has not yet begun. In such cases, the Credit Union reviews information available to investors to determine if there are material changes in circumstances from when the original investment was made and the extent to which these may impact the fair value of the investment.
- iv. The estimated fair value of variable rate loans is assumed to be equal to carrying value. The interest rates on these loans reprice on a periodic basis with market fluctuation. The estimated fair value of fixed rate loans is determined by discounting the expected future cash flows of these loans at current market rates for products with similar terms and credit risks. Historical prepayment experience is considered along with current market conditions in determining expected future cash flows. Impairment allowances, which are included in the carrying value of loans, are assumed to capture changes in credit spreads.
- v. The fair value of other assets are assumed to approximate their carrying values when short-term in nature. In some instances, other valuation techniques may be applied.
- vi. Assets held for sale includes both fixed and variable rate loans which are valued using the techniques outlined above for loans.
- vii. The estimated fair value of variable rate deposits is assumed to be equal to carrying value. The interest rates on these deposits reprice on a periodic basis with market fluctuation. The estimated fair value of fixed rate deposits is determined by discounting the expected future cash flows of these investments, deposits and borrowings at current market rates for products with similar terms.
- viii. The estimated fair value of derivative instruments is determined through valuation models based on the derivative notional amounts, maturity dates and rates and a credit valuation adjustment is applied to account for counterparty and the Credit Union's own credit risk.

Fair values are determined based on a three-level fair value hierarchy that reflects the significance of the inputs used in making the measurements. The levels of the hierarchy are as follow:

Level 1 - Unadjusted quoted prices in active markets for identical financial assets and financial liabilities;

Level 2 - Inputs other than quoted prices that are observable for the financial asset or financial liability either directly or indirectly;

Level 3 - Inputs that are not based on observable market data.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

The following table illustrates the classification of the Credit Union's financial instruments within the fair value hierarchy.

	Fair value as at December 31, 2024		
	Level 1	Level 2	Level 3
Recurring measurements			
Financial assets			
Debt securities	-	2,337,628	-
Derivative financial assets	-	201,241	-
Equity investments	5,405	22,591	39,322
Total financial assets	5,405	2,561,460	39,322
Financial liabilities			
Embedded derivatives in index-linked deposits	-	(18,307)	-
Derivative financial liabilities	-	(181,952)	-
Total financial liabilities	-	(200,259)	-
Fair values disclosed			
Cash and interest-bearing deposits	534,314	-	-
Debt securities	-	46,694	-
Loans	-	-	22,737,908
Other assets	-	26,215	-
Assets held for sale	-	-	64,461
Deposits	-	(18,994,097)	-
Securitization liabilities	-	(4,892,640)	-
Funding facilities	-	(300,020)	-
Subordinated debt	-	(200,267)	-
Other liabilities	-	(232,274)	-
Liabilities directly associated with assets held for sale	-	(18,105)	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

	Fair value as at December 31, 2023		
	Level 1	Level 2	Level 3
Recurring measurements			
Financial assets			
Derivative financial assets	-	57,554	-
Debt securities	-	1,755,294	-
Equity investments	5,217	22,519	29,706
Total financial assets	5,217	1,835,367	29,706
Financial liabilities			
Embedded derivatives in index-linked deposits	-	(16,870)	-
Derivative financial liabilities	-	(10,009)	-
Total financial liabilities	-	(26,879)	-
Fair values disclosed			
Cash and interest-bearing deposits	991,797	-	-
Debt securities	-	625,645	-
Loans	-	-	22,967,809
Other assets	-	26,922	-
Deposits	-	(19,659,592)	-
Securitization liabilities	-	(5,298,769)	-
Funding facilities	-	(301,580)	-
Subordinated debt	-	(171,484)	-
Other liabilities	-	(198,543)	-

There have been no transfers between levels of the fair value hierarchy during the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Financial risk management (continued)

28.5 Capital management

The Credit Union maintains policies and procedures relative to capital management to ensure the capital levels are sufficient to cover risks inherent in the business.

The Credit Union's objectives when managing capital are:

- to ensure that the quantity, quality and composition of capital needed reflects the inherent risks of the entity and to support the current and planned operations and portfolio growth;
- to provide a safety net for the variety of risks to which the entity is exposed in the conduct of its business and to overcome the losses from unexpected difficulties either in earnings or in asset values;
- to provide confidence to Members, depositors, creditors and regulatory agencies;
- to form a solid foundation for business expansion and ongoing reinvestment in business capabilities, including technology and process automation and enhancement; and
- to establish a capital management policy for the entity appropriate for current legal and economic conditions, including compliance with regulatory requirements and with FSRA's standards of Sound Business and Financial Practices.

The Act requires credit unions to maintain minimum regulatory capital, as defined by the Act. Key capital metrics include the Tier 1 capital ratio and total supervisory capital ratio. The Credit Union is required to calculate regulatory capital and capital ratios on a consolidated basis. Regulatory capital is calculated as a percentage of exposure (adjusted net assets) and of risk weighted assets. Risk weighted assets are calculated by applying risk weightings, as prescribed by the Act, to various asset categories, operational, and interest rate risk criteria. The prescribed risk weights are dependent on the degree of risk inherent in the asset.

Tier 1 capital, otherwise known as core capital, is the highest quality. It is comprised of retained earnings, contributed surplus, accumulated other comprehensive income (excluding cash flow hedge gain or loss reserve), membership shares, investment shares (excluding the series 96 Class A shares), and regulatory deductions. All other series of class A investment shares qualify as Tier 1 capital up to their maximum annual redemption limit. Tier 1 capital as at December 31, 2024 was \$1,653,615 (2023 - \$1,574,186).

Tier 2 capital, otherwise known as supplementary capital, contributes to the overall strength of a financial institution as a going concern, but is of a lesser quality than Tier 1 capital relative to both permanence and freedom from charges. It is comprised of the series 96 Class A shares and the maximum redeemable portion of all other series of Class A shares. It also includes subordinated debt, the eligible portion of stage 1 and 2 expected credit loss allowances, and regulatory deductions. Tier 2 capital as at December 31, 2024 was \$357,541 (2023 - \$311,071).

Minimums associated with regulatory capital metrics are disclosed below alongside their actual values. The Credit Union has a stated policy that it will always maintain capital equal to the regulatory requirements plus a prudent cushion. These internal limits are increased by the Board in tandem with significant increasing risk detected in the economic environment of the Credit Union. The Credit Union is in compliance with the Act as indicated by the capital requirements in the table below:

	2024	2023
Regulatory capital	2,011,156	1,885,256
Leverage ratio		
Actual	7.40 %	6.73 %
Minimum	3.00 %	3.00 %
Total capital ratio		
Actual	14.18 %	13.28 %
Minimum	8.00 %	8.00 %
Minimum total supervisory capital ratio	10.50 %	10.50 %
Tier 1 capital ratio		
Actual	11.66 %	11.09 %
Minimum	6.50 %	6.50 %
Minimum plus conservation buffer	9.00 %	9.00 %

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

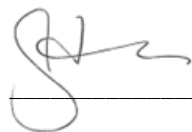
29 Events after the reporting period

On February 1, 2025, the President of the United States issued an executive order directing the United States to impose new tariffs on imports originating from Canada. These orders call for additional 25 percent duty on imports into the United States of Canadian origin, except for energy resources that are subject to an additional ten percent duty. These tariffs were implemented on March 4, 2025 and remained in effect on the date these statements were approved, subject to ongoing negotiations and changes to United States policy. The Credit Union is assessing the direct and indirect impacts to its business of such tariffs, retaliatory tariffs, or other protectionist trade measures, as this situation develops. As of the date these statements were approved, it was not possible to estimate the duration and severity of these measures, nor their impact on the Credit Union.

30 Authorization of consolidated financial statements

The consolidated financial statements for the year ended December 31, 2024 were approved by the Board of Directors on March 12, 2025.

Approved on behalf of the Board:



Suanne Nielsen
Chair, Board of Directors



Hari Panday
Chair, Audit & Finance Committee

MEMBER RESOLUTIONS

The following resolutions will be submitted for a vote by Meridian Credit Union's Members (see Meeting Protocol):

1. ADOPTION OF THE AGENDA

The Agenda of the 2025 Annual General Meeting will be presented for adoption. The Agenda is presented for adoption as included in this Member Material on page 4.

Members will have the opportunity to vote on the following resolution:

ON MOTION DULY MADE, SECONDED, AND CARRIED, BE IT RESOLVED THAT the Agenda of the 2025 Annual General Meeting of Meridian Credit Union, be adopted as presented.

2. APPROVAL OF THE MINUTES OF THE 2024 ANNUAL GENERAL MEETING

The minutes of the 2024 Annual General Meeting will be presented for approval. Meridian's practice is not to read the minutes at the meeting or review the in detail. They are presented for adoption as included in this Member Material on pages 6-8.

Members will have the opportunity to vote on the following resolution:

ON MOTION DULY MADE, SECONDED, AND CARRIED, BE IT RESOLVED THAT the Minutes of the 2024 Meridian Credit Union Limited Annual General Meeting, be approved, as presented.

3. CONSOLIDATED AUDITED FINANCIAL STATEMENTS

Meridian's Consolidated Audited Financial Statements for the fiscal year ended December 31, 2024 will be presented at the AGM. You will find the Consolidated Audited Financial Statements on page 11. Members will have an opportunity to ask questions about the financial statements at the AGM.

Members will have the opportunity to vote on the following resolution:

ON MOTION DULY MADE, SECONDED, AND CARRIED, BE IT RESOLVED THAT the Audited Consolidated Financial Statements of Meridian Credit Union Limited for the year ended December 31, 2024, together with the Report of the Auditor, be approved.

4. APPOINTMENT OF AUDITORS

Meridian's Audit & Finance Committee annually reviews and recommends to Meridian's Board of Directors (the "Board") the appointment of the external auditors of Meridian and it has recommended to the Board that PricewaterhouseCoopers LLP ("PwC") be re-appointed as external auditors of Meridian.

The Board recommends the re-appointment of PwC LLP, Chartered Professional Accountants, Toronto, Ontario as the auditors of Meridian Credit Union Limited to hold office until the close of the next annual meeting of Meridian at such remuneration as may be fixed by the Board. Representatives of PwC will be at the meeting and can respond to questions.

Members will have the opportunity to vote on the following resolution:

ON MOTION DULY MADE, SECONDED, AND CARRIED, BE IT RESOLVED THAT PricewaterhouseCoopers LLP, be appointed as Meridian Credit Union Limited's auditors for the fiscal year 2025 at such remuneration as may be fixed by the Board of Directors.

RESULTS OF THE 2025 DIRECTOR ELECTION

Annually, Meridian holds nominations to fill vacancies for expiring terms or to fill other vacancies that may have occurred in accordance with Meridian's By-laws and policies. This year, there were four expiring terms to be filled.

The Nominating Committee undertook a rigorous process to conduct the 2025 nominations for those expiring terms. Four Candidates were recommended by the Nominating Committee for election to the Board of Directors: Matthew Davies, Stacey Grant-Thompson, Lianne Hannaway, and Gail Harding. An additional Candidate submitted their name for election to the Board of Directors: Ali Suleman. As the number of Candidates exceeded the number of expiring terms, an election was held from March 20th, 2025 at 9am EST to April 8th, 2025 at 5pm EST.

The Candidate Profiles can be found on Meridian's website here:

[2025 Board of Directors Election](#)

Results of the 2025 Director Election will be announced at the AGM.

MEETING PROTOCOL

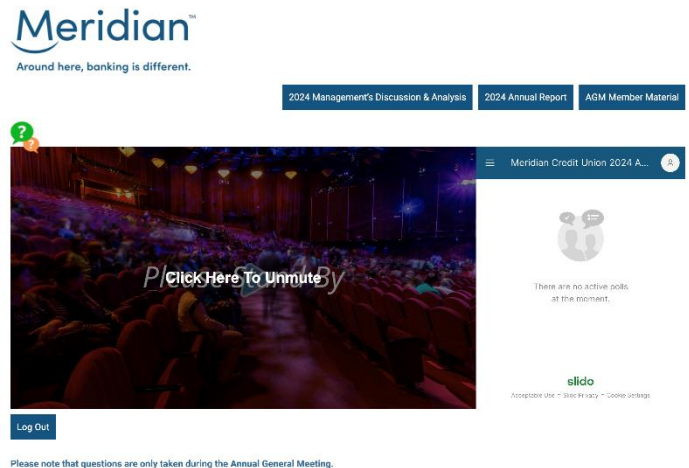
The Board Chair is responsible for the orderly conduct of the meeting. Please ensure you comply with the Board Chair's instructions throughout the meeting.

VOTING AT THE MEETING

- Only verified Members attending in person or participating by live webcast can vote on resolutions (Members joining by teleconference cannot vote).
- Voting in person at the AGM will be done by a show of hands.

To vote through the PRIVATE AGM online site for verified Members:

- A resolution will appear on the right side of your screen – this is the voting window. Click on your selection and click “Send” to submit your vote.
- The results of the vote will be announced during the AGM.



SUBMITTING QUESTIONS DURING THE MEETING

Meridian will have a Member Question period at the end of the AGM where Members can ask questions relevant to the business of the AGM.

Only Members or valid proxyholders may address the meeting.

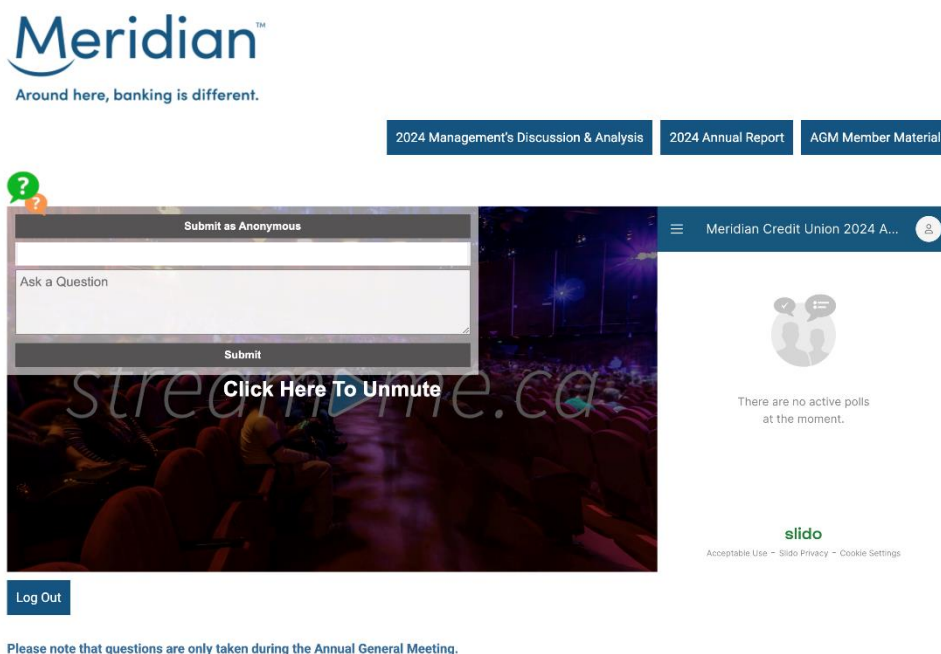
For Members attending in person:

- To gain recognition, please go to the microphone in the aisle nearest to you.
- State your name and confirm that you are a Member or proxyholder.
- Please take no more than two minutes to state your comment or question, ask only one question each time you are recognized and keep all remarks relevant to the business of the meeting. Additional questions from the same speaker may be recognized after we have heard from others who are waiting to speak.
- Any Member with further questions is welcome to follow up with a Meridian Designated Spokesperson following the meeting.

SUBMITTING QUESTIONS DURING THE MEETING (CONTINUED)

For Members participating through the PRIVATE AGM webcast:

- Click on the icon of the questions marks (“?”) in the top left of the Webcast screen.
- Type the question into the field and click “Submit”. Please include your name and Meridian branch.
- Members can submit a question through the private AGM webcast at any point during the AGM.



- The Corporate Secretary will read questions aloud during the Question & Answer period.
- If there are more questions than time permits, outstanding questions received through the webcast will be responded to by individual emails.

THE RIGHTS OF MEMBERS AT ANNUAL GENERAL MEETINGS

CREDIT UNIONS AND CAISSES POPULAIRES ACT, 2020 (“CUCPA”)

97. (1) The board shall manage or supervise the management of the business and affairs of the credit union and shall perform such additional duties as may be imposed under this Act, the regulations or the Authority rules respecting credit unions, or the by-laws of the credit union.

98. (1) The board may pass by-laws governing the conduct of the affairs of the credit union.

100. (1) A by-law is not effective until it is passed by the board and confirmed, with or without variation, by a special resolution passed at a general meeting of the members duly called for that purpose or by such greater proportion of the votes cast as the articles may provide.

179. (1) Any member may, (a) submit notice of any matter that the member proposes to raise at the annual meeting; and (b) discuss at the annual meeting any matter in respect of which the member would have been entitled to submit a proposal.

(2) A proposal must be in the form required by the Authority rules and must meet any other requirements set out in the Authority rules.

(3) Notice of a proposal shall be given in accordance with the Authority rules.

181. Each member of a credit union has one vote at a meeting of the members of the credit union.

183. (1) No member of a credit union shall vote by proxy except when the member is Her Majesty the Queen in right of Ontario or in right of Canada, a corporation, including a municipality defined in the Municipal Affairs Act, an unincorporated association or a partnership registered under the Business Names Act or a predecessor of that Act.

185. (1) Subject to such requirements as may be prescribed by Authority rule, the by-laws of a credit union shall set out a policy in respect of the rights of members to participate and vote at meetings remotely.

(2) Except as otherwise provided for in the by-laws of the credit union, every member participating remotely in a meeting described in subsection (1) is considered present at the meeting for the purposes of this Act.

FSRA RULE: SOUND BUSINESS AND FINANCIAL PRACTICES

3. GOVERNANCE MATTERS RELATED TO MEMBERS

3(1) All communications sent to the members of a credit union related to its governance, including but not limited to, annual reports, notices of meetings and proxy solicitations, shall clearly and transparently identify the democratic rights of the members, including but not limited to the rights of members to be notified of, participate in and, if applicable, vote at meetings of the members.

3(2) A credit union shall take reasonable precautions to ensure that all of its activities and communications related to members’ meetings and voting, including but not limited to the voting process itself, are fair and transparent, and free from misrepresentation, fraud and undue influence.

MERIDIAN CREDIT UNION LIMITED BY-LAWS

7.01 MEETINGS

(c) Electronic Meetings: A membership meeting may, if the Board determines by resolution to do so, and pursuant to such conditions, rules and procedures which may be approved by the Board, be held by telephonic or electronic means. A member who, by such means, votes at the meeting or establishes a communications link to the meeting shall be deemed for all purposes, including, without limiting the generality of the foregoing, the calculation of quorum pursuant to section 7.06 hereof, to have been present at the meeting.

7.07 VOTING IN PERSON AT THE MEETING

All voting on special resolutions coming before a meeting of the members shall take place in accordance with section 7.12. On any business coming before a meeting of members that is not a special resolution, every member who is eligible to vote at the meeting of members in question shall be entitled to one vote thereat.

7.08 SHOW OF HANDS

(a) Subject to section 7.07, every question submitted to any meeting of members (except for an election) shall be decided in the first instance by a show of hands (or similar method if a meeting is conducted partially or completely by telephonic or electronic means). In the case of an equality of votes upon a show of hands, the chair of the meeting shall not be entitled to a second or casting vote.

7.11 PROPOSALS AND REQUISITIONS

(a) Proposals: Upon receipt of a proposal from a member to raise an issue at the annual meeting that is in a form required by any applicable provision of the Act, Regulation or FSRA Rule and a request that a statement in relation to that issue be attached to the notice of meeting, the Board shall (subject to compliance with any applicable provision of the Act, Regulation or FSRA Rule) within 10 days of its receipt meet to consider whether or not the proposal is to be included in the notice of meeting. Where the Board refuses to include the proposal in the notice of meeting, the Chair of the Board shall notify the member submitting it of the refusal and give reasons therefor.

(b) Requisitions: Upon the written request of at least 5% of the members of the Credit Union, signed by each such member, stating the general nature of the business to be presented at the meeting, and deposited at the head office of the Credit Union, the Board shall call, as nearly as possible in the same manner as a membership meeting is called pursuant to these By-Laws, a general meeting of the Credit Union, for the transaction of that business, not later than 21 days from the date the written request was deposited at the head office, and such meeting shall be held within 60 days from the date of the deposit of the requisition. Requisitions may be made in counterpart.

7.12 IN-BRANCH AND ELECTRONIC VOTING ON SPECIAL RESOLUTIONS

(a) General: Subject to the provisions of any applicable FSRA Rule, unless the Board exercises its discretion under subsection (d) hereof, voting on any special resolution shall take place before the members' meeting at which the result will be announced and, on such special resolution, members shall be permitted to choose to cast their ballots by either:

(i) in-branch in person voting at any branch of the Credit Union; or

(ii) remote electronic means in the manner prescribed by the Board, in lieu of voting on the matter in person at the annual general meeting or special meeting.

(d) Alternative Methods of Voting: The Board shall have the discretion at any time to permit, by resolution, members to cast a ballot by mail, in addition to voting in accordance with subparagraph (a) on a special resolution.