



TOGETHER WE'RE BETTER

MERGER INFORMATION AND VOTING GUIDE

Proposed Merger With
Pathways Financial Credit Union

Pathways 
Financial Credit Union



Dear Member:

As President/CEO of Taleris Credit Union, Inc. I would like to share some important news about exciting plans to bring more value to you. Your Board of Directors has approved a strategic merger with Pathways Financial Credit Union, Inc. (Pathways), to offer you, our member-owner, exciting new products and services.

We designed this partnership with a simple goal: to create a more rewarding credit union experience.

Through this merger, we will maintain our current staff, keep our location, and will also gain 11 additional Ohio branches. Together with Pathways, we will be able to continue to offer competitive deposit and loan rates, along with enhanced secure technology that provides a comprehensive online and mobile banking experience.

Why did we select Pathways as our merger partner?

Taleris chose Pathways because they have a proven track record of combining smaller, successful credit unions into one successful financial organization which is beneficial to both member growth and member service. By connecting experienced credit union personnel with advanced technology and resources, we become BETTER, TOGETHER.

Delivering convenience.

As a member of Taleris Credit Union, you already enjoy convenient access to Shared Branching with over 5,000 locations and surcharge-free ATMs nationwide. Now, with our partnership with Pathways, you'll also gain access to 11 additional branches: 7 in Central Ohio and 4 in the Dayton, Springfield, and Southwest Ohio areas, alongside your existing Seven Hills branch. This expansion means even more locations where you can experience the same familiar service you know and trust.

Delivering a comprehensive digital experience.

Pathways has the resources to improve your banking experience with the latest digital technologies you've already come to expect. As an added benefit you can enjoy new services like "pay anyone" and online credit card controls.

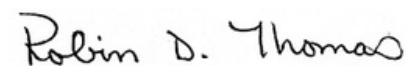
Together, we will build on our legacy of community and service.

Your credit union will remain member-owned and focused on providing the highest level of service. Taleris has served the community since 1935 and Pathways recognizes the common bond our field of membership has shared over the years. As your President/CEO, my 25 year career with Taleris has provided me, and our dedicated staff, with many opportunities to engage with our local communities and provide support and service to individuals and families in need. Pathways is also committed to their involvement in community service, including engaging with the communities Taleris currently serves. I am confident this partnership will allow our members, and residents of our local communities, to thrive for generations to come.

Your vote is important, and we respectfully request that you vote "yes" to approve this proposal.

Both credit unions have undergone rigorous examinations by state and federal regulatory agencies. Now it is time for our members to approve this partnership as well. We encourage you to take a few minutes to review the following information for additional details about this exciting opportunity. We greatly appreciate your membership and support of this future, strategic partnership.

Sincerely,



**Robin D. Thomas, CCCE, President/CEO
Taleris Credit Union, Inc.**



TOGETHER, WE'RE BETTER

About the Merger

We hope you share our excitement about the many new opportunities this merger will bring members and ask for your support with a **Yes!** vote. Read on for additional details about the merger and what it means to you.

The proposed merger will be effective on May 1, 2025.

Why are Taleris and Pathways merging?

We are proposing this merger to bring powerful new benefits to our members. By partnering with one of Ohio's most successful and fastest-growing credit unions, you'll gain access to a more extensive suite of products and services, expanded branch locations, and —most importantly— a robust Online and Mobile Banking experience. This enhanced digital experience will make it easier than ever to access your account 24/7, anytime, anywhere, while still delivering the same personalized service you've come to know and trust.

Who is Pathways?

Pathways has been dedicated to serving the needs of its members for more than 51 years. Located in Columbus, with branches statewide, Pathways is federally insured, financially strong, and well-capitalized. They serve 48,814 members and have assets of more than \$629 million. Pathways has twice been recognized as the Best Credit Union in Central Ohio by Columbus CEO's Best of Business Awards and was named as one of Forbes Best-In-State Credit Unions in 2024. Most importantly, Pathways shares our values and absolute commitment to serving members.

How will members benefit?

A merger provides the resources to bring members greater value through additional products/services, increased operating efficiencies, advanced technological capabilities, and an expanded branch/ATM network. Other merger benefits include:

- Expanding from One Branch to 11 Full-Service Branch Locations
- Continued access to the Nationwide Shared Branch Network
- Lower Loan Rates
- Higher Savings Dividend Rates
- Lower Account Fees
- Earn 1.5% Cash Back with Pathways Cash Back Rewards Mastercard
- Health Savings and IRAs
- Credit and Budget Counseling Services
- Deposit Insurance through National Credit Union Share Insurance Fund (NCUSIF) and Excess Share Insurance (ESI)
- Expanded Robust Mobile Banking Services
- High-Yield Owner Rewards Savings Account
- Retirement and Investment Services
- Medicare Advisory Services

WHAT TO EXPECT AFTER THE MERGER

Convenient Locations



- In addition to your existing branch in Seven Hills, 11 branches will be available to you statewide.
- Over 5,000 Shared Branch locations and surcharge-free ATMs through the Shared Branch network



Products and Services

- Swipe2Save checking that rounds your purchases into your own high yield Owner Rewards Savings Account that earns 10.00% APY. *
- A wide variety of mortgage solutions, including a full line of FHA, VA, and Portfolio Loans
- Earn 1.5% cash back with Pathways Cash Back Rewards MasterCard
- Health Savings Accounts and IRAs
- Multiple business checking and savings accounts, business loans, CDs and money markets, business reward credit cards, and business support services
- Enhanced mobile banking app that includes full control of your finances, including debit/credit card controls and pay anyone cash transfers to friends and family

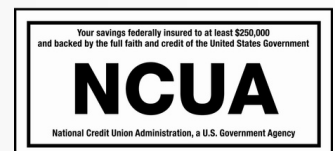


Member Perks and Benefits

- Credit Counseling and Debt Management Services, Continuing Financial Education Resources, and Retirement and Investment Services
- Online account opening, expanded home banking functionality, and the ability to electronically sign loan documents.

Safe and Secure

Upon completion of the pending merger with Pathways Financial Credit Union effective May 1, 2025, your Taleris Credit Union deposits will be federally insured by the National Credit Union Share Insurance Fund ("NCUSIF"). At that time, your savings, up to \$250,000 per member for aggregate IRA accounts and separately up to \$250,000 per member for non-IRA accounts, will be insured by the NCUSIF. This NCUSIF insurance replaces the \$250,000 per account coverage provided by American Share Insurance for each of your Taleris Credit Union accounts, before the merger with Pathways Financial Credit Union. In addition, all account relationships will be insured for an additional \$250,000 above the NCUSIF limit through the Excess Share Insurance Corporation ("ESI"), for a combined maximum amount of \$500,000 per account relationship.



MORE BRANCH LOCATIONS TO SERVE YOU

Pathways Financial Credit Union has branch office locations throughout the state of Ohio. In addition to your home branch, the following is a list of publicly accessible branch offices available to you after the merger:

NORTHEAST OHIO:

Seven Hills ★

7435 Broadview Road
Seven Hills, OH 44131

Visit sharedbranching.org for information on our Shared Branch network.



COLUMBUS AND CENTRAL OHIO:

Clintonville

3454 N. High St.
Columbus, OH 43214

Columbus West

750 Georgesville Rd.
Columbus, OH 43228

Gahanna

5665 N. Hamilton Rd.
Columbus, OH 43230

Grandview

1445 W. Goodale Blvd.
Columbus, OH 43212

Delaware

879 W. William St.
Delaware, OH 43015

Marysville

121 Emmaus Rd.
Marysville, OH 43040

Whitehall

5025 E. Main St.
Whitehall, OH 43213

SPRINGFIELD:

Springfield

1850 S. Limestone St.
Springfield, OH 45505

DAYTON AND SOUTHWEST OHIO:

Beavercreek

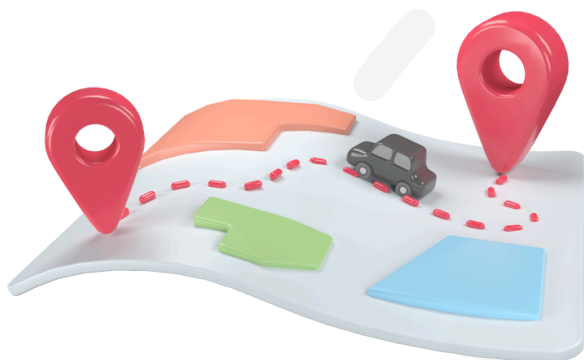
3562 Dayton Xenia Rd.
Beavercreek, OH 45432

Englewood

175 W. Wenger Rd.
Englewood, OH 45322

Aberdeen

1100 U.S. Rt. 52
Aberdeen, OH 45101



Continued access to over 5,000 Shared Branch locations and surcharge-free ATMs nationwide.

Shared Branching allows you to:

- Cash checks
- Make deposits and withdrawals
- Make loan payments
- Transfer funds between accounts
- Obtain cash advances and balance inquiries

NOTICE OF SPECIAL MEETING OF THE MEMBERS OF TALERIS CREDIT UNION

NOTICE IS HEREBY GIVEN that a special meeting of the members of this credit union has been called and will be held in person at 6:00 p.m. on March 11, 2025, at 6111 Oak Tree Blvd., Independence, Ohio, in the lower-level Conference Center for the following purposes:

1. To consider and act upon a plan and proposal for merging Taleris Credit Union, Inc. (Taleris) with Pathways Financial Credit Union, Inc. (Pathways), whereby all assets and liabilities of Taleris will be transferred to Pathways, and all members of Taleris will become members of Pathways and will be entitled to and will receive shares in Pathways for the shares they own in Taleris on the effective date of the merger.
2. To ratify, confirm, and approve the action of the Board of Directors of Taleris in authorizing the officers of Taleris, subject to the approval of the members, to do all things and execute all agreements, documents, and other papers necessary to carry out the proposed merger.

The Directors of Pathways Financial Credit Union and Taleris Credit Union have carefully analyzed the assets and liabilities of each credit union and appraised each credit union's share and loan values. It has been determined that the net worth of Taleris (merging credit union) is 11.66% compared to Pathways net worth of 10.85% as of September 30, 2024. Taleris wishes to recognize its members for maintaining deposits and loans with the Credit Union and will distribute a portion of its net worth to its members as part of the merger. The Board of Directors has agreed to distribute a \$1,000,000 special dividend to Taleris members on the effective date of the merger. The amount of the dividend paid to members will be based on the member's overall relationship with Taleris and other eligibility requirements as determined by the Board of Directors.

NCUA Regulations require merging credit unions to disclose certain increases in compensation that any of the merging credit union's officials or the five most highly compensated employees have received or may receive in connection with the merger. The following individual will receive such compensation. Mr. Robin Thomas will retire on May 31, 2025. Pathways agrees to pay Mr. Thomas severance pay of \$251,583 at the time of his retirement, allow him to remain on the Pathways medical insurance plan through September 30, 2025, and pay out any accrued but unused vacation time and unused sick time.

The directors of Pathways and Taleris have reached the conclusion that the proposed merger is desirable for the following reasons:

This strategic merger will result in members of Taleris gaining access to many new products/services and enhanced electronic access to their credit union membership accounts. Members will also gain additional full-service branch access, as the combined credit union will offer up to twelve (12) full-service branches.

Pathways will be delivering a Comprehensive Digital Experience for Taleris members. Pathways has the resources to improve account management with the latest technologies, including a full-service online access program with bill pay, mobile check deposit, mobile account access, pay anyone payments, text alerts, 24/7 online loan application solutions, and more.

Both credit unions share similar philosophies and a commitment to a high level of service, so apart from the benefits of an increased branch network and access to new products/services, members should see very little change during the transition. All staff members employed by Taleris will continue to be employed at Pathways.

If this merger is approved, Taleris members will automatically become Pathways members. The main office of Pathways Financial Credit Union will be located at 5665 N. Hamilton Rd., Columbus, OH 43230.

Enclosed with this Notice of Special Meeting is a Ballot for Merger Proposal.

There are three easy ways to register your vote:



By phone: Call 888-861-5681



By Mail: Complete and return your ballot in the enclosed postage-paid envelope so it is received by **March 4, 2025 (7 days prior to meeting). Branches cannot accept ballots or mail ballots for members.**



Online: Visit <https://taleriscu.cuballot.com/>

Scan QR Code
To Vote. →



BY ORDER OF THE BOARD OF DIRECTORS

Donald Salisbury

Board Chairman

*In person voting will not be permitted at the special meeting.


YOUR VOTE IS IMPORTANT!


IT'S TIME FOR MEMBERS TO VOTE ON OUR PROPOSED MERGER.


Your Board of Directors & Management of Taleris, together with the entire staff unanimously endorse this merger.

There are three easy ways to register your vote:

 **By phone:** Call 888-861-5681

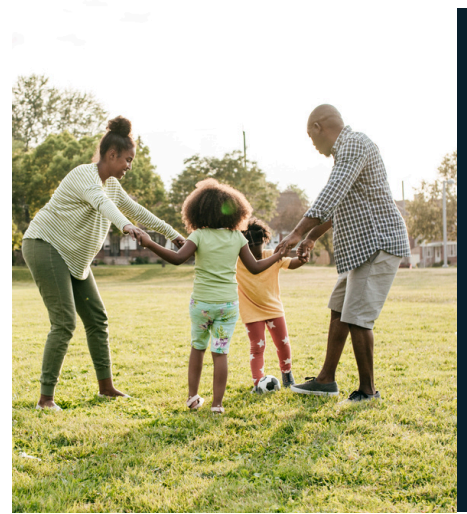
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 **Online:** Visit <https://taleriscu.cuballot.com/>

Scan QR Code
To Vote. 



*In person voting will not be permitted at the special meeting.



Who Benefits from Voting YES?

Community

Expanded support programs

- Added resources for community outreach programs
- Stronger Ohio market presence
- Significant long-term growth potential

Employees

New opportunities

- Greater career & advancement possibilities
- Competitive compensation/benefit programs
- New training & development resources

Member-Owners

Improved member experience

- Higher deposit rates
- Lower Loan rates
- Lower Account Fees
- More branches & ATMs
- Expanded financial products & services
- Improved technology infrastructure
- Additional staff
- Competitive rates & fees
- Robust Online and Mobile Banking Experience

Visit pathwayscu.com/taleris for details, FAQs, and voting instructions.

Together, We're Better!

Partnering with Pathways brings members more branches, products, services, and technologies.

- 12 combined branches throughout the state of Ohio and the continued convenience of the Shared Branch Network.
- Expanded financial products and services
- Powerful technology infrastructure
- Easy, low-rate auto loan financing
- Competitive deposit returns and lower loan rates

...and much more!



**7435 Broadview Rd.
Seven Hills, OH 44131**



We're here to answer your questions!



Online: Visit taleriscu.org/pathways



By Email: pathways@taleriscu.org



By Phone: 800-828-6446



*APY - Annual Percentage Yield. Swipe2Save Owner Rewards Savings Account balances \$5,000 and under will earn 10.00% APY compounded and credited quarterly; balances exceeding \$5,000 will earn regular Secondary Savings APY. Consult the Credit Union's Account Disclosure Rate Supplement for current APY. Round-up deposits will not be made in the instance of a negative checking account balance. The only deposits permitted into Swipe2Save Owner Rewards Savings Account are loan interest rebates, Pathways cash back credit card points redeemed for cash, round-up deposits from debit card transactions, and applicable credit union match funds. Share and checking accounts are federally insured for up to \$250,000 by the National Credit Union Administration (NCUA). Savings rates are subject to change without notice. We reserve the right to end or extend this offer at any time.