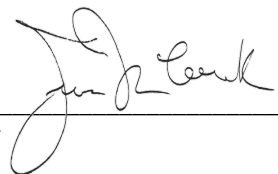


**SPECIAL RESOLUTION OF THE HOLDERS OF THE CLASS B SHARES, SERIES 97, 03, 10
and 19 OF EDUCATION CREDIT UNION LIMITED (the “Credit Union”)**

BE IT RESOLVED AS A SPECIAL RESOLUTION THAT:

1. The agreement to transfer all of the assets of the Credit Union Windsor Family Credit Union Limited (“WFCU”) and to permit WFCU to assume all of the Credit Union’s liabilities, entered into between the Credit Union and WFCU on the 25th day of May, 2020 (the “Asset Purchase Agreement”), be hereby adopted and approved without amendment or variation.
2. The Credit Union is hereby authorized, pursuant to section 297 of the *Credit Unions and Caisses Populaires Act, 1994*, as amended, to apply, at the time contemplated by the Asset Purchase Agreement, to the Chief Executive Officer of the Financial Services Regulatory Authority of Ontario for an order dissolving the Credit Union on the grounds that it has neither assets nor liabilities.
3. No further approval of the members or shareholders of the Credit Union be required if the Board of Directors of the Credit Union determines, in its sole and absolute discretion, that the conditions precedent for the benefit of the Credit Union contained in the Asset Purchase Agreement have not been met, and that the Credit Union will therefore not complete the transaction contemplated by the Asset Purchase Agreement.
4. Any officer or director of the Credit Union is authorized and directed to execute and deliver, in the name and on behalf of the Credit Union and under its corporate seal or otherwise, all such certificates, instruments, agreements, articles, notices, affidavits and other documents, and to do all such other acts and things, as in the opinion of such person may be necessary or desirable, either to carry out the intent of this resolution, or in connection with the Asset Purchase Agreement and with the performance by the Credit Union of its obligations thereunder.

APPROVED as a special resolution of the holders of the Class B Shares, Series 97, 03, 10 and 19 of Education Credit Union Limited at a meeting duly held electronically, this 26th day of August, 2020.


Chair


Corporate Secretary