

INFINITE Possibilities



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History



The heart of Luminus Financial *is* community. Founded over 70 years ago, Luminus has always put our communities first - and we always will.

On September 26, 1951 Starnews Credit Union was founded by a group of employees who realized they could better serve the financial needs of their community by partnering together. Their vision for finding new ways to serve each other has remained a focal point over the years, helping drive a long list of community-first decisions that have set Luminus Financial apart.

This year, we are thrilled to share some significant steps we've taken to advance our founders' vision while creating fresh opportunities they might not have envisioned. These steps include expanding through mergers and acquisitions, introducing new products to assist underserved and underbanked communities, and establishing a robust online presence to enhance member engagement.

In the years ahead, we eagerly anticipate the arrival of new opportunities. These moments will allow us to address the evolving needs of our community and collaborate even more effectively.

Vision & Mission Statement



Vision Statement

To enrich the lives of our member-owners & community.

Mission Statement

To provide everyday banking to individuals, families & businesses in Ontario with an expertise in under-banked markets.

Values Statement



Luminus is Adaptable, Responsive, Committed & Co-operative (ARCC)

Adaptable

We will expand opportunities by recognizing and responding to changes.

We will position products and services to attract the family unit.

We will embrace and be open to competitive trends.

Committed

We are committed to service excellence.

We will encourage a team environment committed to open and honest communication at all levels to provide better service to our members.

We will embrace and be open to changes that will keep us competitive.

We will be committed to bring financial awareness and understanding to members so they may be financially independent.

Responsive

We will treat everyone with respect and fairness.

We will be responsive and sensitive to the diverse needs of our members.

We will embrace and be open to changes that will keep us competitive.

Co-operative

We will operate in accordance with co-operative principals:

- Voluntary and Open Membership
- Democratic Member Control
- Member Economic Participation
- Autonomy and Independence
- Education, Training and Information
- Co-operation among Co-operatives
- Concern for Community

We will recognize our social responsibilities within our environment and community.

Our Promise



To our Member-Owners. We will:

Offer a full range
of competitive
financial products
and services.

Exemplify all
credit union
principles.

Listen to you.

Make you glad
to be a member,
always.

Share our
profits with you.

Respond with
your financial
best interests as
our priority.

Treat you as the
owner of our
institution-
because you are.

75th Annual General Meeting



April 3, 2025

- 1 CALL MEETING TO ORDER**
Confirmation of quorum
- 2 APPROVE MINUTES OF THE APRIL 4, 2024 ANNUAL GENERAL MEETING**
- 3 ELECTION OF DIRECTORS**
- 4 REPORTS**
Board of Directors Chair and CEO
Diversity Report
Executive Committee
Audit Committee
- 5 REVIEW OF THE 2024 FINANCIAL STATEMENTS**
- 6 NEW BUSINESS:**
Appointment of External Auditors
- 7 OTHER BUSINESS**
- 8 ADJOURNMENT**



Report of the Board of Directors Chair & CEO

This year, we have embraced the theme of **“Infinite Possibilities.”** We have done this in recognition that while we face a list of global and economic challenges, we are confident there are incredible opportunities for growth and success that lie just ahead for both our members and our credit union. As always, we also want to thank each of our members for their unwavering support. To each of you, we are deeply grateful.

Our Four Pillars

Reflecting on the past year’s achievements, the board and staff at Luminus Financial remained committed to our four core pillars:

- **Financial Stability** – Ensuring long-term growth and resilience.
- **Core Operations** – Strengthening our internal systems to serve you better.
- **Member-Focused Banking** – Putting our members at the heart of every decision.
- **Assurance & Trust** – Building confidence through transparency and reliability.

These principles have guided every step we’ve taken, helping us navigate challenges and create new opportunities for our members.

Maintaining Financial Stability

Throughout the past year, the global financial landscape presented numerous challenges for managing growth and stability, impacting both our members and the credit union. From economic uncertainties to shifting political priorities to constant market fluctuations. However, despite these obstacles, we have remained steadfast in our commitment to our members’ financial wellbeing, navigating market complexities by prioritizing

financial reviews and risk management. We see these challenges not as barriers, but as moments to innovate and grow.

Core Operations (and Integrations)

Sometimes, the biggest impact can come from the smallest of changes. In 2024, our focus for Core Operations was on continued integration of the Airline Financial systems and team. This work, while primarily non member-facing, has resulted in regular and continued improvements across the credit union. Our thanks go out to the teams and individuals who have been driving this forward.

2024 also provided several exciting opportunities for deepening the connection between the Airline Financial and Luminus Financial staff. Through group training sessions, team-building events, and our Luminus Appreciation Week (LAW), we sought opportunities to focus on building a supportive work environment and community. We encourage you to visit a branch to see the team at work!

Sustained Growth Through Member-Focused Banking

We are proud to announce that we also achieved several significant milestones, including continued growth of our membership base and the expanded

use of our core banking products such as credit cards, mortgages, and high-risk business banking services. These accomplishments have resulted in a notable increase in comprehensive income from **\$782,519 to \$2.4 million**. As a result, we are proud to declare an **annual dividend payout of 4.50%** for all membership and investment shares.

In 2024, we also made transformative updates to our banking experience to better serve our members. We completed a full-scale overhaul of our banking products and banking system, introducing the Infinite Chequing Account and Infinite Savings Account. As part of this initiative, we successfully transitioned all legacy accounts—across both Luminus Financial and Airline Financial—into these new, streamlined offerings. This new product base and system ensures a more seamless and consistent banking experience for all members.

Additionally, we completed a full redesign of the Luminus Financial website, implementing a more user-friendly interface with updated content and a streamlined member application process. This new digital experience enhances accessibility, making it easier than ever for members to manage their finances.

Furthermore, our new online account-opening system (ASAPP) has helped improve the application process for member-owners and staff. Since the launch, hundreds of applications have been processed for products, new member-owner applications, and campaign promotions. This rapid adoption highlights that member-owners are ready for digital enhancements that help improve their daily banking experience.



Michael Mathieson

CHAIR, BOARD OF DIRECTORS

Assurance & Trust

In 2024, Luminus Financial continued to prioritize assurance and trust through various initiatives aimed at enhancing governance, risk management, and compliance. Our internal and external audits revealed minimal high-risk findings, demonstrating our commitment to maintaining high standards. To further improve governance, risk, reporting, and business intelligence capabilities, we are developing data dashboards for dynamic reporting and reviewing procedures and policies across various departments. These efforts reflect our ongoing commitment to assurance and trust, ensuring that we remain a reliable and trusted partner for our members and stakeholders.

Looking Ahead

As we look to the future, we remain committed to our core values of adaptability, responsiveness, commitment, and cooperation. We will continue to invest in innovative solutions, sustainable practices, and community enrichment. We encourage our members to embrace the possibilities that lie ahead, as we work together to achieve new milestones and create a brighter future.

Again, we extend our heartfelt gratitude to our member-owners, employees, and partners for their continued support and trust. Together, we will navigate the evolving financial landscape and seize new opportunities for growth and success. With your support, the possibilities are truly infinite.



George De La Rosa

CHIEF EXECUTIVE OFFICER

Financial Results



The following financial results were achieved in 2024



Comprehensive income

\$2.4 Million



Members' deposits

\$ 276.6 Million



Financial income

\$14.1 Million



Total assets

\$293.4 Million



Loans to members

\$185 Million



Interest paid to members

\$7.6 Million



Member's equity

\$14.8 Million

Executive Committee Report

The Executive Committee continues to serve the members of Luminus Financial and is pleased to share the following information with its members.

For the fiscal year of 2024, a total of 175 credit applications were approved and funded with a value of \$23,667,904.

The following chart details the net funded balances within the following loan classes and compares them to the previous two years*:

Loan Class	#	2024		2023		2022	
		\$	#	\$	#	\$	#
Residential Lending	42	\$15,896,554	35	\$12,763,907	47	\$18,856,642	
HELOCs	33	\$4,431,000	18	\$3,848,500	22	\$2,981,900	
Personal Loans	89	\$664,797	66	\$390,416	18	\$210,382	
Personal LOCs	9	\$98,500	16	\$108,500	1	\$15,000	
Commercial Lending	2	\$2,577,053	4	\$4,665,750	4	\$2,130,099	
Total	175	\$23,667,904	139	\$21,777,073	92	\$24,194,023	

**Active funded loans in current year; overdraft accounts have not been included in the above table*

Luminus Financial serves its core members and welcomes new members with a focus on providing innovative mortgage solutions to support the needs of conventional individuals and businesses as well as those that are underbanked.

Credit funded growth for 2024 was up 8.68%, year over year, led primarily by residential mortgages (growth of 24.54%). We also note continued strong demand for Home Equity Lines of Credit,

primarily from our Airline division. Specifically of note, personal loan growth was strong with growth of 70.28%, year over year.

Inflationary pressures and the interest rate policies enacted by the Bank of Canada, had presented a challenging economic environment in the current year. Along with our successes, we have had experienced an increase in bad debts. Written off loans total \$66,613, an increase of \$40,302

or 153.18%, year over year. We do note that our bad debt recovery in 2024 of \$23,013.33 have improved significantly as compared with 2023 of \$3,052.

The Executive Committee continues its role of reviewing and approving all director and officer loans as well as policy exceptions required. The committee also provides management with valuable suggestions to apply to the everyday business of the credit union.

Presented April 3, 2025 by the Executive Committee:

Jonathan Bowness
Ashana Khanna
Michael Mathieson

Report of the Audit Committee

Pursuant to section 104 of the Credit Unions and Caisses Populaires Act, 2020, the board of directors appointed a minimum of three (3) directors to the Audit Committee, a sub-committee of the board.

The Audit Committee met on a quarterly basis to carry out their duties as defined in the Act and as stipulated in the credit union’s policies and procedures. The following were the duties performed by the Audit Committee during 2024:

- Reviewed complaints and issues concerning privacy and ensured compliance with the Personal Information Protection and Electronic Documents (PIPED) Act initiated in 2001. We can report that Luminus Financial is in compliance with the legislation as of December 31, 2024.
- Reviewed results of the external audit services provided by MNP LLP.
- Developed and approved an internal audit plan in collaboration with PRA Canada.
- Reviewed the Luminus Disaster Recovery Plan that will ensure protection of the assets of Luminus and its members, in the event that unforeseen circumstances prevent normal operating conditions.
- Reviewed risk management policies and procedures of Luminus. This review pointed no major areas of weakness that require correction.
- Reviewed the policies, procedures and controls used by management to which relate to legislative compliance with particular focus on Capital, Liquidity Management, Investment and Interest Rate Risk.
- Reviewed regular reports provided by management to ensure that Luminus complies with the Proceeds of Crime (Money Laundering) and Terrorist Financing Act.
- On March 5, 2025 the Audit Committee met with the external auditors to review and discuss the draft financial statements for the year ended December 31, 2024. A report was presented to the Board of Directors for approval of the draft financial statements which was held on March 14, 2025.
- On March 14, 2025 the Audit Committee provided a recommendation to the Board of Directors to recommend MNP LLP as the external auditors for Luminus Financial for the fiscal year of 2025.

Respectfully presented this 3rd day of April, 2025.

Jonathan Bowness	CHAIR	Paul Miller	DIRECTOR
Jon Olinski	VICE-CHAIR	Gavin Price	DIRECTOR
Glenn Pollinger	DIRECTOR	Donna Johnson	DIRECTOR

Investment Share Dividends



As with every year, Luminus Financial shares a portion of its profits with member-owners through dividends on investment and membership shares. This year we are pleased to announce the following:

Class A series 1 Investment Shares:

Member-owners that held Class A Series 1 Investment Shares as of December 31st, 2024 will receive a dividend of **4.50%**

Class A series 2 Investment Shares:

Member-owners that held Class A Series 2 Investment Shares as of December 31st, 2024 will receive a dividend of **4.50%**

Membership Shares:

Member-owners that held Membership Shares as of December 31st, 2024 will receive a dividend of **4.50%**

**Dividends will be paid into eligible accounts
no later than April 30, 2025.**

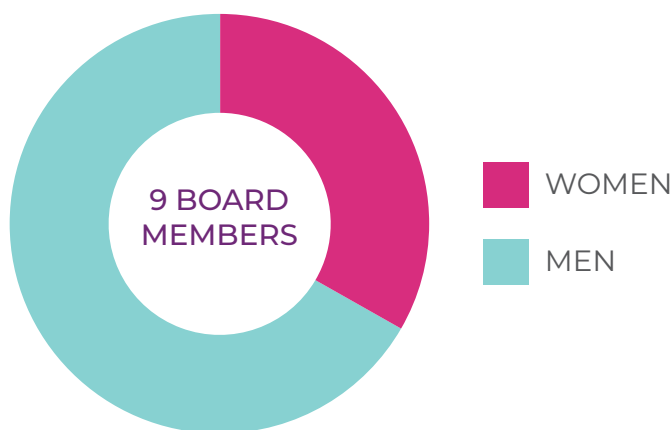
Diversity Report



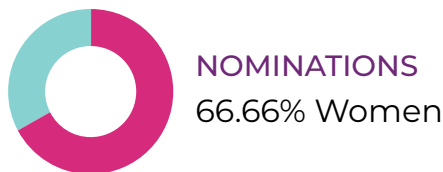
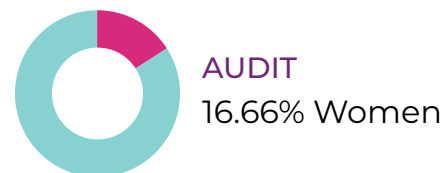
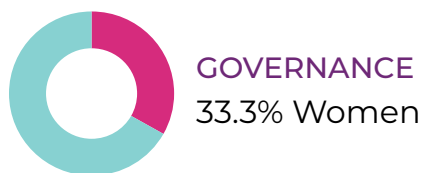
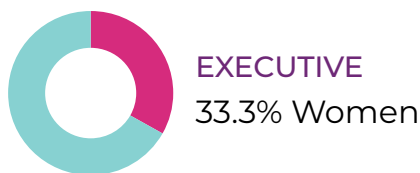
As per the 2020 Credit Union Act, Luminus Financial must provide a gender diversity report to its membership. Below are some details on the gender diversity of our entire board of directors, and broken down by the various committees that each director volunteers their time to.

FOR THE 2024 YEAR:

We currently have 9 Board members, and the percentage of women is 33.33%



FURTHER BROKEN DOWN BY COMMITTEE:



Management's Responsibility



To the Members of Luminus Financial Services & Credit Union Limited

The accompanying summary financial statements and the complete financial statements of Luminus Financial Services & Credit Union Ltd. (collectively, the “financial statements”) are the responsibility of management and have been approved by the Board of Directors.

Management is responsible for the preparation and presentation of the financial statements, including responsibility for significant accounting judgments and estimates in accordance with IFRS® Accounting Standards. This responsibility includes selecting appropriate accounting policies and methods, and making decisions affecting the measurement of transactions in which objective judgment is required.

In discharging its responsibilities for the integrity and fairness of the financial statements, management designs and maintains the necessary accounting systems and related internal controls to provide reasonable assurance that transactions are authorized, assets are safeguarded, and financial records are properly maintained to provide reliable information for the preparation of financial statements.

The Board of Directors is responsible for overseeing management in the performance of its financial reporting responsibilities, and for approving the financial statements. The Audit Committee has the responsibility of meeting with management and external auditors to discuss the internal controls over the financial reporting process, auditing matters and financial reporting issues. The Audit Committee is also responsible for recommending the appointment of the Credit Union's external auditors.

MNP LLP, an independent firm of Chartered Professional Accountants, is appointed by the members to audit the financial statements and report directly to them; their report follows. The external auditors have full and free access to, and meet periodically and separately with, both the Audit Committee and management to discuss their audit findings.

Adam Kirilo

VP, FINANCE & INFORMATION SECURITY

George De La Rosa

CHIEF EXECUTIVE OFFICER

Independent Auditor Report

On the Summary Consolidated Financial Statements

MNP

MNP LLP

50 Burnhamthorpe Road West, Suite
900, Mississauga ON, L5B 3C2
T: 416.626.6000 F: 416.626.8650

To the Members of Luminus Financial Services & Credit Union Limited

Opinion

The summary financial statements, which comprise the summary statement of financial position as at December 31, 2024, and the summary statements of income and comprehensive income and changes in members' equity for the year then ended, and related notes, are derived from the audited financial statements of Luminus Financial Services & Credit Union Ltd. (the "Credit Union") for the year ended December 31, 2024.

In our opinion, the accompanying summary financial statements are a fair summary of the audited financial statements, on the basis described in Note 1.

Other Matter

The summary financial statements of the Credit Union for the year ended December 31, 2023 were audited by another auditor who expressed an unmodified opinion on those summary statements on March 6, 2024.

Summary Financial Statements

The summary financial statements do not contain all the disclosures required by IFRS® Accounting Standards as issued by the International Accounting Standards Board. Reading the summary financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited financial statements and the auditor's report thereon.

The Audited Financial Statements and Our Report Thereon

We expressed an unmodified audit opinion on the audited financial statements in our report dated March 19, 2025.

Management's Responsibility for the Summary Financial Statements

Management is responsible for the preparation of the summary financial statements on the basis described in Note 1.

Auditor's Responsibility

Our responsibility is to express an opinion on whether the summary financial statements are a fair summary of the audited financial statements based on our procedures, which were conducted in accordance with Canadian Auditing Standards (CAS) 810, Engagements to Report on Summary Financial Statements.

MNP LLP

Mississauga, Ontario
March 19, 2025

Chartered Professional Accountants
Licensed Public Accountants

Summary Consolidated Financial Statements

Luminus Financial Services & Credit Union Limited Summary Consolidated Statement of Financial Position as of December 31, 2024

	2024	2023
Assets		
Cash	\$74,492,970	\$10,030,744
Investments	31,184,308	14,701,783
Loans to members	185,037,572	191,546,895
Other assets	1,490,569	1,858,789
Property and equipment	1,000,796	1,121,315
Intangible assets	227,929	291,016
	\$293,434,144	\$219,550,542
Liabilities, member entitlements and members' equity		
Liabilities		
Members' deposits	276,573,331	204,345,022
Other liabilities	1,679,225	1,904,814
Members' share capital	407,060	399,665
	278,659,616	206,649,501
Members' funds		
Members' share capital	5,403,992	5,666,288
Contributed surplus	2,890,257	2,890,257
Retained earnings	6,480,279	4,255,280
Accumulated other ther comprehensive loss	-	89,216
	14,774,528	12,901,041
	\$293,434,144	\$219,550,542

On behalf of the Board of Directors:



Michael Mathieson



Jonathan Bowness

A full set of audited consolidated financial statements is available from the Credit Union.

Luminus Financial Services & Credit Union Limited Summary

Statement of Comprehensive income

Year Ended December 31, 2024

	2024	2023
Financial income		
Interest on loans to members	\$9,817,177	\$8,550,497
Investment income	4,304,574	805,766
	14,121,751	9,356,263
Financial expense		
Interest on members' deposits	7,572,268	5,300,676
Interest on external borrowings	-	96,983
	7,572,268	5,397,659
Net interest income	6,549,483	3,958,604
Provision for loan losses	75,432	14,448
Net interest income after provision for loan losses	6,474,051	3,944,156
Other income	1,959,867	1,663,925
Net interest and other income	8,433,918	5,608,081
Operating expenses		
Administrative expenses	2,675,591	2,296,638
Remuneration to staff	2,319,957	2,195,374
Depreciation and amortization	224,344	382,810
	5,219,892	4,874,822
Income before distributions and taxes	3,214,026	733,259
Distribution to members	(32,007)	(15,578)
Income before income taxes	3,182,019	717,681
Income taxes		
Current	634,550	32,365
Deffered	57,400	35,817
	691,950	68,182
Net income	2,490,069	649,499
Other comprehensive income (loss)		
Unrealized gain (loss) on investments measured at FVOCI	(101,550)	159,231
(Provision for) recovery of income taxes - deferred	12,334	(26,211)
Other comprehensive income (loss) for the year	(89,216)	133,020
Net comprehensive income for the year	\$2,400,853	\$782,519

A full set of audited consolidated financial statements is available from the Credit Union.

Luminus Financial Services & Credit Union Limited

Summary Statement of Changes in Equity

Year Ended December 31, 2024

	Share Capital	Contributed surplus	Retained earnings	Accumulated other comprehensive income	Total members' equity
Balance January 1, 2023	5,776,523	899,806	3,841,506	(99,920)	10,417,915
Net income	-	-	649,499	-	649,499
Redemption of investment shares	(110,235)	-	-	-	(110,235)
Accumulated other comprehensive income	-	-	-	133,020	133,020
Realized loss on investments measured at FVOCI	-	-	-	56,116	56,116
Dividends to members (net of tax of \$32,755)	-	-	(235,725)	-	(235,725)
Arising on business combination	-	1,990,451	-	-	1,990,451
Balance December 31, 2023	5,666,288	2,890,257	4,255,280	89,216	12,901,041
Net income for the year	-	-	2,490,069	-	2,490,069
Dividend to members (net of tax of \$55,550)	-	-	(265,070)	-	(265,070)
Redemption of investment	(262,296)	-	-	-	(262,296)
Accumulated other comprehensive loss	-	-	-	(89,216)	(89,216)
Balance December 31, 2024	5,403,992	2,890,257	6,480,279	-	14,774,528

A full set of audited consolidated financial statements is available from the Credit Union.

Luminus Financial Services & Credit Union Limited

Note to the Summary Consolidated Financial Statements

as of December 31, 2024

Management is responsible for the preparation of the summary financial statements. The summary financial statements presented include the summary statement of financial position, and the summary statements of income and comprehensive income and changes in equity. They do not include the summary statement of cash flows, summary of significant accounting policies, or notes to the financial statements and accompanying schedules. The summary statements of financial position, income and comprehensive income and changes in equity are presented in the same detail as the audited financial statements except the note referencing has been removed.

Minutes of the Annual General Meeting

5395 Eglinton Avenue West, Etobicoke, Ontario
April 4, 2024, 5:30 PM

CALL TO ORDER

Michael Mathieson, Chair, Board of Directors, welcomed everyone to the 74th annual general meeting of Luminus Financial Services and made the following welcoming remarks:

"As member-owners of Luminus Financial, your presence at the annual general meeting is not only valued, but essential. Your active participation in our governance is what makes credit unions truly unique and vibrant. Tonight, we gather to reflect on the past year, celebrate our achievements, and chart the course for the future.

We prepared an engaging agenda for the evening filled with updates on our financial performance and strategic initiatives. We hope that you will find the discussions enlightening and the interactions enriching. So, sit back and relax."

The Chair confirmed that the required quorum was reached with 45 member-owners in attendance in person and virtually and declared the meeting duly constituted to conduct business. The meeting was called to order at 5:36 p.m.

The Chair welcomed guests Aliyana De La Rosa, Jeremy Picco of PRA, Penny Rintoul of RZCD Law Firm, Larry Swiniarski from FSRA, and Joe Bates from MNP LLP.

APPROVAL OF THE AGENDA

The Chair directed the member-owners' attention to the proposed agenda in the meeting materials.

MOTION to approve the agenda as presented.

Moved by:..... Elmars Berzins

Seconded by:..... Carlo Polidoro

Carried

MINUTES OF THE MEETING HELD ON APRIL 27, 2023

Ashana Khanna, Corporate Secretary, directed the member-owners' attention to the minutes of the annual general meeting held on April 27, 2023. As everyone received a copy before the meeting, she asked for a motion to dispense with the reading of the minutes.

MOTION to dispense with the reading of the minutes of the annual general meeting held on April 27, 2023.

Moved by:..... Glenn Pollinger

Seconded by:..... John Cameron

Carried

Ashana Khanna asked if there were any amendments required. None being requested, she asked for a motion to approve the minutes as presented.

MOTION to approve the minutes of the annual general meeting held on April 27, 2023, as presented.

Moved by:..... Tyler Ferris

Seconded by:..... Diane Pollinger

Carried

AMENDMENTS TO THE BY-LAW

The Chair stated that at last year's AGM, the credit union's by-law was amended to ensure full compliance with the newly enacted Credit Unions and Caisses Populaires Act, 2020. While Luminus implemented the changes required, the Board would like to recommend a housekeeping amendment.

He advised that the following new paragraph was added between the second-last and last paragraphs of section 7.02 to articulate how the annual Gender Diversity Report will be presented to the membership:

"The notice shall also specify that a report on the gender diversity of the Board shall be presented at the meeting."

The Chair advised that member-owners attending the meeting in person were provided with copies of the amended by-law, and those attending virtually received an electronic copy.

The Chair asked if there were any questions. No questions were posed.

MOTION to approve the amendments to Luminus Financial By-Law #1 as presented.

Moved by: Arnella Renda

Seconded by:..... Karen Routliffe

Carried

REPORT OF THE CHAIR OF THE BOARD OF DIRECTORS AND THE CHIEF EXECUTIVE OFFICER

The Chair presented the following report:

“Last April, Airline Financial members voted “yes” to the credit union’s acquisition by Luminus Financial. Since then, our teams have been diligently working to bring the two organizations together, a process that has required significant effort on both sides. We recognize that during that time, we may have fallen a bit silent, leaving current and new members wondering how it was progressing. Now, coming up on the anniversary of that vote, we are excited to share that many changes have been completed and some exciting new ones are about to launch. So, if you are ready to learn more, we encourage you to continue reading, call us for a conversation, or participate in the AGM to see what has been completed in the past year.

Navigating A Roller-Coaster Year

As we reflect on the past year, we are pleased to present the summary report of Luminus Financial’s performance in 2023. Despite the volatile economic landscape in Canada, we have remained steadfast in our commitment to deliver sustainable growth and ensure the long-term viability of our credit union.

As always, this commitment was led by our four foundational pillars:

- Financial Stability
- Core Operations
- Member-Focused Banking
- Assurance and Trust

Financial Stability – Delivering sustainable growth of risk-adjusted net income that enables the long-term viability of Luminus Financial.

In a year marked by market fluctuations, global conflict, and economic uncertainties, Luminus Financial stood resilient. With a close eye on market changes, the Board and executive teams navigated the rollercoaster ride of shifting rates and profits to help ensure the stability of our credit union. Despite these challenges, we are delighted to announce that we increased our comprehensive income from \$478,714 to \$782,519. As a result, we are proud to declare a dividend payout of 5.5% for all membership and investment shares, a testament to our financial strength and commitment to our member-owners.

Core Operations – Aligning our product and service offering to our target markets makes banking with Luminus Financial simple and easy.

In 2023, the successful acquisition of Airline Financial added close to 1,700 new members to our family, and we have been working diligently to integrate both organizations seamlessly. This work has involved extensive efforts such as employee training, branch retrofits for Weston and Eglinton (the previous Airline Financial branch), and development of a new website and mobile app that consolidates both Luminus and Airline platforms. This summer, we will also integrate our Airline members into our banking system, making day-to-day banking simple and more convenient

for them. In addition, we are excited to introduce a new suite of revised products, including our Infinite Chequing Account, which offers a range of exciting new benefits for members, including free daily banking, expanded overdraft protection, and buyers' protection – an insurance benefit protecting purchases made via your chequing account through INTERAC debit card or cheque.

Member-Focused – Delivering needs-based banking that helps those who are creditworthy and underserved.

At Luminus Financial, we remain committed to delivering needs-based banking services. In 2023, our Specialty-High Risk Entity Member (SHREM) program continued to provide essential banking services to regulated high-risk and special businesses, showcasing our dedication to inclusivity and accessibility for underserved industries. Additionally, our ongoing support for Dress for Success Toronto underscores our commitment to empowering women by providing them with the tools and resources for a brighter future.

Member-Focused – Delivering needs-based banking that helps those who are creditworthy and underserved.

At Luminus Financial, we remain committed to delivering needs-based banking services. In 2023, our Specialty-High Risk Entity Member (SHREM) program continued to provide essential banking services to regulated high-risk and special businesses, showcasing our dedication to inclusivity and accessibility for underserved industries. Additionally, our ongoing support for Dress for Success Toronto underscores our commitment to empowering women by providing them with the tools and resources for a brighter future.

Assurance and Trust – Maintaining rigorous oversight and governance policies that enable the delivery of our mission.

Finally, we take our role in regulatory compliance and governance very seriously. This year, we revamped the governance sections of our website, providing much-requested information about how we maintain oversight, how member-owners can take part in governance, and where to go should a member-owner have a question or complaint. Furthermore, we are proud to announce that three of our Board Directors received their Accredited Canadian Credit Union Director status, bringing the total to five Directors out of nine with this prestigious designation. That underscores our dedication to upholding the highest standards of governance and accountability.

In conclusion, 2023 has been a year of resilience, growth, and unwavering commitment to our member-owners. We extend our heartfelt gratitude to our member-owners and employees for their continued support of, and dedication to our transition and growth. Together, we will continue to lead Luminus Financial forward.”

George De La Rosa, Chief Executive Officer, presented the following report:

“I am pleased to report that:

- Comprehensive income was \$782,519
- Total assets were \$219 million
- Members' deposits increased to \$204.3 million
- Interest paid to members was \$5.4 million

- Financial income was \$9.4 million
- Members' equity was \$12.9 million
- Loans to members were \$191.5 million

I would like to take this opportunity to thank the Board of Directors. They volunteer their time and expertise to guide senior management in the strategies we put forward.

I have been with Luminus Financial for almost 20 years, and we have seen such great results, particularly since 2010, when we started merging with other credit unions. When I came on board, the credit union had 30 million in assets, now we have \$219 million. We hope to be over \$300 million by the end of 2024.

We have great staff who dedicate their time to assisting our members. One of the key differences in dealing with a credit union is that we get to know you and strive to find solutions for you.

I am excited about the future. This summer, we will be working diligently to transfer our Airline members to the new banking system. Watch your mail and email for information about your debit card and online banking.”

The Chair asked if there were any questions. There being none, he asked for a motion to approve the reports.

MOTION to approve the Board of Directors' Report and the Report of the Chief Executive Officer as presented.

Moved by: Carlo Polidoro

Seconded by:..... Arnella Renda

Carried

EXECUTIVE COMMITTEE REPORT

Jonathan Bowness, Board and Executive Committee Vice Chair, presented the following report:

“As the Vice-Chair of the Executive Committee, I would now like to take this opportunity to present the Executive Committee Report on behalf of myself, Michael Mathieson, and Ashana Khanna.

During the year, we served the members of Luminus Financial by approving all Director and Officer loans. The Committee also provides senior management with valuable suggestions to apply to the everyday business of the credit union. On the screen, you will see the total number of loans for each class and their total value.

For the fiscal year of 2023, a total of 139 credit applications were approved and funded with a value of \$21,777,073. During the 2023 fiscal year, we also had 24 applications, which were cancelled or declined, as they had rescinded their request or did not meet the criteria from a credit or policy perspective.

As of December 31, 2023, the Expected Credit Loss (ECL) allowance has increased by \$113,589 to \$378,964, year over year.

Thank you again to Committee members Michael Mathieson and Ashana Khanna.”

Jonathan Bowness asked if there were any questions. There being none, he asked for a motion to approve the report.

MOTION to approve the Executive Committee Report as presented.

Moved by: Colleen Gray

Seconded by: Diane Pollinger

Carried

AUDIT COMMITTEE REPORT

Jonathan Bowness, Chair of the Audit Committee, presented the following report:

“Pursuant to the Credit Unions and Caisses Populaires Act, the Board of Directors is required to appoint a minimum of three directors to the Audit Committee, a sub-committee of the Board. I am pleased to inform you that our Board of Directors assigned six individuals to the Audit Committee. In addition to myself, Jon Olinski, Donna Johnson, Paul Miller, Glenn Pollinger, and Gavin Price are the members of the Committee.

The Audit Committee met at least every quarter to carry out its duties as defined in the Act and as stipulated in the credit union’s policies and procedures. A summary of those duties is in your Annual Report on page 12. They include:

- Complaints and issues concerning privacy.
- The results from the external audit services provided by Tinkham LLP.
- The Luminus operational resilience plan and risk management policies and procedures.
- The policies, procedures, and controls used by Management that relate to legislative compliance with a particular focus on capital, liquidity management, investment and interest rate risk.
- The risk management policies and procedures of Luminus Financial.
- The regular reports presented by Management to ensure that Luminus complies with the Proceeds of Crime (Money Laundering) and Terrorist Financing Act.

Finally, on March 6, 2024, the Committee met with the external auditors to review, discuss, and accept the draft financial statements for the year ended December 31, 2023. We have included a summary of the financial statements in your annual report starting on page 16. Copies of the complete financial statements are available upon request.”

Jonathan Bowness thanked the members of the Audit Committee who volunteered their valuable time.

He asked if there were any questions. There being none, he asked for a motion to approve the report.

MOTION to approve the Audit Committee Report as presented.

Moved by: Paul Miller

Seconded by:..... Glenn Pollinger

Carried

DIVIDEND DECLARATION

The Chair announced that:

“Each year, Luminus Financial shares a portion of its profits with member-owners through dividends on investment and membership shares. This year, we are pleased to announce that:

Member-owners that held Class A Series 1 and Series 2 Investment Shares, as well as Membership Shares as of December 31, 2023, have received a dividend of 5.50%. Dividends will be paid into eligible accounts no later than April 30, 2024.”

DIVERSITY REPORT

The Chair reported that:

“This year’s Gender Diversity Report can be found on page 13 of the annual report. It provides details on the gender diversity of our Board of Directors and a breakdown by Committee.

We currently have nine Board members, and the percentage of women is 33.33%. The breakdown by Committee is as follows:

Executive.....	33.33%
Governance	40%
Audit	16.6%
HR and Compensation	25%
Nominations	33.33%
Mergers and Acquisitions	25%
Education and Development.....	50%

REPORT OF THE INDEPENDENT AUDITOR ON THE SUMMARY FINANCIAL STATEMENTS

Jonathan Bowness stated that he would present the Report of the Independent Auditor on the 2023 Summary Financial Statement on behalf of the external auditors Tinkham LLP and answer any questions posed.

He advised that the summary of the audited financial statements was on pages 15 to 18 of the Annual Report, but if member-owners required a full copy they could request one from staff members by calling or emailing the office.

Jonathan Bowness read the Independent Auditor Report:

"To the Members of Luminus Financial Services & Credit Union Limited Opinion

The summary consolidated financial statements, which comprise the summary consolidated statement of financial position as of December 31, 2023, and the summary consolidated statement of comprehensive income for the year then ended, and related notes, are derived from the audited consolidated financial statements of Luminus Financial Services & Credit Union Limited for the year ended December 31, 2023.

In our opinion, the accompanying summary consolidated financial statements are a fair summary of the audited consolidated financial statements on the basis described in the note to the summary consolidated financial statements.

Summary Financial Statements

The summary consolidated financial statements do not contain all the disclosures required by International Financial Reporting Standards. Reading the summary consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements and the auditor's report thereon.

The Audited Financial Statements and Our Report Thereon

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated March 6, 2024.

Management's Responsibility for the Summary Financial Statements

Management is responsible for the preparation of the summary consolidated financial statements on the basis described in the note to the summary consolidated financial statements.

Auditor's Responsibility

Our responsibility is to express an opinion on whether the summary consolidated financial statements are a fair summary of the audited consolidated financial statements based on our procedures, which were conducted in accordance with Canadian Auditing Standard 810, Engagements to Report on Summary Financial Statements."

Jonathan Bowness asked if there were any questions. There being none, he asked for a motion to approve the audited financial statements.

MOTION to approve the audited financial statements for the fiscal year ending December 31, 2023, as presented.

Moved by: Karen Routliffe

Seconded by:..... Carlo Polidoro

Carried

APPOINTMENT OF THE AUDITOR

Jonathan Bowness thanked the staff at Tinkham LLP for all the work they did as Luminus’ external auditors over the past three years. He stated:

“In this ever-changing financial environment, Luminus must continue to evolve to fulfill its mission to provide banking services to credit-worthy and under-served individuals, families and businesses in Ontario. After much discussion, the Audit Committee decided that it would be prudent to recommend that Luminus Financial change its external auditors for 2024, to bring new insights and experiences to the audit process. As a result, I am pleased to recommend that MNP LLP be appointed as the external auditors for Luminus Financial.”

Jonathan Bowness asked if there were any questions. There being none, he asked for a motion to approve the Audit Committee’s recommendation.

MOTION to appoint MNP LLP as the external auditor for 2024 and authorize the Board of Directors to fix the remuneration of such auditor.

Moved by: Elsa Mueller

Seconded by:..... Glen Pollinger

Carried

ELECTION OF DIRECTORS

Glenn Pollinger presented the following report:

“As the Chair of the Nominations Committee, I am pleased to announce the results of the Board of Directors election. Earlier this year, we announced to our membership that for 2024, we had

three vacant Board positions to fill, comprised of three 3-year terms. All member-owners in good standing were encouraged to review our nomination package and consider putting their names forward to serve our member-owners on the Board of Directors of Luminus Financial.

The Nominations Committee received three applications before the deadline that met the criteria. As the number of candidates equals the number of vacancies, they will be acclaimed. In alphabetical order by surname, they are:

Colleen Gray – 3-year term
Michael Mathieson – 3-year term
Paul Miller – 3-year term

Congratulations to our returning Directors. I look forward to working with you again.”

OTHER BUSINESS

The Chair introduced the entire Board of Directors and then asked if there was any other business that owner-members would like to raise. There being none, he asked for a motion to adjourn the annual general meeting.

ADJOURNMENT

MOTION to adjourn the annual general meeting.

Moved by..... Arnella Renda

Seconded by..... Tyler Ferris

Carried

The Chair thanked the member-owners for attending and the annual general meeting adjourned at 6:06 p.m.



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Memberships are open to anyone
living or working in Ontario.

