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Stockholder Information

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River Valley AgCredit 2024 Annual Stockholders' Meeting Official Notice

Annual Meeting Information Statement

The annual meeting of River Valley AgCredit will be held in sectional meetings this year for your convenience.

You are invited to attend any one of the following sectional meetings:

West Region:

Thursday, November 14, 2024 – Graves County High School, Mayfield, KY

Meal begins at 4:45 p.m. CST with meeting beginning at 7:00 p.m. CST

East Region:

Monday, November 18, 2024 – Rhea County High School, Evensville, TN

Meal begins at 5:30 p.m. EST with meeting beginning at 6:30 p.m. EST

As of September 3, 2024 there were 3,482 C stockholders of River Valley AgCredit, comprised of 1,874 C stockholders in the East Region and 1,608 in the West Region. The East Region consists of the Tennessee counties of: Bledsoe, Bradley, Hamilton, Loudon, Marion, McMinn, Meigs, Monroe, Polk, Rhea, Roane, and Sequatchie. The West Region consists of the Kentucky counties of: Ballard, Calloway, Carlisle, Fulton, Graves, Hickman, McCracken, and Marshall. All C stockholders, as of the meeting dates, will be eligible to vote on candidates for director positions for West Region, Seat 4; and East Region, Seat 3. They will also vote for candidates for the 2025 Nominating Committee, which will consist of at least 11 Voting Stockholders, one from each of the following regions: Hamilton/Rhea/Marion, Bradley/Polk, Bledsoe/Sequatchie, McMinn/Meigs, Monroe/Roane/Loudon, Graves, Carlisle, Hickman, Fulton, Ballard/McCracken, Calloway/Marshall. Nominees for both director and nominating committee positions are selected from specific regional areas in order to achieve fair representation of stockholders in the Association's territory.

NOMINATING COMMITTEE REPORT

The 2024 Nominating Committee of River Valley AgCredit consisting of Keith Lowry, Bobby Toon, Randy Deweese, Nathan Wilson, Jay Middleton, Kelly Overbey, James Housley, Chuck McSpadden, Justin Jackson, Perry Philpot, and Mark Mills met by conference call at 8:30 am CDT/9:30 am EDT on Tuesday, August 20, 2024. The purpose of this meeting was to make nominations for directors for West Region, Seat 4; and East Region, Seat 3 positions. The Committee also made nominations for the 2025 Nominating Committee members, all of which are to be elected at the 2024 Annual Stockholders Meetings. Keith Lowry was elected as Chairman and James Housley was elected as Secretary.

The Corporate Secretary of the Association reviewed the information that was previously provided at the recent Advisory Committee meetings, which included: the Association Bylaws, the Director Qualification Policy, the Election of Director Policy, a list of all stockholders, the previous year's Board Self-Evaluation, the FCA publication – The Director's Role, and the FCA publication – The Role of the Farm Credit System Nominating Committee. A nomination was made, seconded and carried by the Nominating Committee to place the following candidates on the ballot for the director's positions:

WEST REGION, SEAT 4: Andrew Falwell

EAST REGION, SEAT 3: Don Massengale and Michael Mayfield

It must be noted the Nominating Committee, as directed by the Board, diligently sought to find two possible nominees for the director position for the West Region, Seat 4 position, but only one nominee could be obtained for these seats. The Nominating Committee promptly submitted written explanation of the reasons why it was unable to find more than one such persons, directly following the Committee Meeting.

A motion was made, seconded and carried by the Nominating Committee to list director candidates on the ballot, listing the incumbent director first on the ballot.

Nominations from the floor for both Director Candidates and Nominating Committee members will be handled as follows:

- Will be considered for every open stockholder-elected Director position or Nominating Committee Member
- Will be accepted at the first sectional meeting only
- Must be made by a voting stockholder
- May be seconded by a voting stockholder
- Must be accepted by the nominee
- Nominee must complete in writing at the meeting all disclosures required by FCA regulation

It was noted by the Nominating Committee that all nominees had been contacted personally by a committee member from the respective counties.

Also a motion was made, seconded and carried to nominate the following candidates for the 2025 Nominating Committee. A motion was made, seconded and carried to list the nominees for the 2025 Nominating Committee in alphabetical order on the ballot. From the Nominating Committee candidates, one will be elected as the Nominating Committee member and the others will serve as the Nominating Committee alternates.

CARLISLE COUNTY:

Benjamin "Ben" Beasley and Bobby Toon

HICKMAN COUNTY:

Deke Deweese and Carl "Dillon" Pirtle

FULTON COUNTY:

Nathan Campbell and James Matthew "Matt" Moss

BALLARD/MCCRACKEN COUNTIES:

Collin Cooper and Tyler Powell

CALLOWAY/MARSHALL COUNTIES:

Timothy "Tim" Lax and Kelly Overbey

GRAVES COUNTY:

Keith Lowry, Johnny "Monroe" Matheny III, and Cody Payne

HAMILTON/RHEA/MARION COUNTIES:

James Housley and Timothy "Tim" Pritchett

BRADLEY/POLK COUNTIES:

Adam Hair and Charles Hannah

BLED SOE/SEQUATCHIE COUNTIES:

Justin E. Jackson and Matthew "Matt" Ritchey

MCMINN/MEIGS COUNTIES:

Dustin Beck and Scott Brady

MONROE/ROANE/LOUDON COUNTIES:

James Hull and Jonathan Rhea

There being no further business, the meeting was adjourned.

Respectfully submitted,

/s/ James D. Housley

James D. Housley, Secretary

Annual Meeting Information Statement

In accordance with FCA regulations 620.21, the following information must be provided to stockholders:

1. The following are the present members of the River Valley AgCredit Board of Directors:

Annette Bryant, age 43, was elected to complete a term expiring in 2025. Annette has been an Agriculture Teacher for over 15 years. She also owns and operates a cow/calf operation in McMinn County with her husband, Andy Bryant. They also raise market hogs and sheep for their on-site store, Harmony Hill Market. She attended the University of Tennessee at Martin, where she received her BS in Animal Science and Kansas State University where she received her MS in Ruminant Nutrition. Annette currently serves as an FFA Advisor, a committee member of McMinn Livestock Association and a committee member of McMinn Junior Livestock Association.

Andrew Falwell, age 46, serving a three-year term expiring in 2024. Andrew was elected to serve on the board in 2018. Mr. Falwell operates a row-crop, dark-tobacco, and fruit/vegetable operation in Calloway County, Kentucky. He received his BS in Agricultural Business and Agricultural Education from Murray State University and a Masters Degree in Agricultural Economics from Purdue University.

Darren Grogan, age 51, serving a three-year term expiring in 2026. Darren has served on the Board since 2008. Mr. Grogan operates a row crop operation headquartered in Carlisle County, Kentucky. He is a graduate of Ashford University with his BS degree in Economics, with specialization in finance and a minor in accounting.

Darrin Holder, age 46, serving a three-year term expiring in 2025. Darrin has served on the Board since 2022. Mr. Holder is employed by WinField United, a Land O'Lakes Company and is the owner of a small row crop farm. He also raises a small acreage of pumpkins and ornamental corn with his wife and kids. He obtained his BS in Agriculture Science from Murray State University, and also holds a Master's Degree in Agriculture with an emphasis in Agronomy.

Don Massengale, age 64, serving a three-year term expiring in 2024. Don was elected to serve on the Board in 2018. Don operates a cow/calf operation and a 2 house commercial breeder poultry operation. Don is President

of the Rhea County Fair Board, Vice President of Rhea County Cattleman's Association, and serves as a board member for Rhea County Farm Bureau.

Tiffany Myers, CPA, age 53, was elected by the Board of Directors as Outside Director with her term expiring in 2024. Tiffany has served on the Board since 2015. Mrs. Myers is a Certified Public Accountant and retired CFO for WK&T Telecommunications. She continues to work with WK&T part-time as Special Projects Director. She has a BS degree from Murray State University in Accounting and a Master of Information Systems from the University of Phoenix. Tiffany serves as a WoodmenLife National Board Director. She is also a member of the Kentucky Society of CPA's and the American Institute of Certified Public Accountant Organization.

David Richesin, (Board Chairman), age 58, serving a three-year term expiring in 2026. David has served on the Board since 2008. Mr. Richesin owns and manages a grain operation based in Loudon County, Tennessee. Currently, he serves as a director of the AgFirst Farm Credit Council, as well as on the AgFirst Board of Directors. He is a State Director-At-Large of the Tennessee Farm Bureau Board. Mr. Richesin received his BS Degree in Agriculture Business from the University of Tennessee.

Dr. Aaron Smith, age 44, was elected by the Board of Directors as Outside Director with his term expiring in 2025. Dr. Smith has served on the Board since 2022. Dr. Smith holds a diploma in Agriculture Business with a Major in Finance from Olds College, a Bachelor of Arts in Agribusiness from the University of Lethbridge, a Masters of Science from the University of Arkansas, and earned his PhD from the University of Arkansas. He serves as a Professor in the Department of Agriculture and Resource Economics at the University of Tennessee, Knoxville.

Aaron Wilson, age 49, serving a three-year term that expires in 2025. Aaron was elected to serve on the board in 2019. Mr. Wilson operates a row crop and beef cattle operation located in Ballard Co, KY. He received his Bachelor of Arts degree from Transylvania University. He also serves as the chairman of the Ballard Co Soil Conversation Service.

2. No incumbent director attended fewer than 75 percent of the total of board meetings or any board committee on which he served during the last fiscal year.
3. No director has resigned or declined to stand for re-election during the last fiscal year due to a policy disagreement with the Board.
4. The employee and director loans of the River Valley AgCredit are regulated by the Employee and Director Standards of Conduct policy as approved/adopted by the Board of Directors.
5. River Valley AgCredit has had loans outstanding during the last fiscal year-to-date to its senior officers, directors and nominees for directors that:
 - a. were made in the normal course of business;
 - b. were made on the same terms, including interest rate, amortization schedule and collateral as those prevailing at the time from comparable transactions with other persons; and,
 - c. had not been the subject of any order, judgment or decree which suspended, permanently or temporarily, their engagement in any type of business practice.
6. Nominations for directors and nominating committee can be made from the floor at the first sectional meeting. Any nominees from the floor will require disclosure in accordance with FCA regulation 620.6(e) and (f) in writing at the first sectional meeting. Copies of these regulations can be obtained at the Administrative Office, upon request. Nominations from the floor at the first sectional meeting will require a nomination and second by separate voting stockholders. After receiving a floor nomination, the floor nominee must state if he or she accepts the nomination and must provide the appropriate disclosures as mentioned above immediately before voting occurs at the first sectional meeting.
7. In accordance with Section 510 of the bylaws, the candidate receiving the largest number of votes for each position shall be declared elected. In the event of a tie, a runoff election between those tying shall be held, and the results shall be reported in the same manner as in the original election. However, if the tie is between only two candidates and if the candidates agree, the tie may be broken by any other method approved by the Board.

8. The most recent 2023 Annual Report for River Valley AgCredit was provided to the membership by March 31, 2024. Quarterly financial statements are provided to all stockholders via the Association Website.
9. We, the undersigned, certify this statement has been prepared in accordance with applicable statutory and regulatory requirements, that it has been reviewed by the certifying parties as listed below, and the information contained herein is true, correct and complete to the best of our knowledge and belief.

/s/ Kyle M. Yancey 10/21/2024

Kyle M. Yancey, Chief Executive Officer Date

/s/ David L. Richesin 10/21/2024

David Richesin, Board Chairman Date

/s/ Beth Barkley 10/21/2024

Beth Barkley, Chief Financial Officer Date

Director Nominees

The following list provides the names and biographical information on each candidate nominated for director by the Nominating Committee.

West Region, Seat 4:



Andrew Falwell

Age: 46

City: Murray

State: Kentucky

County: Calloway

Business Address:

2970 New Providence

Murray, KY 42071

Education: Calloway County High School
Murray State University- BS in Ag Business
Purdue University- MS in Ag Economics

Personal Information:

Wife, Jana; Children, Ellie, Evan

Principal Occupation/Employments for Last 5 years:

Owns/Operates a row crop, dark-tobacco, and fruit/
vegetable operation

Boards on Which Nominee Serves and Nature of

Business: Nature of Business: Director of River Valley
AgCredit- 6 years

Other Organizations: AgCredit Member- 17 years
Glendale Road Church of Christ- Deacon

Related Party Transactions: Self, Spouse, Brother

East Region, Seat 3, Nominee 1:



Don Massengale

Age: 64

City: Dayton

State: Tennessee

County: Rhea

Business Address:

4851 Old Washington Hwy

Dayton, TN 37321

Education: Rhea County High School, Coosa Valley Tech
(Paramedic)

Personal Information:

Wife, Karen; Children, Denise, Brad, Brandon

Principal Occupation/Employments for Last 5 years:

Owns/Operates a 55 head cow/calf operation raising Freezer
Beef and replacement heifers.

Commercial Poultry Farm with 2 layer houses. Raises corn
silage, grain and hay to produce feed for cattle

Boards on Which Nominee Serves and Nature of

Business:
River Valley AgCredit Director- 6 years
Rhea County Fair Board President
Rhea County Cattlemen's Association Vice President
Rhea County Farm Bureau Board Member

Other Organizations: New Union Baptist Church, AgCredit
Member- 23 years, Tennessee Poultry Association Member,
Rhea County Fire Department- Volunteer, Tennessee
Cattlemen's Association- Member

Related Party Transactions: Self and Spouse

Director Nominees

The following list provides the names and biographical information on each candidate nominated for director by the Nominating Committee.

East Region, Seat 3, Nominee 2:



Michael Mayfield

Age: 45

City: Athens

State: Tennessee

County: McMinn

Business Address:

257 HWY 307 E

Athens, TN 37303

Education: Baylor School, Auburn University

Personal Information:

Wife, Jamie; Children, Willis and James

Principal Occupation/Employments for Last 5 years:

Operator of 1,050 acres in McMinn county consisting of pumpkins, peaches, corn, sunflowers, timber and hay. Operates Mayfield Farm Park, Agritourism Operation, for the last 15 seasons

Boards on Which Nominee Serves and Nature of Business:

Other Organizations: AgCredit Member- 2 years, TN Agritourism Association- Previous President and Board Member, TN Fruit and Vegetable- Previous Board Member, Keith Memorial United Methodist Church- Member, Boy Scouts- Member at Large, Kiwanis Club- Member

Related Party Transactions: Self and Spouse

IMPORTANT STOCKHOLDER INFORMATION

