
AgChoice Farm Credit, ACA

THIRD QUARTER 2021

TABLE OF CONTENTS

Report on Internal Control Over Financial Reporting	2
Management's Discussion and Analysis of Financial Condition and Results of Operations	3
Consolidated Financial Statements	
Consolidated Balance Sheets	9
Consolidated Statements of Comprehensive Income	10
Consolidated Statements of Changes in Members' Equity	11
Notes to the Consolidated Financial Statements.....	12

CERTIFICATION

The undersigned certify that we have reviewed the September 30, 2021 quarterly report of *AgChoice Farm Credit, ACA*, that the report has been prepared under the oversight of the Audit Committee of the Board of Directors and in accordance with all applicable statutory or regulatory requirements, and that the information contained herein is true, accurate, and complete to the best of our knowledge and belief.

/s/ Darrell L. Curtis
Chief Executive Officer

/s/ Terry A. Davis
Chief Financial Officer

/s/ Richard A. Allen
Chairman of the Board

November 8, 2021

Report on Internal Control Over Financial Reporting

The Association's principal executives and principal financial officers, or persons performing similar functions, are responsible for establishing and maintaining adequate internal control over financial reporting for the Association's Consolidated Financial Statements. For purposes of this report, "internal control over financial reporting" is defined as a process designed by, or under the supervision of the Association's principal executives and principal financial officers, or persons performing similar functions, and affected by its Board of Directors, management and other personnel. This process provides reasonable assurance regarding the reliability of financial reporting information and the preparation of the Consolidated Financial Statements for external purposes in accordance with accounting principles generally accepted in the United States of America.

Internal control over financial reporting includes those policies and procedures that: (1) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Association, (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial information in accordance with accounting principles generally accepted in the United States of America, and that receipts and expenditures are being made only in accordance with authorizations of management and directors of the Association, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Association's assets that could have a material effect on its Consolidated Financial Statements.

The Association's management has completed an assessment of the effectiveness of internal control over financial reporting as of September 30, 2021. In making the assessment, management used the framework in *Internal Control — Integrated Framework (2013)*, promulgated by the Committee of Sponsoring Organizations of the Treadway Commission, commonly referred to as the "COSO" criteria.

Based on the assessment performed, the Association's management concluded that as of September 30, 2021, the internal control over financial reporting was effective based upon the COSO criteria. Additionally, based on this assessment, the Association's management determined that there were no material weaknesses in the internal control over financial reporting as of September 30, 2021.

/s/ Darrell L. Curtis
Chief Executive Officer

/s/ Terry A. Davis
Chief Financial Officer

November 8, 2021

Management's Discussion and Analysis of Financial Condition and Results of Operations

(dollars in thousands)

The following commentary reviews the financial condition and results of operations of AgChoice Farm Credit ACA, (Association) for the period ended September 30, 2021. These comments should be read in conjunction with the accompanying financial statements, notes to the financial statements, and the 2020 Annual Report of the Association. The accompanying consolidated financial statements were prepared under the oversight of the Audit Committee of the Board of Directors. Information in any part of this Quarterly Report may be incorporated by reference in answer or partial answer to any other item of the Quarterly Report.

COVID-19 OVERVIEW

In response to the COVID-19 pandemic, and without disruption to operations, the Association transitioned the vast majority of its employees to working remotely in mid-March 2020. The priority was, and continues to be, to ensure the health and safety of employees, while continuing to serve the mission of providing support for rural America and agriculture. The Association has returned to pre-pandemic working conditions.

The COVID-19 pandemic has disrupted businesses and the global economy since March 2020. Significant progress has been made during 2021 in mitigating the spread of COVID-19 resulting in improving macroeconomic conditions. However, the improvement has been hampered by rising inflation, supply chain disruptions and labor shortages in the United States and globally.

See further discussion of business risks associated with COVID-19 in the Association's 2020 Annual Report.

COVID-19 SUPPORT PROGRAMS

Since the onset of the COVID-19 pandemic, the U.S. government has taken a number of actions to help businesses, individuals, state/local governments, and educational institutions that have been adversely impacted by the economic disruption caused by the pandemic.

Since March 2021, the USDA rolled out the Pandemic Assistance initiative that provides assistance to producers and agricultural entities through various programs, which include, but are not limited to, the following:

- Pandemic Livestock Indemnity Program - provides financial assistance to support producers of eligible swine, chickens, and turkeys depopulated from March 1, 2020 through December 26, 2020. To be eligible, depopulation of poultry or livestock must have been due to insufficient processing access resulting from the COVID-19 pandemic;
- Pandemic Assistance for Timber Harvesters and Haulers Program - provides financial relief to timber harvesting and timber hauling businesses that experienced losses in 2020 due to COVID-19;
- Pandemic Cover Crop Program - for most insurance policies, provided premium support to producers who insured their spring crop and planted a qualifying cover crop during the 2021 crop year; and
- Specialty Crop Block Grant Program - funds innovative projects designed to support the expanding specialty crop food sector and explore new market opportunities for U.S. food and agricultural products.

The previously enacted Coronavirus Aid, Relief, and Economic Security (CARES) Act, which was amended by subsequent legislation, included the Paycheck Protection Program (PPP). The PPP provides support to small businesses to cover payroll and certain other expenses. Loans made under the PPP are fully guaranteed by the Small Business Administration (SBA), whose guarantee is backed by the full faith and credit of the United States. As of September 30, 2021, the Association had \$12.2 million of loans outstanding to approximately 508 borrowers. In addition, through September 30, 2021, the volume of loans that have received forgiveness from the SBA since the start of the program was \$45.9 million.

For a detailed discussion of programs enacted in 2020, see pages 5 and 6 of the 2020 Annual Report.

LOAN PORTFOLIO

The Association provides funds to farmers, rural homeowners and farm-related businesses for financing of short- and intermediate-term loans and long-term real estate mortgage loans. The Association's loan portfolio is diversified over a range of agricultural commodities, including dairy, livestock,

poultry, forest products, and various crops, and also includes part-time farm and rural home loans. Farm size varies, and many of the borrowers in the region have diversified farming operations. This factor, along with the numerous opportunities for non-farm income in the area, impacts the level of dependency on a given commodity.

Loans at September 30, 2021 totaled \$2,458,563 compared to \$2,356,528 at December 31, 2020, an increase of \$102,035 (4.3 percent). Allowance for loan losses decreased \$1,109 (7.3 percent) to \$14,070 during the first nine months of 2021, resulting in net loans (loans less allowance for loan losses) of \$2,444,493 and \$2,341,349 at September 30, 2021 and December 31, 2020, respectively. Nonaccrual loans decreased \$1,920 (20.1 percent) from \$9,548 at December 31, 2020 to \$7,628 at September 30, 2021. The Association held no other property owned at September 30, 2021.

There is an inherent risk in the extension of any type of credit and, accordingly, the Association maintains an Allowance for loan losses consistent with the risk measured in the portfolio. Credit administration remains satisfactory and the overall credit quality of the Association's loan portfolio has remained acceptable. The Allowance for loan losses represented 0.57 percent of loans at September 30, 2021 and 0.64 percent of loans in December 31, 2020, and 184.5 and 159.0 percent of nonaccrual loans at September 30, 2021 and December 31, 2020, respectively. See also Note 2, *Loans and Allowance for Loan Losses*, in the Notes to the Consolidated Financial Statements.

RESULTS OF OPERATIONS

For the three months ended September 30, 2021

Net income for the three months ended September 30, 2021 totaled \$12,113, a decrease of \$123 (1.0 percent) compared to the three months ended September 30, 2020. Major changes in the components of net income are identified as follows:

- Net interest income increased \$892 (6.1 percent) for the quarter ended September 30, 2021, compared to the same period in 2020. The increase in net interest income is primarily attributable to (a) a \$928 increase in net interest income on accruing loans, (b) a \$45 increase in interest income on nonaccruing loans, offset by (c) an \$81 decrease in the Association's earnings on loanable funds.
- The risks identified in the Association's Loan portfolio required a reversal of allowance for loan losses of \$595 in the third quarter of 2021, compared to a reversal of allowance for loan losses of \$321 in the same quarter of 2020. The Association's nonaccrual loans to total loans

decreased to 0.31 percent at September 30, 2021, compared to 0.41 percent at December 31, 2020 and 0.43 percent at September 30, 2020. See also Note 2, *Loans and Allowance for Loan Losses*, in the Notes to the Consolidated Financial Statements.

- Patronage refunds from other Farm Credit institutions of \$3,846 and \$3,522 were accrued during the third quarter of 2021 and 2020, respectively, and management anticipates additional income for the remaining quarters in 2021. Since this income from AgFirst Farm Credit Bank (the Bank) is reasonably estimable and because there is a history of these earnings, management is of the opinion that including this income in quarterly operations provides shareholders with a more accurate forecast of annualized net income. The increase in the accrual in 2021 is due to the impact of an increase in loan volume.
- Total noninterest income increased in the third quarter by \$79 (1.7 percent) including (a) an increase of \$324 in patronage refunds from other Farm Credit institutions, (b) an increase of \$6 in other noninterest income offset by (c) a \$82 decrease in loan fees, (d) a \$26 decrease in fees for financially related services, (e) a \$50 decrease in sales of property and equipment and (f) a \$93 decrease in gains on other transactions.
- Noninterest expense for the third quarter of 2021 was \$8,319, an increase of \$1,098 (15.2 percent) as compared to \$7,221 for the third quarter of 2020.

The increase of \$547 (11.8 percent) in Salaries and employee benefits includes an increase in salaries of \$465 (12.3 percent) and an increase of \$228 (14.7 percent) in employee benefits, offset by a decrease in deferred personnel costs of \$146 (21.5 percent) in 2021 compared to 2020. See also Note 7, *Employee Benefit Plans*, in the Notes to the Consolidated Financial Statements.

Occupancy and equipment and Other operating expenses were \$2,344 in 2021, an increase of \$267 (12.9 percent) compared to \$2,077 in 2020, which includes increases in directors, purchased services, travel, advertising and public relations, offset by decreases in other expenses.

Insurance fund premium expense increased \$284 (58 percent) due to an increase in Notes payable to the Bank. Also, premiums in 2021 were 16 basis points, compared to 11 basis points for the same period in 2020.

- The Association recorded a Provision for income taxes of \$360 and \$90 for the third quarters of 2021 and 2020, respectively. The increase is due to higher ACA non-pat income from participations purchased and from fee income generated through our participation in the SBA PPP program.

For the nine months ended September 30, 2021

Net income for the nine months ended September 30, 2021 totaled \$36,253, an increase of \$670 (1.9 percent) compared to the nine months ended September 30, 2020. Major changes in the components of net income are identified as follows:

- Net interest income increased \$830 (1.9 percent), primarily attributable to (a) an \$2,855 increase in net interest income on accruing loans offset by (b) a \$1,349 decrease in the Associations earnings on loanable funds and (c) a decrease of \$676 in interest income on nonaccruing loans.
- The Association adopted the Farm Credit System's new guidance for Probability of Default ranges, resulting in a reversal of allowance for loan losses of \$1,286 for the first nine months of 2021, as compared to a Provision for loan losses of \$403 in the first nine months of 2020.
- For the nine months ended September 30, 2021, the Association accrued estimated Patronage refunds from other Farm Credit Institutions of \$11,309, as compared to \$10,414 for the same period in 2020. The increase of \$895 (8.6 percent) is due to the increase in loans. Since this income from the Bank is reasonably estimable and because there is a history of these earnings, management is of the opinion that including this income in quarterly operations provides shareholders with a more accurate forecast of annualized net income.
- Noninterest income increased \$725 (5.1 percent). In addition to the increase in estimated patronage receipts mentioned above, the increase is mostly attributable to (a) an increase of \$317 from Fees for financially related services, (b) an increase of \$12 in Gains on other transactions and (c) an increase of \$11 in Other noninterest income, offset by (d) a decrease of \$413 in Insurance premium refund, (e) a decrease of \$58 from Loan fees and (f) an decrease of \$39 in Gains on sales of premises and equipment.
- Noninterest expense increased \$2,434 (11.1 percent) for the first nine months of 2021 as compared to 2020.

The year-to-date increase for Salaries and employee benefits of \$1,020 (7.1 percent) includes an increase of \$777 (6.6 percent) in salaries due to increased staffing

and merit raises and an increase of \$640 (13.2 percent) in employee benefits, mostly related to increases in pension and health insurance expense. Those increases were offset by a decrease in deferred personnel costs of \$397. See also Note 7, *Employee Benefit Plans*, in the Notes to the Consolidated Financial Statements.

Occupancy and equipment and Other operating expenses increased \$336 (5.4 percent) from \$6,264 in 2020 to \$6,600 in 2021, which includes increases in directors, purchased services, occupancy and equipment, data processing and advertising expenses, offset by decreases in public relations and other operating expenses.

Insurance fund premium expense increased \$1,078 (90.5 percent) due to an increase in Notes payable to the Bank. Also, premiums through September 2021 were 16 basis points compared to 8 basis points through June and 11 basis point from July to September 2020.

- The Association recorded a Provision for income taxes of \$560 and \$420, respectively, for the nine months ended September 30, 2021 and 2020. The increase is due to higher ACA non-pat income from participations purchased and from fee income generated through our participation in the SBA PPP program.

FUNDING SOURCES

The principal source of funds for the Association is the borrowing relationship established with the Bank through a General Financing Agreement. The General Financing Agreement utilizes the Association's credit and fiscal performance as criteria for establishing a line of credit on which the Association may draw funds. The Bank advances funds to the Association in the form of notes payable. The notes payable are segmented into variable rate and fixed rate sections. The variable rate note is utilized by the Association to fund variable rate loan advances and operating funds requirements. The fixed rate note is used specifically to fund fixed rate loan advances made by the Association. Total Notes payable to the Bank at September 30, 2021, were \$2,004,871 as compared to \$1,920,964 at December 31, 2020. This increase of \$83,907 (4.4 percent) resulted from an increase in loans and patronage payments to stockholders, offset by current year cash generated from operating activities and the receipt of prior year patronage refunds from AgFirst.

CAPITAL RESOURCES

Capital serves to support asset growth and provide protection against unexpected credit and interest rate risk and operating losses. Capital is also needed for future growth and investment in new products and services.

The Association Board of Directors establishes, adopts, and maintains a formal written capital adequacy plan to ensure that adequate capital is maintained for continued financial viability, to provide for growth necessary to meet the needs of members/borrowers, and to ensure that all stockholders are treated equitably. There were no material changes to the capital plan for 2021 that would affect minimum stock purchases or have an effect on the Association's ability to retire stock and distribute earnings.

Total members' equity at September 30, 2021 was \$482,678, an increase of \$36,740 (8.2 percent) compared to the December 31, 2020 total of \$445,938. The increase is primarily attributed to year-to-date earnings.

Total capital stock and participation certificates were \$9,487 on September 30, 2021, compared to \$8,995 on December 31, 2020.

Farm Credit Administration (FCA) regulations require all Farm Credit institutions to maintain certain minimum regulatory capital ratios.

As of September 30, 2021, the Association was well above the minimum regulatory ratios for all capital adequacy ratios:

Ratio	Minimum Requirement	Minimum Requirement with Capital Conservation Buffer	Capital Ratios as of September 30, 2021
Risk-adjusted ratios:			
CET1 Capital	4.50%	7.00%	16.75%
Tier 1 Capital	6.00%	8.50%	16.75%
Total Capital	8.00%	10.50%	17.32%
Permanent Capital Ratio	7.00%	7.00%	16.85%
Non-risk-adjusted:			
Tier 1 Leverage Ratio	4.0%	5.0%	18.34%
UREE Leverage Ratio	1.5%	1.5%	18.35%

If the capital ratios fall below the minimum regulatory requirements, including the buffer amounts, capital distributions (equity redemptions, dividends, and patronage) and discretionary senior executive bonuses are restricted or prohibited without prior FCA approval.

FUTURE OF LIBOR

In 2017, the United Kingdom's Financial Conduct Authority (UK FCA), which regulates LIBOR, announced its intention to stop persuading or compelling the group of major banks that sustains LIBOR to submit rate quotations after 2021.

On March 5, 2021, ICE Benchmark Administration (IBA) (the entity that is responsible for calculating LIBOR) announced its intention to cease the publication of the one-week and two-month US dollar LIBOR settings immediately following the LIBOR publication on December 31, 2021, and the remaining US dollar LIBOR settings immediately following the LIBOR publication on June 30, 2023. On the same day, the UK FCA announced that the IBA had notified the UK FCA of its intent, among other things, to cease providing certain US dollar LIBOR settings as of June 30, 2023. In its announcement, the UK FCA confirmed that all 35 LIBOR tenors (including with respect to US dollar LIBOR) will be discontinued or declared nonrepresentative as of either: (a) immediately after December 31, 2021 or (b) immediately after June 30, 2023.

The Association has exposure to LIBOR arising from loans made to customers and Systemwide Debt Securities that are issued by the Funding Corporation on the Bank's and Association's behalf. Alternative reference rates that replace LIBOR may not yield the same or similar economic results over the lives of the financial instruments, which could adversely affect the value of, and return on, instruments held.

The FCA has issued guidelines with similar guidance as the U.S. prudential regulators but applicable for System institutions to follow as they prepare for the expected phase-out of LIBOR. The guidelines direct each System institution to develop a LIBOR transition plan designed to provide an orderly roadmap of actions that will reduce LIBOR exposure, stop the inflow of new LIBOR volume, and adjust operating processes to implement alternative reference rates.

The Association has implemented LIBOR transition plans and continues to analyze potential risks associated with the LIBOR transition, including, but not limited to, financial, market, accounting, operational, legal, tax, reputational, and compliance risks.

On July 26, 2021, the Alternative Reference Rates Committee (ARRC) announced it will recommend the CME Group's forward-looking SOFR term rates. The ARRC's formal recommendation of SOFR term rates is a major milestone and is expected to increase the volume of transactions quoted in SOFR, supporting the implementation of the transition away from LIBOR.

On October 20, 2021, the U.S. prudential regulators issued a joint statement emphasizing the expectation that supervised institutions with LIBOR exposure continue to progress toward an orderly transition away from LIBOR, reiterating that supervised institutions should, with limited exceptions, cease entering into new contracts that use US dollar LIBOR as a reference rate as soon as practicable, but no later than December 31, 2021. They further stated that entering into new contracts, including derivatives, after that date would create safety and soundness risks. The joint statement clarified that entering into such new contracts would include an agreement that (1) creates additional LIBOR disclosure or (2) extends the term of an existing LIBOR contract, but that a draw on an existing agreement that is legally enforceable, e.g., a committed credit facility, would not be a new contract. The joint statement also provided considerations when assessing the appropriateness of alternative reference rates used in lieu of LIBOR and the regulator expectation that new or updated LIBOR contracts include strong and clearly defined fallback rates for when the initial reference rate is discontinued.

REGULATORY MATTERS

On September 9, 2021, the FCA adopted a final rule that amended certain sections of the FCA's regulations to provide technical corrections, amendments, and clarification to certain provisions in the FCA's tier 1/tier 2 capital framework for the Farm Credit System. The rule incorporates guidance previously provided by the FCA related to its tier 1/tier 2 capital framework as well as ensures that the FCA's capital requirements continue to be comparable to the standardized approach that the other federal banking regulatory agencies have adopted. The final rule will become effective on January 1, 2022, or 30 days after publication in the Federal Register during which either house of Congress is in session, whichever is later.

On August 26, 2021, the FCA issued a proposed rule to revise its regulatory capital requirements to define and establish risk-weightings for High Volatility Commercial Real Estate (HVCRE) by assigning a 150 percent risk-weighting to such exposures, instead of the current 100 percent. The proposed rule would ensure that the FCA's rule remains comparable with the capital rule of other federal banking regulatory agencies and recognizes the increased risk posed by HVCRE exposures. The public comment period is open until January 24, 2022.

On June 30, 2021, the FCA issued an advance notice of proposed rulemaking (ANPRM) that seeks public comments on whether to amend or restructure the System bank liquidity regulations. The purpose of this advance notice is to evaluate the applicability of the Basel III framework to the Farm Credit System and gather input to ensure that System banks have the liquidity to withstand crises that adversely impact liquidity and threaten their viability. The public comment period is open until November 27, 2021.

On September 23, 2019, the FCA issued a proposed rule that would ensure the System's capital requirements, including certain regulatory disclosures, reflect the current expected credit losses methodology, which revises the accounting for credit losses under U.S. generally accepted accounting principles. The proposed rule identifies which credit loss allowances under the Current Expected Credit Losses (CECL) methodology in the Financial Accounting Standards Board's "Measurement of Credit Losses on Financial Instruments" are eligible for inclusion in a System institution's regulatory capital. Credit loss allowances related to loans, lessor's net investments in leases, and held-to-maturity debt securities would be included in a System institution's Tier 2 capital up to 1.25 percent of the System institution's total risk weighted assets. Credit loss allowances for available-for-sale debt securities and purchased credit impaired assets would not be eligible for inclusion in a System institution's Tier 2 capital. In addition, the proposed regulation does not include a transition phase-in period for the CECL day 1 cumulative effect adjustment to retained earnings on a System institution's regulatory capital ratios. The public comment period ended on November 22, 2019.

RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

Please refer to Note 1, *Organization, Significant Accounting Policies, and Recently Issued Accounting Pronouncements*, in the Notes to the Financial Statements, and the 2020 Annual Report to Shareholders for recently issued accounting pronouncements. Additional information is provided in the following table.

The following ASU was issued by the Financial Accounting Standards Board (FASB):

Summary of Guidance	Adoption and Potential Financial Statement Impact
ASU 2016-13 – Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments	
- Replaces multiple existing impairment standards by establishing a single framework for financial assets to reflect management's estimate of current expected credit losses (CECL) over the entire remaining life of the financial assets. - Changes the present incurred loss impairment guidance for loans to an expected loss model. - Modifies the other-than-temporary impairment model for debt securities to require an allowance for credit impairment instead of a direct write-down, which allows for reversal of credit impairments in future periods based on improvements in credit quality. - Eliminates existing guidance for purchased credit impaired (PCI) loans, and requires recognition of an allowance for expected credit losses on these financial assets. - Requires a cumulative-effect adjustment to retained earnings as of the beginning of the reporting period of adoption. - Effective for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. Early application is permitted.	- Implementation efforts began with establishing a cross-discipline governance structure utilizing common guidance developed across the Farm Credit System. The implementation includes identification of key interpretive issues, scoping of financial instruments, and assessing existing credit loss forecasting models and processes against the new guidance. - The new guidance is expected to result in a change in allowance for credit losses due to several factors, including: - The allowance related to loans and commitments will most likely change because it will then cover credit losses over the full remaining expected life of the portfolio, and will consider expected future changes in macroeconomic conditions, - An allowance will be established for estimated credit losses on any debt securities, - The nonaccretable difference on any PCI loans will be recognized as an allowance, offset by an increase in the carrying value of the related loans. - The extent of allowance change is under evaluation, but will depend upon the nature and characteristics of the financial instrument portfolios, and the macroeconomic conditions and forecasts, at the adoption date. - The guidance is expected to be adopted January 1, 2023.

SHAREHOLDER INVESTMENT

Shareholder investment in the Association is materially affected by the financial condition and results of operations of AgFirst Farm Credit Bank. Copies of AgFirst's annual and quarterly reports are available upon request free of charge by calling 1-800-845-1745 ext. 2764, or writing Matthew Miller, AgFirst Farm Credit Bank, P.O. Box 1499, Columbia, SC 29202. Information concerning AgFirst Farm Credit bank can also be obtained at their website, www.agfirst.com. Copies of the Association's annual and quarterly reports are also available upon request free of charge by calling 1-800-349-3568, ext. 6008 or writing Terry Davis, AgChoice Farm Credit, ACA, 300 Winding Creek Blvd., Mechanicsburg, PA, 17050, or accessing the website www.agchoice.com. The Association prepares a quarterly report within 40 days after the end of each fiscal quarter, except that no report need be prepared for the fiscal quarter that coincides with the end of the fiscal year of the institution.

NOTICE OF SIGNIFICANT EVENTS

On August 31, 2021, the Board of Directors of MidAtlantic Farm Credit, ACA and AgChoice Farm Credit, ACA signed a letter of intent to merge the two associations and entered into an Agreement and Plan of Merger. This initiates the due diligence phase of the merger process, which each Association is in the process of completing. This merger is subject to FCA and shareholder approval. If approved by all required parties the merger is expected to take effect upon the commencement of business on July 1, 2022. Shareholders as of August 31, 2021 were provided written communication regarding the potential transaction.

AgChoice Farm Credit, ACA

Consolidated Balance Sheets

<i>(dollars in thousands)</i>	September 30, 2021 <i>(unaudited)</i>	December 31, 2020 <i>(audited)</i>
Assets		
Cash	\$ 16	\$ 875
Loans	2,458,563	2,356,528
Allowance for loan losses	(14,070)	(15,179)
Net loans	2,444,493	2,341,349
Accrued interest receivable	10,237	8,333
Equity investments in other Farm Credit institutions	23,327	23,308
Premises and equipment, net	14,867	15,378
Accounts receivable	11,501	35,753
Other assets	1,937	1,346
Total assets	\$ 2,506,378	\$ 2,426,342
Liabilities		
Notes payable to AgFirst Farm Credit Bank	\$ 2,004,871	\$ 1,920,964
Accrued interest payable	3,713	3,646
Patronage refunds payable	155	42,762
Accounts payable	3,971	2,987
Other liabilities	10,990	10,045
Total liabilities	2,023,700	1,980,404
Commitments and contingencies (Note 8)		
Members' Equity		
Capital stock and participation certificates	9,487	8,995
Retained earnings		
Allocated	161,489	161,489
Unallocated	311,796	275,551
Accumulated other comprehensive income (loss)	(94)	(97)
Total members' equity	482,678	445,938
Total liabilities and members' equity	\$ 2,506,378	\$ 2,426,342

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

AgChoice Farm Credit, ACA

Consolidated Statements of Comprehensive Income

(unaudited)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2021	2020	2021	2020
<i>(dollars in thousands)</i>				
Interest Income				
Loans	\$ 26,625	\$ 25,580	\$ 77,992	\$ 79,859
Interest Expense				
Notes payable to AgFirst Farm Credit Bank	11,216	11,063	32,935	35,632
Net interest income	15,409	14,517	45,057	44,227
Provision for (reversal of allowance for) loan losses	(595)	(321)	(1,286)	403
Net interest income after provision for (reversal of allowance for) loan losses	16,004	14,838	46,343	43,824
Noninterest Income				
Loan fees	374	456	1,036	1,094
Fees for financially related services	531	557	2,326	2,009
Patronage refunds from other Farm Credit institutions	3,846	3,522	11,309	10,414
Gains (losses) on sales of premises and equipment, net	33	83	104	143
Gains (losses) on other transactions	(2)	91	16	4
Insurance Fund refunds	—	—	—	413
Other noninterest income	6	—	12	1
Total noninterest income	4,788	4,709	14,803	14,078
Noninterest Expense				
Salaries and employee benefits	5,201	4,654	15,464	14,444
Occupancy and equipment	380	380	979	919
Insurance Fund premiums	774	490	2,269	1,191
Other operating expenses	1,964	1,697	5,621	5,345
Total noninterest expense	8,319	7,221	24,333	21,899
Income before income taxes	12,473	12,326	36,813	36,003
Provision for income taxes	360	90	560	420
Net income	\$ 12,113	\$ 12,236	\$ 36,253	\$ 35,583
Other comprehensive income net of tax				
Employee benefit plans adjustments	1	—	3	2
Comprehensive income	\$ 12,114	\$ 12,236	\$ 36,256	\$ 35,585

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

AgChoice Farm Credit, ACA

Consolidated Statements of Changes in Members' Equity

(unaudited)

	Capital Stock and Participation Certificates	Retained Earnings		Accumulated Other Comprehensive Income (Loss)	Total Members' Equity
(dollars in thousands)		Allocated	Unallocated		
Balance at December 31, 2019	\$ 8,444	\$ 161,489	\$ 248,884	\$ (85)	\$ 418,732
Comprehensive income			35,583	2	35,585
Capital stock/participation certificates issued/(retired), net	307				307
Patronage distribution adjustment			(4)		(4)
Balance at September 30, 2020	\$ 8,751	\$ 161,489	\$ 284,463	\$ (83)	\$ 454,620
Balance at December 31, 2020	\$ 8,995	\$ 161,489	\$ 275,551	\$ (97)	\$ 445,938
Comprehensive income			36,253	3	36,256
Capital stock/participation certificates issued/(retired), net	492				492
Patronage distribution adjustment			(8)		(8)
Balance at September 30, 2021	\$ 9,487	\$ 161,489	\$ 311,796	\$ (94)	\$ 482,678

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

Notes to the Consolidated Financial Statements

(dollars in thousands, except as noted)
(unaudited)

Note 1 — Organization, Significant Accounting Policies, and Recently Issued Accounting Pronouncements

Organization

The accompanying financial statements include the accounts of AgChoice Farm Credit, ACA and its Production Credit Association (PCA) and Federal Land Credit Association (FLCA) subsidiaries (collectively, the Association). A description of the organization and operations, the significant accounting policies followed, and the financial condition and results of operations for the Association as of and for the year ended December 31, 2020, are contained in the 2020 Annual Report to Shareholders. These unaudited interim consolidated financial statements should be read in conjunction with the latest Annual Report to Shareholders.

Basis of Presentation

In the opinion of management, the accompanying consolidated financial statements contain all adjustments necessary for a fair statement of results for the periods presented. These adjustments are of a normal recurring nature, unless otherwise disclosed.

Certain amounts in the prior period's consolidated financial statements may have been reclassified to conform to the current period presentation. Such reclassifications had no effect on the prior period net income or total capital as previously reported.

The results of any interim period are not necessarily indicative of those to be expected for a full year.

Significant Accounting Policies

The Association's accounting and reporting policies conform with U.S. generally accepted accounting principles (GAAP) and practices in the financial services industry. To prepare the financial statements in conformity with GAAP, management must make estimates based on assumptions about future economic and market conditions (for example, unemployment, market liquidity, real estate prices, etc.) that affect the reported amounts of assets and liabilities at the date of the financial statements, income and expenses during the reporting period, and the related disclosures. Although these estimates contemplate current conditions and expectations of change in the future, it is reasonably possible that actual conditions may be different than anticipated, which could materially affect results of operations and financial condition.

Management has made significant estimates in several areas, including loans and allowance for loan losses (Note 2, *Loans*

and Allowance for Loan Losses), investment securities and other-than-temporary impairment (Note 3, *Investments*), and financial instruments (Note 6, *Fair Value Measurement*). Actual results could differ from those estimates.

For further details of significant accounting policies, see Note 2, *Summary of Significant Accounting Policies*, from the latest Annual Report.

Accounting Standards Updates (ASUs) Issued During the Period and Applicable to the Association

There were no applicable Updates issued by the Financial Accounting Standards Board (FASB) during the period.

ASUs Pending Effective Date

For a detailed description of the ASUs below, see the latest Annual Report.

Potential effects of ASUs issued in previous periods:

- In June 2016, the FASB issued ASU 2016-13 Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments. This Update, and subsequent clarifying guidance issued, is intended to improve financial reporting by requiring timelier recording of credit losses on financial instruments. It requires an organization to measure all expected credit losses for financial assets held at the reporting date through the life of the financial instrument. Financial institutions and other organizations will use forward-looking information to estimate their credit losses. Additionally, the ASU amends the accounting for credit losses on available-for-sale debt securities and purchased financial assets with credit deterioration. For public companies that are not SEC filers, it will take effect for fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. Evaluation of any possible effects the guidance may have on the statements of financial condition and results of operations is in progress.

Accounting Standards Effective During the Period

There were no changes in the accounting principles applied from the latest Annual Report, other than any discussed below.

No recently adopted accounting guidance issued by the FASB had a significant effect on the current period reporting.

- In October 2020, the FASB issued ASU 2020-10 Codification Improvements. The amendments represent

changes to clarify the Codification, correct unintended application of guidance, or make minor improvements to the Codification that are not expected to have a significant effect on current accounting practice or create a significant administrative cost to most entities. The Update moves or references several disclosure requirements from Section 45 - Other Presentation Matters to Section 50 - Disclosures. It also includes minor changes to other guidance such as Cash Balance Plans, Unusual or Infrequent Items, Transfers and Servicing, Guarantees, Income Taxes, Foreign Currency, Imputation of Interest, Not For Profits and Real Estate Projects. The amendments had no impact on the statements of financial condition and results of operations.

- In January 2020, the FASB issued ASU 2020-01 Investments—Equity Securities (Topic 321), Investments—Equity Method and Joint Ventures (Topic 323), and Derivatives and Hedging (Topic 815): Clarifying the Interactions between Topic 321, Topic 323, and Topic 815. The amendments clarify certain interactions between the guidance on accounting for certain equity securities under Topic 321, the guidance on accounting for investments under the equity method in Topic 323, and the guidance in Topic 815. The Update could change how an entity accounts for an equity security under the measurement alternative or a forward contract or purchased option to purchase securities that, upon settlement of the forward contract or exercise of the purchased option, would be accounted for under the equity method of accounting or the fair value option in accordance with Topic 825, Financial Instruments. The amendments are intended to improve current GAAP by reducing diversity in practice and increasing comparability of the accounting for these interactions. For public business entities, the amendments are effective for fiscal years beginning after December 15, 2020, and interim periods within those fiscal years. Adoption of this guidance had no effect on the statements of financial condition and results of operations.
- In December 2019, the FASB issued ASU 2019-12 Income Taxes (Topic 740): Simplifying the Accounting for Income Taxes. The amendments simplify the accounting for income taxes by removing the following exceptions:
 - Exception to the incremental approach for intraperiod tax allocation when there is a loss from continuing operations and income or a gain from other items (for example, discontinued operations or other comprehensive income),
 - Exception to the requirement to recognize a deferred tax liability for equity method investments when a foreign subsidiary becomes an equity method investment,

- Exception to the ability not to recognize a deferred tax liability for a foreign subsidiary when a foreign equity method investment becomes a subsidiary, and
- Exception to the general methodology for calculating income taxes in an interim period when a year-to-date loss exceeds the anticipated loss for the year.

The amendments also simplify the accounting for income taxes by doing the following:

- Requiring that an entity recognize a franchise tax (or similar tax) that is partially based on income as an income-based tax and account for any incremental amount incurred as a non-income-based tax,
- Requiring that an entity evaluate when a step up in the tax basis of goodwill should be considered part of the business combination in which the book goodwill was originally recognized and when it should be considered a separate transaction,
- Specifying that an entity is not required to allocate the consolidated amount of current and deferred tax expense to a legal entity that is not subject to tax in its separate financial statements; however, an entity may elect to do so (on an entity-by-entity basis) for a legal entity that is both not subject to tax and disregarded by the taxing authority,
- Requiring that an entity reflect the effect of an enacted change in tax laws or rates in the annual effective tax rate computation in the interim period that includes the enactment date, and
- Making minor codification improvements for income taxes related to employee stock ownership plans and investments in qualified affordable housing projects accounted for using the equity method.

For public business entities, the amendments in this Update are effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2020. Adoption of this guidance did not have a material impact on the statements of financial condition and results of operations.

Note 2 — Loans and Allowance for Loan Losses

The Association maintains an allowance for loan losses at a level considered adequate by management to provide for probable and estimable losses inherent in the loan portfolio as of the report date. The allowance for loan losses is increased through provisions for loan losses and loan recoveries and is decreased through loan charge-offs and allowance reversals. A review of individual loans in each respective portfolio is performed periodically to determine the appropriateness of risk ratings and to ensure loss exposure to the Association has been identified. See Note 3, *Loans and Allowance for Loan Losses*, from the latest Annual Report for further discussion.

Credit risk arises from the potential inability of an obligor to meet its repayment obligation. The Association manages credit risk associated with lending activities through an assessment of the credit risk profile of an individual obligor. The Association

sets its own underwriting standards and lending policies that provide direction to loan officers and are approved by the board of directors.

A summary of loans outstanding at period end follows:

	September 30, 2021	December 31, 2020
Real estate mortgage	\$ 1,310,054	\$ 1,192,323
Production and intermediate-term	646,801	684,205
Loans to cooperatives	46,096	59,023
Processing and marketing	233,242	203,678
Farm-related business	57,869	59,631
Communication	87,582	95,808
Power and water/waste disposal	21,758	12,742
Rural residential real estate	28,781	25,245
International	21,868	19,683
Lease receivables	4,512	4,190
Total loans	\$ 2,458,563	\$ 2,356,528

A substantial portion of the Association's lending activities is collateralized, and exposure to credit loss associated with lending activities is reduced accordingly.

The Association may purchase or sell participation or syndication interests with other parties in order to diversify risk, manage loan volume, and comply with Farm Credit Administration (FCA) regulations. The following tables present the principal balance of purchased and sold loans at periods ended:

September 30, 2021									
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total		
	Purchased	Sold	Purchased	Sold	Purchased	Sold	Purchased	Sold	
Real estate mortgage	\$ 30,303	\$ 9,971	\$ 5,541	\$ 11,970	\$ —	\$ —	\$ 35,844	\$ 21,941	
Production and intermediate-term	43,630	4,218	40,415	6,656	—	—	84,045	10,874	
Loans to cooperatives	1,307	—	44,876	—	—	—	46,183	—	
Processing and marketing	56,185	37,027	73,482	7,108	40,293	—	169,960	44,135	
Farm-related business	—	—	—	—	9,900	—	9,900	—	
Communication	7,511	—	80,272	—	—	—	87,783	—	
Power and water/waste disposal	1,050	—	20,763	—	—	—	21,813	—	
International	3,422	—	18,500	—	—	—	21,922	—	
Lease receivables	—	—	4,514	—	—	—	4,514	—	
Total	\$ 143,408	\$ 51,216	\$ 288,363	\$ 25,734	\$ 50,193	\$ —	\$ 481,964	\$ 76,950	

December 31, 2020									
	Within AgFirst District		Within Farm Credit System		Outside Farm Credit System		Total		
	Purchased	Sold	Purchased	Sold	Purchased	Sold	Purchased	Sold	
Real estate mortgage	\$ 31,417	\$ 9,928	\$ 8,310	\$ 13,126	\$ —	\$ —	\$ 39,727	\$ 23,054	
Production and intermediate-term	40,458	3,912	62,070	7,654	—	—	102,528	11,566	
Loans to cooperatives	1,217	—	57,940	—	—	—	59,157	—	
Processing and marketing	48,824	15,794	48,866	3,315	29,302	—	126,992	19,109	
Farm-related business	—	—	—	—	9,957	—	9,957	—	
Communication	7,569	—	88,486	—	—	—	96,055	—	
Power and water/waste disposal	1,191	—	11,609	—	—	—	12,800	—	
International	1,233	—	18,500	—	—	—	19,733	—	
Lease receivables	—	—	4,195	—	—	—	4,195	—	
Total	\$ 131,909	\$ 29,634	\$ 299,976	\$ 24,095	\$ 39,259	\$ —	\$ 471,144	\$ 53,729	

The recorded investment in a receivable is the face amount increased or decreased by applicable accrued interest, unamortized premium, discount, finance charges, or acquisition costs and may also reflect a previous direct write-down of the investment.

The following table shows the recorded investment of loans, classified under the FCA Uniform Loan Classification System, as a percentage of the recorded investment of total loans by loan type as of:

	September 30, 2021	December 31, 2020		September 30, 2021	December 31, 2020
Real estate mortgage:			Power and water/waste disposal:		
Acceptable	96.26%	94.82%	Acceptable	96.79%	100.00%
OAEM	1.95	2.07	OAEM	3.21	—
Substandard/doubtful/loss	1.79	3.11	Substandard/doubtful/loss	—	—
	100.00%	100.00%		100.00%	100.00%
Production and intermediate-term:			Rural residential real estate:		
Acceptable	94.18%	94.13%	Acceptable	97.06%	95.82%
OAEM	3.23	2.57	OAEM	1.13	1.92
Substandard/doubtful/loss	2.59	3.30	Substandard/doubtful/loss	1.81	2.26
	100.00%	100.00%		100.00%	100.00%
Loans to cooperatives:			International:		
Acceptable	100.00%	100.00%	Acceptable	100.00%	100.00%
OAEM	—	—	OAEM	—	—
Substandard/doubtful/loss	—	—	Substandard/doubtful/loss	—	—
	100.00%	100.00%		100.00%	100.00%
Processing and marketing:			Lease receivables:		
Acceptable	98.33%	93.57%	Acceptable	99.01%	98.67%
OAEM	1.67	5.82	OAEM	—	—
Substandard/doubtful/loss	—	0.61	Substandard/doubtful/loss	0.99	1.33
	100.00%	100.00%		100.00%	100.00%
Farm-related business:			Total loans:		
Acceptable	98.55%	97.94%	Acceptable	96.22%	95.02%
OAEM	1.27	1.85	OAEM	2.12	2.37
Substandard/doubtful/loss	0.18	0.21	Substandard/doubtful/loss	1.66	2.61
	100.00%	100.00%		100.00%	100.00%
Communication:					
Acceptable	100.00%	100.00%			
OAEM	—	—			
Substandard/doubtful/loss	—	—			
	100.00%	100.00%			

The following tables provide an aging analysis of the recorded investment of past due loans as of:

	September 30, 2021				
	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans and Accrued Interest
Real estate mortgage	\$ 537	\$ 367	\$ 904	\$ 1,315,623	\$ 1,316,527
Production and intermediate-term	599	634	1,233	648,346	649,579
Loans to cooperatives	1	—	1	45,960	45,961
Processing and marketing	—	—	—	233,865	233,865
Farm-related business	—	—	—	58,134	58,134
Communication	—	—	—	87,596	87,596
Power and water/waste disposal	—	—	—	21,822	21,822
Rural residential real estate	—	—	—	28,877	28,877
International	—	—	—	21,911	21,911
Lease receivables	—	—	—	4,528	4,528
Total	\$ 1,137	\$ 1,001	\$ 2,138	\$ 2,466,662	\$ 2,468,800

	December 31, 2020				
	30 Through 89 Days Past Due	90 Days or More Past Due	Total Past Due	Not Past Due or Less Than 30 Days Past Due	Total Loans and Accrued Interest
Real estate mortgage	\$ 1,469	\$ 1,456	\$ 2,925	\$ 1,194,019	\$ 1,196,944
Production and intermediate-term	2,274	810	3,084	683,727	686,811
Loans to cooperatives	—	—	—	59,032	59,032
Processing and marketing	—	—	—	204,234	204,234
Farm-related business	245	5	250	59,707	59,957
Communication	—	—	—	95,815	95,815
Power and water/waste disposal	—	—	—	12,742	12,742
Rural residential real estate	13	18	31	25,297	25,328
International	—	—	—	19,792	19,792
Lease receivables	96	—	96	4,110	4,206
Total	\$ 4,097	\$ 2,289	\$ 6,386	\$ 2,358,475	\$ 2,364,861

Nonperforming assets (including related accrued interest as applicable) and related credit quality statistics at period end were as follows:

	September 30, 2021	December 31, 2020
Nonaccrual loans:		
Real estate mortgage	\$ 2,895	\$ 5,400
Production and intermediate-term	4,641	4,042
Farm-related business	25	5
Rural residential real estate	67	101
Total	<u>\$ 7,628</u>	<u>\$ 9,548</u>
Accruing restructured loans:		
Real estate mortgage	\$ —	\$ 13
Total	<u>\$ —</u>	<u>\$ 13</u>
Accruing loans 90 days or more past due:		
Total	<u>\$ —</u>	<u>\$ —</u>
Total nonperforming loans	\$ 7,628	\$ 9,561
Other property owned	—	—
Total nonperforming assets	<u>\$ 7,628</u>	<u>\$ 9,561</u>
Nonaccrual loans as a percentage of total loans	0.31%	0.41%
Nonperforming assets as a percentage of total loans and other property owned	0.31%	0.41%
Nonperforming assets as a percentage of capital	<u>1.58%</u>	<u>2.14%</u>

The following table presents information related to the recorded investment of impaired loans at period end. Impaired loans are loans for which it is probable that all principal and interest will not be collected according to the contractual terms of the loan.

	September 30, 2021	December 31, 2020
Impaired nonaccrual loans:		
Current as to principal and interest	\$ 6,395	\$ 6,120
Past due	1,233	3,428
Total	<u>\$ 7,628</u>	<u>\$ 9,548</u>
Impaired accrual loans:		
Restructured	\$ —	\$ 13
90 days or more past due	—	—
Total	<u>\$ —</u>	<u>\$ 13</u>
Total impaired loans	<u>\$ 7,628</u>	<u>\$ 9,561</u>
Additional commitments to lend	<u>\$ —</u>	<u>\$ 8</u>

The following tables present additional impaired loan information at period end. Unpaid principal balance represents the contractual principal balance of the loan.

	September 30, 2021			Three Months Ended September 30, 2021			Nine Months Ended September 30, 2021		
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans		Average Impaired Loans	Interest Income Recognized on Impaired Loans	
Impaired loans:									
With a related allowance for credit losses:									
Total	\$ —	\$ —	\$ —	\$ —	\$ —		\$ —	\$ —	\$ —
With no related allowance for credit losses:									
Real estate mortgage	\$ 2,895	\$ 4,017	\$ —	\$ 2,614	\$ 158		\$ 3,140	\$ 355	
Production and intermediate-term	4,641	5,707	—	4,192	254		5,033	569	
Farm-related business	25	25	—	22	1		27	3	
Rural residential real estate	67	82	—	61	4		73	8	
Total	<u>\$ 7,628</u>	<u>\$ 9,831</u>	<u>\$ —</u>	<u>\$ 6,889</u>	<u>\$ 417</u>		<u>\$ 8,273</u>	<u>\$ 935</u>	
Total impaired loans:									
Real estate mortgage	\$ 2,895	\$ 4,017	\$ —	\$ 2,614	\$ 158		\$ 3,140	\$ 355	
Production and intermediate-term	4,641	5,707	—	4,192	254		5,033	569	
Farm-related business	25	25	—	22	1		27	3	
Rural residential real estate	67	82	—	61	4		73	8	
Total	<u>\$ 7,628</u>	<u>\$ 9,831</u>	<u>\$ —</u>	<u>\$ 6,889</u>	<u>\$ 417</u>		<u>\$ 8,273</u>	<u>\$ 935</u>	

	December 31, 2020			Year Ended December 31, 2020	
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Impaired Loans	Interest Income Recognized on Impaired Loans
Impaired loans:					
With a related allowance for credit losses:					
Production and intermediate-term	\$ 178	\$ 177	\$ 154	\$ 200	\$ 36
Total	\$ 178	\$ 177	\$ 154	\$ 200	\$ 36
With no related allowance for credit losses:					
Real estate mortgage	\$ 5,413	\$ 6,681	\$ —	\$ 6,064	\$ 1,088
Production and intermediate-term	3,864	5,053	—	4,329	776
Farm-related business	5	5	—	5	1
Rural residential real estate	101	123	—	113	20
Total	\$ 9,383	\$ 11,862	\$ —	\$ 10,511	\$ 1,885
Total impaired loans:					
Real estate mortgage	\$ 5,413	\$ 6,681	\$ —	\$ 6,064	\$ 1,088
Production and intermediate-term	4,042	5,230	154	4,529	812
Farm-related business	5	5	—	5	1
Rural residential real estate	101	123	—	113	20
Total	\$ 9,561	\$ 12,039	\$ 154	\$ 10,711	\$ 1,921

A summary of changes in the allowance for loan losses and recorded investment in loans for each reporting period follows:

	Real Estate Mortgage	Production and Intermediate-term	Agribusiness*	Communication	Power and Water/Waste Disposal	Rural Residential Real Estate	International	Lease Receivables	Total
Activity related to the allowance for credit losses:									
Balance at June 30, 2021	\$ 4,126	\$ 5,316	\$ 3,910	\$ 731	\$ 113	\$ 68	\$ 182	\$ 35	\$ 14,481
Charge-offs	—	(3)	—	—	—	(11)	—	—	(14)
Recoveries	—	198	—	—	—	—	—	—	198
Provision for loan losses	154	(460)	(370)	31	38	10	(2)	4	(595)
Balance at September 30, 2021	\$ 4,280	\$ 5,051	\$ 3,540	\$ 762	\$ 151	\$ 67	\$ 180	\$ 39	\$ 14,070
Balance at December 31, 2020	\$ 4,194	\$ 5,749	\$ 3,827	\$ 849	\$ 85	\$ 73	\$ 185	\$ 217	\$ 15,179
Charge-offs	—	(10)	—	—	—	(11)	—	—	(21)
Recoveries	—	198	—	—	—	—	—	—	198
Provision for loan losses	86	(886)	(287)	(87)	66	5	(5)	(178)	(1,286)
Balance at September 30, 2021	\$ 4,280	\$ 5,051	\$ 3,540	\$ 762	\$ 151	\$ 67	\$ 180	\$ 39	\$ 14,070
Balance at June 30, 2020	\$ 3,817	\$ 5,691	\$ 3,587	\$ 1,151	\$ 1,417	\$ 83	\$ 177	\$ 221	\$ 16,144
Charge-offs	—	—	—	—	—	—	—	—	—
Recoveries	—	—	—	—	—	—	—	—	—
Provision for loan losses	184	179	171	(331)	(522)	(8)	3	3	(321)
Balance at September 30, 2020	\$ 4,001	\$ 5,870	\$ 3,758	\$ 820	\$ 895	\$ 75	\$ 180	\$ 224	\$ 15,823
Balance at December 31, 2019	\$ 3,563	\$ 5,854	\$ 3,705	\$ 1,014	\$ 764	\$ 82	\$ 187	\$ 250	\$ 15,419
Charge-offs	—	—	—	—	—	—	—	—	—
Recoveries	—	1	—	—	—	—	—	—	1
Provision for loan losses	438	15	53	(194)	131	(7)	(7)	(26)	403
Balance at September 30, 2020	\$ 4,001	\$ 5,870	\$ 3,758	\$ 820	\$ 895	\$ 75	\$ 180	\$ 224	\$ 15,823
Allowance on loans evaluated for impairment:									
Individually	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
Collectively	4,280	5,051	3,540	762	151	67	180	39	14,070
Balance at September 30, 2021	\$ 4,280	\$ 5,051	\$ 3,540	\$ 762	\$ 151	\$ 67	\$ 180	\$ 39	\$ 14,070
Individually	\$ —	\$ 154	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 154
Collectively	4,194	5,595	3,827	849	85	73	185	217	15,025
Balance at December 31, 2020	\$ 4,194	\$ 5,749	\$ 3,827	\$ 849	\$ 85	\$ 73	\$ 185	\$ 217	\$ 15,179
Recorded investment in loans evaluated for impairment:									
Individually	\$ —	\$ 3,098	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 3,098
Collectively	1,316,527	646,481	337,960	87,596	21,822	28,877	21,911	4,528	2,465,702
Balance at September 30, 2021	\$ 1,316,527	\$ 649,579	\$ 337,960	\$ 87,596	\$ 21,822	\$ 28,877	\$ 21,911	\$ 4,528	\$ 2,468,800
Individually	\$ 3,325	\$ 1,996	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 5,321
Collectively	1,193,619	684,815	323,223	95,815	12,742	25,328	19,792	4,206	2,359,540
Balance at December 31, 2020	\$ 1,196,944	\$ 686,811	\$ 323,223	\$ 95,815	\$ 12,742	\$ 25,328	\$ 19,792	\$ 4,206	\$ 2,364,861

*Includes the loan types: Loans to cooperatives, Processing and marketing, and Farm-related business.

A restructuring of a debt constitutes a troubled debt restructuring (TDR) if the creditor for economic or legal reasons related to the debtor's financial difficulties grants a concession to the debtor that it would not otherwise consider. There were no new TDRs that occurred during the three and nine month periods ended September 30, 2021 and 2020.

Interest concessions may include interest forgiveness and interest deferment. Principal concessions may include principal forgiveness, principal deferment, and maturity extension. Other concessions may include additional compensation received which might be in the form of cash or other assets.

There were no TDRs that occurred during the previous twelve months and for which there was a subsequent payment default during the periods presented. Payment default is defined as a payment that was thirty days or more past due.

The following table provides information at period end on outstanding loans restructured in troubled debt restructurings. These loans are included as impaired loans in the impaired loan table.

	Total TDRs		Nonaccrual TDRs	
	September 30, 2021	December 31, 2020	September 30, 2021	December 31, 2020
Real estate mortgage	\$ 661	\$ 734	\$ 661	\$ 721
Production and intermediate-term	348	622	348	622
Total loans	\$ 1,009	\$ 1,356	\$ 1,009	\$ 1,343
Additional commitments to lend	\$ —	\$ —		

Note 3 — Investments

Equity Investments in Other Farm Credit System Institutions

Equity investments in other Farm Credit System institutions are generally nonmarketable investments consisting of stock and participation certificates, allocated surplus, and reciprocal investments in other institutions regulated by the FCA. These investments are carried at cost and evaluated for impairment based on the ultimate recoverability of the par value rather than by recognizing temporary declines in value.

Associations are required to maintain ownership in AgFirst (AgFirst or the Bank) in the form of Class B or Class C stock as determined by the Bank. The Bank may require additional capital contributions to maintain its capital requirements. The Association owned 8.25 percent of the issued stock of the Bank as of September 30, 2021 net of any reciprocal investment. As of that date, the Bank's assets totaled \$37.9 billion and

shareholders' equity totaled \$2.7 billion. The Bank's earnings were \$357 million for the first nine months of 2021. In addition, the Association held investments of \$1,093 related to other Farm Credit institutions.

Note 4 — Debt

Notes Payable to AgFirst Farm Credit Bank

The Association's indebtedness to the Bank represents borrowings by the Association to fund its earning assets. This indebtedness is collateralized by a pledge of substantially all of the Association's assets. The contractual terms of the revolving line of credit are contained in the General Financing Agreement (GFA). The GFA also defines Association performance criteria for borrowing from the Bank, which includes borrowing base margin, earnings and capital covenants, among others.

Note 5 — Members' Equity

Accumulated Other Comprehensive Income (AOCI)

	Changes in Accumulated Other Comprehensive Income by Component (a)			
	Three Months Ended September 30,		Nine Months Ended September 30,	
	2021	2020	2021	2020
Employee Benefit Plans:				
Balance at beginning of period	\$ (95)	\$ (83)	\$ (97)	\$ (85)
Other comprehensive income before reclassifications	—	—	—	—
Amounts reclassified from AOCI	1	—	3	2
Net current period other comprehensive income	1	—	3	2
Balance at end of period	\$ (94)	\$ (83)	\$ (94)	\$ (83)

Reclassifications Out of Accumulated Other Comprehensive Income (b)					
	Three Months Ended September 30,		Nine Months Ended September 30,		Income Statement Line Item
	2021	2020	2021	2020	
Defined Benefit Pension Plans:					
Periodic pension costs	\$ (1)	\$ —	\$ (3)	\$ (2)	See Note 7.
Net amounts reclassified	\$ (1)	\$ —	\$ (3)	\$ (2)	

(a) Amounts in parentheses indicate debits to AOCI.

(b) Amounts in parentheses indicate debits to profit/loss.

Note 6 — Fair Value Measurement

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability in an orderly transaction between market participants in the principal or most advantageous market for the asset or liability.

Accounting guidance establishes a hierarchy for disclosure of fair value measurements to maximize the use of observable inputs, that is, inputs that reflect the assumptions market participants would use in pricing an asset or liability based on market data obtained from sources independent of the reporting entity. The hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. A financial instrument's categorization within the hierarchy tiers is based upon the lowest level of input that is significant to the fair value measurement.

The classifications within the fair value hierarchy are as follows:

Level 1 inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.

Level 2 inputs include quoted prices for similar assets and liabilities in active markets; quoted prices in markets that are not active; and inputs that are observable, or can be corroborated, for substantially the full term of the asset or liability.

Level 3 inputs are unobservable and supported by little or no market activity. Valuation is determined using pricing models, discounted cash flow methodologies, or similar techniques, and could include significant management judgment or estimation. Level 3 assets and liabilities also could include instruments whose price has been adjusted based on dealer quoted pricing that is different than the third-party valuation or internal model pricing.

For a complete discussion of the inputs and other assumptions considered in assigning various assets and liabilities to the fair value hierarchy levels, see the latest Annual Report to Shareholders.

There were no Level 3 assets or liabilities measured at fair value on a recurring basis for the periods presented. The Association had no transfers of assets or liabilities into or out of Level 1 or Level 2 during the periods presented.

Fair values are estimated at each period end date for assets and liabilities measured at fair value on a recurring basis. Other Financial Instruments are not measured at fair value in the statement of financial position, but their fair values are estimated as of each period end date. The following tables summarize the carrying amounts of these assets and liabilities at period end, and their related fair values.

		September 30, 2021				
		Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
<u>Recurring Measurements</u>						
Assets:						
Assets held in trust funds		\$ 126	\$ 126	\$ —	\$ —	\$ 126
Recurring Assets		\$ 126	\$ 126	\$ —	\$ —	\$ 126
Liabilities:						
Recurring Liabilities		\$ —	\$ —	\$ —	\$ —	\$ —
<u>Nonrecurring Measurements</u>						
Assets:						
Impaired loans		\$ —	\$ —	\$ —	\$ —	\$ —
Other property owned		\$ —	\$ —	\$ —	\$ —	\$ —
Nonrecurring Assets		\$ —	\$ —	\$ —	\$ —	\$ —
<u>Other Financial Instruments</u>						
Assets:						
Cash		\$ 16	\$ 16	\$ —	\$ —	\$ 16
Loans		2,444,493	—	—	2,443,264	2,443,264
Other Financial Assets		\$ 2,444,509	\$ 16	\$ —	\$ 2,443,264	\$ 2,443,280
Liabilities:						
Notes payable to AgFirst Farm Credit Bank		\$ 2,004,871	\$ —	\$ —	\$ 2,003,109	\$ 2,003,109
Other Financial Liabilities		\$ 2,004,871	\$ —	\$ —	\$ 2,003,109	\$ 2,003,109

December 31, 2020

	Total Carrying Amount	Level 1	Level 2	Level 3	Total Fair Value
Recurring Measurements					
Assets:					
Assets held in trust funds	\$ 330	\$ 330	\$ —	\$ —	\$ 330
Recurring Assets	\$ 330	\$ 330	\$ —	\$ —	\$ 330
Liabilities:					
Recurring Liabilities	\$ —	\$ —	\$ —	\$ —	\$ —
Nonrecurring Measurements					
Assets:					
Impaired loans	\$ 24	\$ —	\$ —	\$ 24	\$ 24
Other property owned	—	—	—	—	—
Nonrecurring Assets	\$ 24	\$ —	\$ —	\$ 24	\$ 24
Other Financial Instruments					
Assets:					
Cash	\$ 875	\$ 875	\$ —	\$ —	\$ 875
Loans	2,341,325	—	—	2,364,249	2,364,249
Other Financial Assets	\$ 2,342,200	\$ 875	\$ —	\$ 2,364,249	\$ 2,365,124
Liabilities:					
Notes payable to AgFirst Farm Credit Bank	\$ 1,920,964	\$ —	\$ —	\$ 1,940,758	\$ 1,940,758
Other Financial Liabilities	\$ 1,920,964	\$ —	\$ —	\$ 1,940,758	\$ 1,940,758

Uncertainty in Measurements of Fair Value

Discounted cash flow or similar modeling techniques are generally used to determine the recurring fair value measurements for Level 3 assets and liabilities. Use of these techniques requires determination of relevant inputs and assumptions, some of which represent significant unobservable inputs as indicated in the tables that follow. Accordingly, changes in these unobservable inputs may have a significant impact on fair value.

Certain of these unobservable inputs will (in isolation) have a directionally consistent impact on the fair value of the instrument for a given change in that input. Alternatively, the fair value of the instrument may move in an opposite direction for a given change in another input. Where multiple inputs are used within the valuation technique of an asset or liability, a change in one input in a certain direction may be offset by an opposite change in another input having a potentially muted impact to the overall fair value of that particular instrument. Additionally, a change in one unobservable input may result in a change to another unobservable input (that is, changes in

certain inputs are interrelated with one another), which may counteract or magnify the fair value impact.

Inputs to Valuation Techniques

Management determines the Association's valuation policies and procedures. The Bank performs the majority of the Association's valuations, and its valuation processes are calibrated annually by an independent consultant. The fair value measurements are analyzed on a quarterly basis. For other valuations, documentation is obtained for third party information, such as pricing, and periodically evaluated alongside internal information and pricing that is available.

Quoted market prices are generally not available for the instruments presented below. Accordingly fair values are based on judgments regarding anticipated cash flows, future expected loss experience, current economic conditions, risk characteristics of various financial instruments, and other factors. These estimates involve uncertainties and matters of judgment, and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

Quantitative Information about Recurring and Nonrecurring Level 3 Fair Value Measurements

	Fair Value	Valuation Technique(s)	Unobservable Input	Range
Impaired loans and other property owned	\$ —	Appraisal	Income and expense	*
			Comparable sales	*
			Replacement cost	*
			Comparability adjustments	*

* Ranges for this type of input are not useful because each collateral property is unique.

Information about Other Financial Instrument Fair Value Measurements

	Valuation Technique(s)	Input
Cash	Carrying value	Par/principal and appropriate interest yield
Loans	Discounted cash flow	Prepayment forecasts
		Probability of default
		Loss severity
Notes payable to AgFirst Farm Credit Bank	Discounted cash flow	Prepayment forecasts
		Probability of default
		Loss severity

Note 7 — Employee Benefit Plans

The following table summarizes retirement and other postretirement benefit expenses for the Association:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2021	2020	2021	2020
Pension	\$ 669	\$ 524	\$2,009	\$1,573
401(k)	278	256	861	818
Other postretirement benefits	102	102	298	314
Total	\$ 1,049	\$ 882	\$3,168	\$2,705

Expenses in the above table are computed using allocated estimates of funding for multi-employer plans in which the Association participates. These amounts may change when a total funding amount and allocation is determined by the respective Plan's Sponsor Committee. Also, market conditions could impact discount rates and return on plan assets which could change contributions necessary before the next plan measurement date of December 31, 2021.

Further details regarding employee benefit plans are contained in the 2020 Annual Report to Shareholders.

Note 8 — Commitments and Contingent Liabilities

From time to time, legal actions are pending against the Association in which claims for money damages are asserted. On at least a quarterly basis, the Association assesses its liabilities and contingencies in connection with outstanding legal proceedings utilizing the latest information available. While the outcome of legal proceedings is inherently uncertain, on the basis of information presently available, management, after consultation with legal counsel, is of the opinion that the ultimate liability, if any, from these actions, would not be material in relation to the financial position of the Association. Because it is remote that the Association will incur a loss or the loss is not estimable, no liability has been recorded for any claims that may be pending.

Note 9 — Subsequent Events

The Association evaluated subsequent events and determined that, except as described below, there were none requiring disclosure through November 8, 2021, which was the date the financial statements were issued.

On October 18, 2021, AgFirst's Board of Directors indicated an intention to declare, in December 2021, a special patronage distribution. The Association will receive between approximately \$23,953 and \$24,951, which will be recorded as patronage refunds from other Farm Credit institutions.