



September 29, 2017

Dear Valued Member:

On April 28, 2017, the boards of Ag Partners Cooperative and Genesis Cooperative announced that the two cooperatives had entered into a unification study to determine if a consolidation of the two cooperatives would be beneficial to their respective members. Since that time, the boards and employees of Ag Partners and Genesis have completed their due diligence and analysis. They have concluded that a merger would create additional value to the members of both cooperatives. As a result, the boards of directors of Ag Partners and Genesis unanimously approved a plan of merger subject to any required member vote.

The boards' analysis determined that consolidating the two cooperatives would create value in the following ways:

- Create economies of scale to improve operating efficiencies which in turn enhances our competitive advantage in the marketplace;
- Enhance, expand and extend product and service options, market access and risk management tools for members;
- Improve access to capital for future investments required to meet the needs of our customers;
- Provide opportunities for growth, training, and advancement of our employees.

The member vote is scheduled to be counted on December 19, 2017. After discussions with legal counsel, the boards determined that the most cost-effective way to merge the two cooperatives is to use a type of merger called a "reverse triangular merger". In this unification structure, only Genesis members will be required to vote. In early December, we will host multiple member information sessions within our respective service territories to provide all members with additional information and to allow questions to be asked about the merger. Meeting dates, times and locations are as follows:

Tuesday, December 5

- HomeTown Inn & Suites of Belle Plaine @ 2 p.m.
- Genesis Main Office in LeSueur @ 7 p.m.

Wednesday, December 6

- Ag Partners Annual Meeting in Goodhue

Thursday, December 7

- Morristown Community Center @ 2 p.m.
- Le Center American Legion @ 7 p.m.

Both boards unanimously voted in favor of bringing this merger to the membership because we strongly believe in the future this merger would create for you, your cooperative, and your cooperative employees. We encourage you to vote in favor of this merger. We look forward to seeing you at our upcoming informational meetings and answering your questions about how this proposal will create opportunities for you and all our cooperative owners.

Sincerely,

Kevin Radtke  
Ag Partners Board Chairman

Tim Griep  
Genesis Board Chairman