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**ALABAMA FARM CREDIT, ACA**

**2018 ANNUAL STOCKHOLDERS' MEETING INFORMATION STATEMENT**

The Annual Stockholders' Meeting of Alabama Farm Credit, ACA will be held at 10:30 a.m. on April 12, 2018 at the Cullman Regional Medical Center, Professional Building II, Cullman, Alabama. The Medical Center is located on State Highway 157, 4 miles east of Interstate 65 in Cullman, Alabama. The Professional Building II is located on the eastern side of the complex and it is connected directly to the hospital.

You are cordially invited to attend. The agenda for the meeting will include the following:

- Adoption of the minutes of the 2017 Annual Stockholders' Meeting
- Review of corporate and financial operations
- The Board's report to the Stockholders
- Ratification of actions (as reported) taken by the Board of Directors
- Election of two (2) stockholders to the Board of Directors
- Election of Nominating Committee and Alternates
- Other Association Business

Following the business meeting, a lunch will be catered by Morrison's Cafeteria to those in attendance (RSVP luncheon reservation by April 5, 2018).

As of February 28, 2018, Alabama Farm Credit, ACA had 2,543 members with class A voting stock and 175 members with participation certificates (or non-voting stock). Members owning voting stock, at the close of business on April 11, 2018, will be eligible to vote if they have been designated to vote the stock. Issues requiring a vote, during the meeting, will be decided on by majority vote from ballots cast by those stockholders who are present during the meeting and eligible to vote.

The following is a list of directors presently serving including relevant factual information about each:

<u>NAME</u>	<u>AGE</u>	<u>TERM EXPIRING</u>	<u>LENGTH OF SERVICE</u>	<u>TYPE OF AGRICULTURE ENGAGED</u>
Matthew J. Christjohn, DVM, Chairman	47	2020	13 years	Cattle
Larry Don McGee, Vice Chairman	68	2018	21 years	Poultry/Cattle
John R. Adams, CPA (Board appointed)	58	2018	11 years	N/A
Danny R. Baugh	61	2018	3 years	Poultry/Cattle
Rickey Cornutt	55	2020	1 year	Cattle/ Row Crops
Hugh C. Harris	66	2020	4 years	N/A
Stewart McGill	36	2019	2 years	Row Crop
Loyd Rutherford	76	2019	28 years	Row Crop

All directors listed above attended at least 75 percent of the Board meetings and/or Committee meetings held in 2017.

No director resigned, or declined to stand for re-election during 2017, because of a policy disagreement with the Board.

Per section 611.220 of FCA Regulations, associations with total assets exceeding \$500 million as of January 1 of each year, must have no fewer than two (2) board appointed directors on the Board. Section 611.210 of the FCA Regulations requires, at all times, at least one (1) Association director, whether stockholder elected or board appointed, shall be a financial expert. Association bylaws section 410.2b states that the directors elected by the Stockholders (BOD) shall conduct a search for eligible candidates willing to serve as board appointed directors and by majority vote of the stockholder-elected directors (BOD), at a duly called meeting, shall elect a candidate to fill each board appointed position. Board appointed directors cannot be an officer, employee or stockholder of a Farm Credit bank or association. The Board re-appointed Hugh C. Harris to the Board, at a meeting held in June, 2017. Mr. Harris's three (3) year term began on July 1, 2017, and will expire June 30, 2020. The Board re-appointed John R. Adams, CPA to the Board, for another three (3) year term beginning November 1, 2015, serving as Director/Financial Expert until October 31, 2018.

You should have, or will be receiving, the Association Annual Report to Stockholders for the year ending December 31, 2017. This financial report is for your information and review at your leisure and can also be viewed on the Association's website [www.alabamafarmcredit.com](http://www.alabamafarmcredit.com). The Association has not changed its external auditor since the last annual meeting and recently issued an annual report to shareholders, and has not had any disagreements with said external auditor.

There have been no material changes in the matters disclosed in the annual report to stockholders, since the date the report was issued.

There have been no transactions or events, of the type required to be disclosed, pursuant to FCA regulation 620.6(e) and 620.6(f), between the Association and its senior officers or directors, since the end of the last fiscal year and through the date of this letter that have not already been disclosed in the annual report to shareholders.

There have been no loans to senior officers or directors, or to any organization affiliated with such persons, or to any immediate family member who resides in the same household as such person, or in whose loan or business operation such person has a material financial or legal interest, that involved more than normal risk of collectability.

Although no specific region of the Association is designated for each place on the Board of Directors, the Directors whose terms expire represent different areas of the Association's territory. The Nominating Committee considered candidates from these different areas in order to keep the representatives equally distributed over the Association's chartered territory, in relationship to the number of loans the Association has in these areas. Nominations will be accepted from the floor for any voting stockholders of the Association, without restriction as to location or place of residence.

The Association Nominating Committee, consisting of Stanley H. Chaffin, Roland W. Evers, and Phillip Michael Sewell, met on March 14, 2018 and placed the names of the following stockholders in nomination for each position as follows:

#### **Position I**

**DANNY R. BAUGH**, age 61. Mr. Baugh is a full-time cattle and poultry farmer from Marshall County. He owns and operates a 285 acre farm in Marshall County. Mr. Baugh runs an approximately 160 head cow-calf operation, along with a 200 acre hay operation on rented lands. He currently grows for Wayne Farms, operating eight broiler houses with a farm capacity of 176,000. Mr. Baugh retired from Albertville Municipal Utilities Board in 2005 as their water plant manager after 30 years of service. He is a member of the Alabama Poultry and Egg Association, Alabama Cattleman's Association, Marshall County Farmers Cooperative and Marshall/DeKalb Electric Cooperative. He has been an Alabama Farm Credit member/borrower for the past 25 years.

**NADINE M. WOODS**, age 59. Mrs. Woods is a full-time poultry farmer with her husband Robert. They operate 12 Broiler Houses contracted with Pilgrim's Pride on three farms, located in Alabama and Georgia. They have been in the poultry business for the past 14 years. Mr. & Mrs. Woods own General Woods Inc. which operates a Bed, Breakfast and wedding venue. Mrs. Woods is a former member of the Tax Assessors Board for Dade Co., Georgia. She is also a former member of the Georgia Teacher's Association and an advisor for a military support group organization. Mrs. Woods holds a M. Ed. Of Education from the University of Hawaii, a B.S. in Education and a B.A. in Geography from the University of Georgia. She was a captain in the U.S. Army active duty and Army Reserves for 12 years. Mrs. Woods has been an Alabama Farm Credit member/borrower for the past 4 years.

#### **Position II**

**LARRY DON MCGEE**, age 68. Mr. McGee is a full-time poultry and cattle farmer from Jackson County. He owns and operates 500 acres in Jackson and DeKalb counties. He has approximately 200 head of brood cows along with three pullet houses with a capacity of 21,000. He has been the owner/operator of L&D Farms for the past 31 years. He is a member of DeKalb County Cattleman's Association and the Alabama Poultry and Egg Association. Mr. McGee has been an Alabama Farm Credit member/borrower for the past 25 years.

**LAMAR ROSSON**, age 71. Mr. Rosson is a full-time poultry, cattle and row crop farmer. He has been farming for the past 47 years, and his operation consists of 6 broiler houses with a Tyson Broiler Contract, 80 brood cows and approximately 500 acres of hay, 1200 acres of corn & soybeans in Attalla, AL (Etowah County). Lamar is a graduate of Etowah High School. He is married to Jayne Rosson and they have two sons, L.J. and Matt. Lamar is an active member of Whitesboro Baptist Church; current Director of Etowah County Farmers Federation and Big Wills Water Authority along with being a current member of Etowah County Farmers Federation Farm PAC. He is past president of Etowah County Cattleman's Association and past Treasurer of Etowah County Poultry and Egg Association. Mr. Rosson has been a member/ borrower of Alabama Farm Credit for 41 years.

Nominations for the above positions will be accepted from the floor at the meeting. Nominations from the floor may only be made by eligible voting stockholders at the annual meeting. Such nominations only require a second by an eligible voting stockholder. Any floor nomination must state that he or she accepts the nomination and each floor nominee then must provide the information referred to in FCA Regulations 611.330, 620.6(e), 620.6(f), and 620.21, in writing to the Association. The Association will provide the appropriate forms, by which a floor nominee will use to complete these required regulatory disclosures. After all matters have been voted on, a teller committee will convene to tally the ballots. The teller committee chairman shall announce the results of the election.

According to Association bylaws, the candidate receiving the largest number of votes for each position shall be declared elected. If the election results in a tie vote, a runoff election shall be conducted between those candidates receiving the same number of votes. The procedure for this election shall be the same as in the original election. If this runoff election results in a tie, the winner will be determined by the flip of a coin.

The Association Nominating Committee also placed the names of the following stockholders for nomination for three (3) member and three (3) alternate member positions to be filled for the 2019 Nominating Committee:

1. **TONY McCORMACK**, member, age 61, is a part-time timber, hay and row-crop farmer in Elkmont, Alabama (Limestone County).
2. **GREG DAVIS**, member, age 52, is a full-time row-crop and cattle farmer in New Market, Alabama (Madison County).
3. **JOSEPH SHANE NORTON**, member, age 43, is a full time poultry, hay, and cattle farmer in Phil Campbell, Alabama (Franklin County).
4. **JOHN D. (TREY) MANN, III**, alternate member, age 38, is a part time cattle, row-crop, and timber farmer in New Hope, Alabama (Madison County).
5. **THOMAS LEE PARKER II**, alternate member, age 37, is a poultry and cattle farmer in Tusculumbia, Alabama (Colbert County).
6. **STEADMAN RUTHERFORD**, alternate member, age 25, is a part time cattle farmer in Moulton, Alabama (Lawrence County).

The nomination and election for members to the Nominating Committee, and alternate members will be conducted separately and will follow the same Association policy and procedures as for Association director elections as outlined above, with the exception that nominations from the floor for the Nominating Committee are not required to provide any disclosures.

Please don't forget to return your Reservation Card by April 5, 2018 if you plan to attend the luncheon. This will allow us to determine an accurate number attending. We look forward to seeing you there. Thank you.

The undersigned certifies that this statement has been reviewed and prepared in accordance with all applicable statutory or regulatory requirements, and that the information contained herein is true, accurate and complete to the best of his or her knowledge and belief.



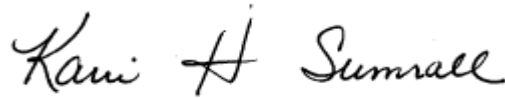
K. Ben Gore, Chief Executive Officer/ President

March 28, 2018



Dr. Matthew Christjohn, Chairman, Board of Directors

March 28, 2018



Karri H. Sumrall, Chief Financial Officer/Executive Vice President

March 28, 2018