## FARM CREDIT EAST, ACA

Quarterly Report
June 30, 2015



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

The following commentary is a review of the financial condition and results of operations of Farm Credit East, ACA (the Association) for the six month period ended June 30, 2015. This commentary should be read in conjunction with the accompanying unaudited consolidated financial statements and notes included in this report, as well as the 2014 Annual Report. Dollar amounts are in thousands unless otherwise noted.

The accompanying financial statements were prepared under the oversight of the Audit Committee.

#### **Business Structure**

Farm Credit East is a lending institution of the Farm Credit System (the System). The System is a federally chartered network of borrower-owned lending institutions composed of cooperatives and related service organizations. We are a mission-based lender with authority to make loans and provide related financial services to eligible borrowers for qualified agricultural purposes. As a cooperative, the Association is owned by the members it serves. The territory served extends across a diverse agricultural region covering the entire states of Connecticut, Maine, Massachusetts, New Jersey and Rhode Island, six counties of New Hampshire and all of New York except two counties. The Association makes short and intermediate term loans for agricultural production and long term real estate mortgage loans. Our success begins with our extensive agricultural experience and knowledge of the market.

Farm Credit East's annual and quarterly reports to stockholders are available on the Association's website,

Farmcrediteast.com or can be obtained free of charge by calling the Association's main office at 860-741-4380.

Annual reports are available 75 days after year end and quarterly reports are available 40 days after each calendar quarter end. The financial condition and results of operations of CoBank, ACB (Bank), materially affect the risk associated with stockholder investments in Farm Credit East, ACA. To obtain a free copy of the CoBank Annual Report to Stockholders, please contact us at one of our offices or by accessing CoBank.com.

#### **Results of Operations**

Farm Credit East posted strong financial results for the six month period ending June 30, 2015. Net income was \$73.1 million for the six months ending June 30, 2015, a slight decrease of \$0.3 million (0.3%) as compared with the same period in 2014. Our strong earnings primarily reflect higher net interest income, offset by higher operating expenses.

The following table reflects key performance results (\$\\$ in millions):

| For the six months ending June 30 | 2015    | 2014    |
|-----------------------------------|---------|---------|
| Net income                        | \$ 73.1 | \$ 73.4 |
| Net interest income               | \$ 87.5 | \$ 83.9 |
| Net interest margin               | 3.08%   | 3.13%   |
| Return on average assets          | 2.44%   | 2.60%   |
| Return on average members equity  | 13.20%  | 14.23%  |

Changes in the significant components impacting the results of operations are summarized in the following table (\$\\$in millions\$):

| _Increase (decrease) due to: | 2015<br>versus<br>2014 | 2014<br>versus<br>2013 |
|------------------------------|------------------------|------------------------|
| Net interest income          | \$ 3.6                 | \$ 11.9                |
| Noninterest income           | 0.3                    | 4.4                    |
| Noninterest expenses         | (3.2)                  | (6.4)                  |
| Provision for income taxes   | (1.0)                  | (0.2)                  |
| Total                        | \$ (0.3)               | \$ 9.7                 |

#### Net Interest Income

Net interest income was \$87.5 million for the six months ending June 30, 2015, an increase of \$3.6 million (4.3%) from 2014. The following table quantifies the changes in net interest income (\$ in millions):

| Changes in net interest income due to: | 2015<br>versus<br>2014 | 2014<br>versus<br>2013 |
|--|------------------------|------------------------|
| Volume                                 | \$ 3.4                 | \$ 12.8                |
| Nonaccrual and other income            | 0.1                    | (0.5)                  |
| Rates & margin                         | 0.1                    | (1.9)                  |
| Hedging activity                       | 0.0                    | 1.5                    |
| Total                                  | \$ 3.6                 | \$ 11.9                |

Interest income as a percent of earning assets was 3.93% as of June 30, 2015, down slightly from 4.00% as of June 30, 2014. Average cost of debt funding remained the same at 1.11% in 2015 and 2014. The decline in yields from 2014 was due to lower fixed rates and lower average yield on variable loans. Average interest rate spread over cost of funding decreased year over year from 2.89% to 2.82%. Of the \$3.6 million increase from 2014, \$3.4 million was due to loan volume growth. Collection of nonaccrual and other interest income increased \$0.1 million compared to 2014. Increased margin over cost of funding was \$0.1 million while the Association's hedging strategy contributed \$1.8 million to net interest income, unchanged from 2014.

Information regarding the average daily balances and average rates earned and paid on our portfolio are presented in the following table:

| As of June 30  | 2015                         | 2014                         |
|--|------------------------------|------------------------------|
| Net interest income  | \$<br>87,541                 | \$<br>83,910                 |
| Average balances:  |                              |                              |
| Average interest earning loans<br>Average interest bearing liabilities         | \$<br>5,727,953<br>4,810,696 | \$<br>5,398,441<br>4,575,590 |
|  | \$<br>4,810,696              | \$<br>4,575,590              |
| Average yields and rates:  |                              |                              |
| Interest earning loan yield<br>Rate paid on interest bearing liabilities       | 3.93%                        | 4.00%                        |
| Rate paid on interest bearing liabilities                                      | 1.11%                        | 1.11%                        |
| Interest rate spread   | 2.82%                        | 2.89%                        |
| Net interest margin (interest income as a percentage of average earning loans) | 2.000/                       | 2 120/                       |
| percentage of average earning loans)   | 3.08%                        | 3.13%                        |

#### Noninterest income

Noninterest income was \$27.9 million for the six months ending June 30, 2015, a \$0.3 million increase over the same period in 2014.

Patronage income from CoBank is a significant part of the Association's noninterest income. Patronage income is based on the average balance of the Association's note payable to CoBank. For the six month period ending June 30, 2015, CoBank patronage income totaled \$10.8 million, compared to \$10.3 million in 2014. The patronage rate paid by CoBank on the Association's note payable was 45 basis points in 2015 and 2014.

The Association also receives patronage income from CoBank and other Farm Credit entities that purchased interest in loans originated by the Association. For the six months ended June 30, 2015 this revenue totaled \$2.5 million compared to \$2.0 million in 2014.

Noninterest income also includes fees for financial services, loan fees, compensation on participation loans and other noninterest income. These other noninterest income sources totaled \$14.6 million for the six months ending June 30, 2015, a decrease of \$0.7 million compared to 2014. Financial services fee income is the largest component with \$11.9 million in revenue for the six months ended June 30, 2015 a slight increase of \$0.5 million compared to 2014.

#### Noninterest expense

Noninterest expense totaled \$40.7 million for the six month period ending June 30, 2015 as compared to \$37.5 million for the same period last year. Salaries and employee benefits is the primary component of noninterest expense and totaled \$25.5 million, an increase of \$1.8 million (7.7%) compared to 2014. The increase is primarily due to higher retirement plan expenses as a result of changes in actuarial assumptions. Noninterest expenses also

include fees paid to our technology service provider, insurance fund premiums, occupancy and equipment expense and other operating expenses.

#### Income Taxes

The provision for income taxes totaled \$1.6 million for the six months ending June 30, 2015, an increase of \$1.0 million from 2014. The increase in income taxes is primarily related to a prior year tax expense adjustment. The Association's effective tax rate is significantly less than the applicable federal and state tax statutory income tax rates primarily due to tax deductible patronage distributions and our tax exempt business activities.

#### Patronage Distributions

The Association has a patronage program that allows it to distribute its available net earnings to its stockholders. The patronage program consists of a qualified cash distribution and a non-qualified distribution.

At December 31, 2014, liabilities included a \$51.0 million patronage distribution payable to members, which has since been distributed in cash. An anticipated patronage distribution payable to members of \$24.9 million was accrued during the first six months of 2015 which will be payable to members in cash early in 2016 provided the capital and earnings goals for the Association are achieved.

## Loan Portfolio

The loan portfolio consists primarily of agricultural real estate loans, agricultural production operating loans and intermediate installment loans. Loans are originated and serviced within the Association's local service area (LSA) in New York, New Jersey, Maine and throughout Southern New England, as well as outside the LSA through purchased loan participations.

| As of June 30                                | 2015 | 2014 |
|--|------|------|
| New York                                     | 47%  | 47%  |
| New Jersey                                   | 12%  | 13%  |
| Maine  | 8%   | 8%   |
| Massachusetts                                | 6%   | 7%   |
| Connecticut                                  | 6%   | 6%   |
| Rhode Island, New Hampshire and other states | 21%  | 19%_ |
| Total  | 100% | 100% |

Loan volume totaled \$5.8 billion at June 30, 2015, basically unchanged from December 31, 2014. Compared to June 30, 2014 loan volume grew 6.0%. The period to period growth was driven by our branch based farm loan portfolio which grew \$212.4 million (5.5%) as demand for agricultural products benefited producers. Our residential country living mortgage program grew \$49.9 million (9.8%) and our capital markets group grew \$75.3 million (7.0%).

#### Credit Quality Conditions and Measurements in the Loan Portfolio

The following table presents loans classified, by management, pursuant to our regulator's Uniform Loan Classification System, as a percent of total loans and related accrued interest.

| As of June 30        | 2015    | 2014    |
|----------------------|---------|---------|
| Acceptable           | 94.08%  | 92.79%  |
| Special mention      | 3.07%   | 4.10%   |
| Substandard/doubtful | 2.85%   | 3.11%   |
| Total                | 100.00% | 100.00% |

The overall credit quality in our loan portfolio has continued to improve. Adversely classified loans ('Substandard' and 'Doubtful') decreased to 2.9% of total loans at June 30, 2015 compared to 3.1% at June 30, 2014 while 'Special Mention' loans decreased to 3.1% of loans from 4.1%. These overall improvements track closely with a strong Agricultural Economy which reflects the improved credit quality classification of loans in the timber, greenhouse and nursery industries combined with the resolution and payoff of previously adversely classified loans.

Credit risk arises from the inability of an obligor to meet its repayment obligation and exists in our outstanding loans, unfunded loan commitments and letters of credit. We manage credit risk associated with our lending activities through an assessment of the credit risk profile of an individual borrower based on an analysis of the borrower's credit history,

repayment capacity, financial position and collateral. Repayment capacity focuses on the borrower's ability to repay the loan based on cash flows from operations or other sources of income. The Association also manages single borrower hold positions and industry concentrations based on underlying risk. The geographic and commodity diversity in the loan portfolio, coupled with disciplined underwriting reduces the potential for significant credit losses. Also worth noting, Farm Credit East's underwriting standards do not allow for subprime lending which is evident based on the current and historical delinquency percentages of the loan portfolio.

To further manage portfolio risk, the Association participates in the USDA's Farm Service Agency guarantee program and as of June 30, 2015 has guarantees totaling \$267.6 million. The Association also participates in the Farmer Mac Long Term Standby Commitment to Purchase Program. As of June 30, 2015, commitments totaling \$43.3 million were in this program.

### Nonearning Assets

Nonaccrual loans represent all loans where there is a reasonable doubt as to collection of principal and/or interest. At June 30, 2015 nonaccrual loans totaled \$57.9 million, a decrease of \$0.8 million from December 31, 2014. Nonaccrual loans as a percentage of gross loans remained at a relatively low level of 0.99%. In general, the Association is adequately secured on much of the \$57.9 million in nonaccrual loan volume at June 30, 2015. However, the Association has established specific loan loss allowances of \$3.6 million in relation to \$12.9 million of the nonaccrual portfolio.

Other property owned is comprised of real or personal property that has been acquired through foreclosure or deed in lieu of foreclosure. Other property owned totaled \$1.8 million at June 30, 2015, a decrease of \$1.1 million from \$2.9 million at December 31, 2014. The decrease is directly attributed to \$1.2 million in property dispositions offset by the addition of one property for \$0.1 million. The Association is actively marketing all other property owned assets and intends to dispose of all properties in an orderly and timely fashion.

The following table summarizes high risk assets and delinquency information:

| As of  | June 30, 2015 | December 31, 2014 |
|--|---------------|-------------------|
| Nonaccrual                                     | \$ 57,920     | \$ 58,690         |
| Accrual loans 90 Days or more past due         | 4,201         | 4,204             |
| Accrual restructured loans                     | 76            | 79                |
| Total Impaired Loans                           | \$ 62,197     | \$ 62,973         |
| Other Property Owned                           | 1,836         | 2,913             |
| Total High Risk Assets                         | \$ 64,033     | \$ 65,886         |
| Impaired Loans to Total Loans                  | 1.06%         | 1.09%             |
| High Risk Assets to Total Loans                | 1.10%         | 1.14%             |
| Nonaccrual Loans to Total Loans                | 0.99%         | 1.01%             |
| Delinquencies as a % of total performing loans | 0.35%         | 0.39%             |

For additional loan type information, see Note 2 to the consolidated financial statements "Loans, Loan Quality and Allowance for Credit Losses".

## Provision for Loan Losses and Allowance for Credit Losses

The provision for loan losses reflects our expense estimates for credit losses inherent in our loan portfolio, including unfunded commitments. The allowance for loan losses reflects an adjustment to the value of our total loan portfolio for inherent credit losses related to outstanding balances. We provide line of credit financing to customers to cover short-term and variable needs. As a result, Farm Credit East has significant unfunded commitments for which we maintain a separate reserve. This reserve is reported as a liability on the Association's consolidated balance sheet. We refer to the combined amounts of the allowance for loan losses and the reserve for unfunded commitments as the "allowance for credit losses." The allowance for credit losses (ACL) reflects our assessment of the risk of probable and estimable loss related to outstanding balances and unfunded commitments in our loan portfolio. The allowance for credit losses is maintained at a level consistent with this assessment, considering such factors as loss experience, portfolio quality, portfolio concentrations, current and historical production conditions, modeling imprecision, or

mission and economic and environmental factors specific to our portfolio segments. The allowance for credit losses at each period end was considered by management to be adequate.

As a result of overall favorable credit quality, Farm Credit East did not record a provision for loan losses for the six months ended June 30, 2015 and 2014.

Comparative allowance coverage, as a percentage of key loan categories, follows:

| As of June 30                     | 2015      | 2014      |
|-----------------------------------|-----------|-----------|
| Components:                       |           |           |
| Allowance for loan losses         | \$ 74,637 | \$ 72,039 |
| Reserve for unfunded commitments  | 11,025    | 12,415    |
| Allowance for Credit Losses (ACL) | \$ 85,662 | \$ 84,454 |
| ACL as a percentage of:           |           |           |
| Total loans                       | 1.46%     | 1.53%     |
| Nonaccrual loans                  | 147.90%   | 137.15%   |
| Impaired loans                    | 137.73%   | 127.96%   |

For further discussion regarding the allowance for loan losses, refer to Note 2 to the consolidated financial statements "Loans, Loan Quality and Allowance for Credit Losses".

## **Liquidity and Funding Sources**

The Association's primary source of funding is CoBank. Funds are obtained through borrowing on a revolving line of credit governed by a General Financing Agreement. At June 30, 2015 the Association's note payable to CoBank totaled \$4.9 billion. The Association is in full compliance with its financing agreement with CoBank and has capacity under the agreement to borrow funds needed to meet anticipated loan demand.

#### Members' Equity

In conjunction with its annual financial planning process, the Association's Board of Directors reviews and approves a Capitalization Plan. The objective of the plan is to build and maintain adequate capital for continued financial viability and to provide for growth necessary to meet customer needs.

Members' equity, which is available as loanable funds, was \$1.1 billion at June 30, 2015 and consisted of capital stock and participation certificates of \$14.0 million, additional paid in capital of \$229.2 million, unallocated retained earnings of \$920.0 million, allocated retained earnings of \$6.0 million and other accumulated comprehensive loss of (\$38.6) million.

Farm Credit East, along with other System institutions, is subject to regulatory oversight by the Farm Credit Administration (FCA). In addition to the Association's Board approved Capitalization Plan, a number of rules and regulations are imposed under the Farm Credit Act on the operations of System entities, including requirements to maintain a minimum permanent capital ratio, total surplus ratio and core surplus ratio. As displayed in the following table, the Association exceeded the minimum regulatory requirements, which are noted parenthetically.

| As of June 30                    | 2015   | 2014   |
|----------------------------------|--------|--------|
| Members' equity as a % of assets | 18.66% | 18.36% |
| Permanent capital ratio (7.0%)   | 16.13% | 15.65% |
| Total surplus ratio (7.0%)       | 15.90% | 15.40% |
| Core surplus ratio (3.5%)        | 15.80% | 15.36% |

Financial condition ratios for 2015 are consistent with Farm Credit East's current Capitalization Plan and long term objectives. Association management knows of no reason that would cause the Association not to meet these standards in the foreseeable future.

On May 8, 2014, the Farm Credit Administration proposed a rule to modify the regulatory capital requirements for System Banks and Associations, including Farm Credit East. The stated objectives of the proposed rule are as follows:

• To modernize capital requirements while ensuring that institutions continue to hold sufficient regulatory capital

- to fulfill their mission as a government-sponsored enterprise;
- To ensure that the System's capital requirements are comparable to the Basel III framework and the standardized approach that the federal banking regulatory agencies have adopted, but also to ensure that the rules recognize the cooperative structure and the organization of the System,
- To make System regulatory capital requirements more transparent; and
- To meet the requirements of the Dodd-Frank Act.

The public comment period was extended to July 10, 2015. At this time uncertainty exists as to the final form of the proposed rule, but we believe System institutions would be in compliance even if the rule was adopted in its current proposed form. If adopted the proposed effective date would be January 1, 2016.

## **Critical Accounting Estimates**

The financial statements are reported in conformity with accounting principles generally accepted in the United States of America. The Association's significant accounting policies are critical to the understanding of the results of operations and financial position because some accounting policies require management to make complex or subjective judgments and estimates that may affect the value of certain assets or liabilities. Management considers these policies critical because it has to make judgments about matters that are inherently uncertain. For a complete discussion of significant accounting policies, see Note 1 to the consolidated financial statements "Organization and Significant Accounting Policies".

## **Forward-Looking Statements**

Certain information included in this report contains forward-looking statements. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions that are difficult to predict. Words such as "believes," "could," "estimates," "anticipates," "may," "should," "will," or other variations of these terms or similar expressions are intended to identify forward-looking statements. These statements are based on assumptions and analyses made in light of experience, historical trends, current conditions, and expected future developments. However, actual results and developments may differ materially from our expectations and predictions due to a number of risks and uncertainties, many of which are beyond our control. These risks and uncertainties include, but are not limited to fluctuations in the economy, the relative strengths and weaknesses in the agricultural credit sectors and in the real estate market, and the actions taken by the Federal Reserve in implementing monetary policy.

# FARM CREDIT EAST, ACA CONSOLIDATED BALANCE SHEETS

(unaudited and dollars in thousands)

|  | June 3 | 30, 2015  | December 31, 2014 |           |  |  |
|--|--------|-----------|-------------------|-----------|--|--|
| ASSETS                                       |        |           |                   |           |  |  |
| Loans  | \$     | 5,847,713 | \$                | 5,788,644 |  |  |
| Less: Allowance for loan losses              |        | 74,637    |                   | 74,039    |  |  |
| Net loans                                    |        | 5,773,076 |                   | 5,714,605 |  |  |
| Cash   |        | 12,175    |                   | 17,959    |  |  |
| Accrued interest receivable                  |        | 21,060    |                   | 18,571    |  |  |
| Investment in CoBank, ACB                    |        | 197,228   |                   | 196,441   |  |  |
| Premises and equipment, net                  |        | 20,265    |                   | 18,443    |  |  |
| Other property owned                         |        | 1,836     |                   | 2,913     |  |  |
| Other assets                                 |        | 33,820    |                   | 41,675    |  |  |
| Total Assets                                 | \$     | 6,059,460 | \$                | 6,010,607 |  |  |
| LIABILITIES                                  |        |           |                   |           |  |  |
| Notes payable to CoBank, ACB                 | \$     | 4,855,960 | \$                | 4,827,439 |  |  |
| Patronage distributions payable              |        | 24,919    |                   | 51,000    |  |  |
| Accrued interest payable                     |        | 4,377     |                   | 4,454     |  |  |
| Reserve for unfunded commitments             |        | 11,025    |                   | 11,289    |  |  |
| Other liabilities                            |        | 32,547    |                   | 37,078    |  |  |
| Total Liabilities                            |        | 4,928,828 |                   | 4,931,260 |  |  |
| MEMBERS' EQUITY                              |        |           |                   |           |  |  |
| Capital stock and participation certificates |        | 14,036    |                   | 13,913    |  |  |
| Additional paid-in capital                   |        | 229,198   |                   | 229,198   |  |  |
| Allocated retained earnings                  |        | 6,042     |                   | 6,048     |  |  |
| Unallocated retained earnings                |        | 920,044   |                   | 871,829   |  |  |
| Accumulated other comprehensive loss         |        | (38,688)  |                   | (41,641)  |  |  |
| Total Members' Equity                        |        | 1,130,632 |                   | 1,079,347 |  |  |
| Total Liabilities and Members' Equity        | \$     | 6,059,460 | \$                | 6,010,607 |  |  |

The accompanying notes are an integral part of these statements.

## FARM CREDIT EAST, ACA CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(unaudited and dollars in thousands)

|   | For the three ended J |           | For the six months ended June 30, |            |  |  |
|---|-----------------------|-----------|-----------------------------------|------------|--|--|
|   | 2015                  | 2014      | 2014                              |            |  |  |
| INTEREST INCOME                                       |                       |           |                                   |            |  |  |
| Loans   | \$ 56,391             | \$ 53,880 | \$ 111,502                        | \$ 106,889 |  |  |
| Other   | 68                    | 65        | 221                               | 204        |  |  |
| Total interest income                                 | 56,459                | 53,945    | 111,723                           | 107,093    |  |  |
| INTEREST EXPENSE                                      |                       |           |                                   |            |  |  |
| Notes payable to CoBank, ACB                          | 14,958                | 11,759    | 24,180                            | 23,180     |  |  |
| Other   | 1                     | 2         | 2                                 | 3          |  |  |
| Total interest expense                                | 14,959                | 11,761    | 24,182                            | 23,183     |  |  |
| Net interest income                                   | 41,500                | 42,184    | 87,541                            | 83,910     |  |  |
| Provision for loan losses                             | 0                     | 0         | 0                                 | 0          |  |  |
| Net interest income after provision for loan losses   | 41,500                | 42,184    | 87,541                            | 83,910     |  |  |
| NONINTEREST INCOME                                    |                       |           |                                   |            |  |  |
| Patronage distributions from Farm Credit Institutions | 6,416                 | 5,990     | 13,265                            | 12,269     |  |  |
| Financially related services income                   | 6,999                 | 6,763     | 11,928                            | 11,354     |  |  |
| Compensation on participation loans, net              | 716                   | 844       | 1,460                             | 1,582      |  |  |
| Loan fees   | 631                   | 676       | 1,073                             | 1,209      |  |  |
| Other property owned income, net                      | 140                   | 1,272     | 121                               | 1,118      |  |  |
| Other income  | 1                     | 11        | 17                                | 32         |  |  |
| Total noninterest income                              | 14,903                | 15,556    | 27,864                            | 27,564     |  |  |
| NONINTEREST EXPENSE                                   |                       |           |                                   |            |  |  |
| Salaries and employee benefits                        | 12,151                | 11,967    | 25,460                            | 23,648     |  |  |
| Occupancy and equipment                               | 774                   | 779       | 1,649                             | 1,669      |  |  |
| Insurance Fund premiums                               | 1,459                 | 1,270     | 2,911                             | 2,497      |  |  |
| Fees paid to technology service provider              | 1,828                 | 1,777     | 3,653                             | 3,542      |  |  |
| Other operating expenses                              | 3,834                 | 3,229     | 7,004                             | 6,122      |  |  |
| Total noninterest expenses                            | 20,046                | 19,022    | 40,677                            | 37,478     |  |  |
| Income before income taxes                            | 36,357                | 38,718    | 74,728                            | 73,996     |  |  |
| Provision for income taxes                            | 386                   | 305       | 1,594                             | 609        |  |  |
| Net Income  | 35,971                | 38,413    | 73,134                            | 73,387     |  |  |
| OTHER COMPREHENSIVE INCOME (LOSS)                     |                       |           |                                   |            |  |  |
| Net change in cash flow hedge                         | 3,108                 | 504       | 2,953                             | (63)       |  |  |
| Other Comprehensive Income (Loss)                     | 3,108                 | 504       | 2,953                             | (63)       |  |  |
| Comprehensive Income                                  | \$ 39,079             | \$ 38,917 | \$ 76,087                         | \$ 73,324  |  |  |

The accompanying notes are an integral part of these statements.

# FARM CREDIT EAST, ACA CONSOLIDATED STATEMENTS OF CHANGES IN MEMBERS' EQUITY

(unaudited and dollars in thousands)

|  | Sto<br>Parti | apital<br>ck and<br>cipation<br>tificates | P  | dditional<br>Paid-in-<br>Capital | Ret | cated<br>ained<br>nings | Re | llocated<br>tained<br>rnings | Compi | mulated<br>other<br>rehensive<br>ne/(Loss) | <br>Total<br>embers'<br>Equity |
|--|--------------|---|----|----------------------------------|-----|-------------------------|----|------------------------------|-------|--|--------------------------------|
| Balance at December 31, 2013                         | \$           | 12,855                                    | \$ | 164,369                          |     | \$ -                    | \$ | 776,796                      | \$    | (23,177)                                   | \$<br>930,843                  |
| Comprehensive Income (Loss)                          |              |   |    |                                  |     |                         |    | 73,387                       |       | (63)                                       | 73,324                         |
| Capital stock and participation certificates issued  |              | 689                                       | •  |                                  |     |                         |    |                              |       |  | 689                            |
| Capital stock and participation certificates retired |              | (561)                                     | )  |                                  |     |                         |    |                              |       |  | (561)                          |
| Equity re-characterized upon merger                  |              | 767                                       |    | 64,829                           |     | 6,852                   |    |                              |       | 7  | 72,455                         |
| Allocated retained earnings retired                  |              |   |    |                                  |     | (1)                     |    |                              |       |  | (1)                            |
| Patronage Distribution                               |              |   |    |                                  |     |                         |    | (23,196)                     |       |  | (23,196)                       |
| Balance at June 30, 2014                             | \$           | 13,750                                    | \$ | 229,198                          | \$  | 6,851                   | \$ | 826,987                      | \$    | (23,233)                                   | \$<br>1,053,553                |
| Balance at December 31, 2014                         | \$           | 13,913                                    | \$ | 229,198                          | \$  | 6,048                   | \$ | 871,829                      | \$    | (41,641)                                   | \$<br>1,079,347                |
| Comprehensive Income (Loss)                          |              |   |    |                                  |     |                         |    | 73,134                       |       | 2,953                                      | 76,087                         |
| Capital stock and participation certificates issued  |              | 552                                       |    |                                  |     |                         |    |                              |       |  | 552                            |
| Capital stock and participation certificates retired |              | (429)                                     | )  |                                  |     |                         |    |                              |       |  | (429)                          |
| Allocated retained earnings retired                  |              |   |    |                                  |     | (6)                     |    |                              |       |  | (6)                            |
| Patronage Distribution                               |              |   |    |                                  |     |                         |    | (24,919)                     |       |  | (24,919)                       |
| Balance at June 30, 2015                             | \$           | 14,036                                    | \$ | 229,198                          | \$  | 6,042                   | \$ | 920,044                      | \$    | (38,688)                                   | \$<br>1,130,632                |

The accompanying notes are an integral part of these statements.

## Notes to Consolidated Financial Statements

(unaudited and dollars in thousands except as noted)

#### NOTE 1 - Organization and Significant Accounting Policies

Farm Credit East, ACA (the Association or ACA) and its subsidiaries are part of the Farm Credit System. A description of the organization and operations of the Association, the significant accounting policies followed, and the financial condition and results of operations as of and for the year ended December 31, 2014, are contained in the 2014 Annual Report to Stockholders. These unaudited second quarter 2015 financial statements should be read in conjunction with the 2014 Annual Report to Stockholders.

The accompanying unaudited financial statements have been prepared in accordance with accounting principles generally accepted in the U.S. (GAAP) for interim financial information. Accordingly, they do not include all of the disclosures required by GAAP for annual financial statements and should be read in conjunction with the audited financial statements as of and for the year ended December 31, 2014 as contained in the 2014 Annual Report to Stockholders. Certain reclassifications have been made to amounts reported in the prior period to conform to the current period presentation.

In the opinion of management, the unaudited financial information is complete and reflects all results for the interim periods. The preparation of financial statements in accordance with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates. The results of operations for interim periods are not necessarily indicative of the results to be expected for the full year ending December 31, 2015. Descriptions of the significant accounting policies are included in the 2014 Annual Report to Stockholders. In the opinion of management, these polices and the presentation of the interim financial condition and results of operations conform to GAAP and prevailing practices within the banking industry.

In August 2014, the Financial Accounting Standards Board (FASB) issued guidance entitled "Presentation of Financial Statements — Going Concern." The guidance governs management's responsibility to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern and to provide related footnote disclosures. This guidance requires management to perform interim and annual assessments of an entity's ability to continue as a going concern within one year after the date the financial statements are issued or within one year after the financial statements are available to be issued, when applicable. Substantial doubt exists if it is probable that the entity will be unable to meet its obligations for the assessed period. This guidance becomes effective for interim and annual periods ending after December 15, 2016, and early application is permitted. Management will be required to make its initial assessment as of December 31, 2016.

In May 2014, the FASB issued guidance entitled, "Revenue from Contracts with Customers." The guidance governs revenue recognition from contracts with customers and requires an entity to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Financial instruments and other contractual rights within the scope of other guidance issued by the FASB are excluded from the scope of this new revenue recognition guidance. In this regard, a majority of our contracts would be excluded from the scope of this new guidance. In April 2015, this guidance was deferred by one year and results in the new revenue standard becoming effective for interim and annual reporting periods ending after December 15, 2017. The Association is in the process of reviewing contracts to determine the effect, if any, on their financial condition or results of operations.

## NOTE 2 - Loans, Loan Quality and Allowance for Credit Losses

#### **Loans Outstanding**

Loans outstanding by loan type are shown below:

| As of                            | June 30,        | 2015   | December 31, 2014 |        |  |  |
|----------------------------------|-----------------|--------|-------------------|--------|--|--|
| Real estate mortgage             | \$<br>2,700,670 | 46.2%  | \$ 2,637,604      | 45.6%  |  |  |
| Production and intermediate term | 2,067,916       | 35.4%  | 2,099,809         | 36.3%  |  |  |
| Loans to cooperatives            | 144,333         | 2.5%   | 140,217           | 2.4%   |  |  |
| Processing and marketing         | 543,628         | 9.3%   | 534,908           | 9.2%   |  |  |
| Farm related business            | 258,905         | 4.4%   | 243,269           | 4.2%   |  |  |
| Communication                    | 4,675           | 0.1%   | 4,936             | 0.1%   |  |  |
| Energy                           | 64,802          | 1.1%   | 63,173            | 1.1%   |  |  |
| Rural residential real estate    | 59,484          | 1.0%   | 61,128            | 1.0%   |  |  |
| Water/Waste water                | 3,300           | 0.0%   | 3,600             | 0.1%   |  |  |
| Total Loans                      | \$<br>5,847,713 | 100.0% | \$ 5,788,644      | 100.0% |  |  |

The Association's concentration of credit risk in various agricultural commodities is shown in the following table. While the amounts represent the Association's maximum potential credit risk as it relates to recorded loan principal, a substantial portion of the Association's lending activities is collateralized and the Association's exposure to credit loss associated with lending activities is reduced accordingly. An estimate of the Association's credit risk exposure is considered in the determination of the allowance for credit losses.

| As of                  | June 30, 2015 | 30, 2015 December 31 |              |       |
|------------------------|---------------|----------------------|--------------|-------|
| Commodity              | Amount        |                      | Amount       |       |
| Dairy                  | \$ 1,192,035  | 20.4%                | \$ 1,235,252 | 21.3% |
| Timber                 | 668,991       | 11.4%                | 643,757      | 11.1% |
| Cash Field             | 623,583       | 10.7%                | 606,841      | 10.5% |
| Livestock              | 557,961       | 9.5%                 | 536,138      | 9.3%  |
| Processing & Marketing | 526,286       | 9.0%                 | 491,951      | 8.5%  |
| Fruit                  | 507,506       | 8.7%                 | 507,499      | 8.8%  |
| Nursery                | 251,508       | 4.3%                 | 242,700      | 4.2%  |
| Farm Services          | 245,761       | 4.2%                 | 245,598      | 4.2%  |
| Greenhouse             | 228,447       | 3.9%                 | 246,576      | 4.3%  |
| Aquatic                | 224,456       | 3.8%                 | 218,611      | 3.8%  |
| Vegetables             | 192,631       | 3.3%                 | 171,738      | 3.0%  |
| Potato                 | 179,068       | 3.1%                 | 172,649      | 3.0%  |
| All Other              | 449,480       | 7.7%                 | 469,334      | 8.0%  |
| Total                  | \$ 5,847,713  | 100.0%               | \$ 5,788,644 | 100%  |

The amount of collateral obtained, if deemed necessary upon extension of credit, is based on management's credit evaluation of the borrower. Collateral held varies, but typically includes farmland and income-producing property, such as crops and livestock as well as receivables. Long-term real estate loans are secured by the first liens on the underlying property. Federal regulations state that long-term real estate loans are not to exceed 85% (97% if guaranteed by a government agency) of the property's appraised value. However, a decline in a property's market value subsequent to loan origination or advances, or other actions necessary to protect the financial interest of the Association in the collateral, may result in the loan to value ratios in excess of the regulatory maximum.

#### **Allowance for Credit Losses**

The following table presents the changes in the components of the allowance for credit losses. The allowance for credit losses includes the allowance for loan losses and the reserve for unfunded commitments.

| For the six months ended June 30,                    | 2015         | 2014         |  |  |
|--|--------------|--------------|--|--|
| Allowance for Loan Losses                            |              |              |  |  |
| Beginning balance at January 1                       | \$<br>74,039 | \$<br>72,616 |  |  |
| Charge-offs  | (78)         | (980)        |  |  |
| Recoveries   | 412          | 1,485        |  |  |
| Transfers from (to) Reserve for Unfunded Commitments | 264          | (1,082)      |  |  |
| Ending balance at June 30,                           | \$<br>74,637 | \$<br>72,039 |  |  |
| Reserve for Unfunded Commitments                     |              |              |  |  |
| Beginning balance at January 1                       | \$<br>11,289 | \$<br>11,333 |  |  |
| Transfers (to) from Allowance for Loan Losses        | (264)        | 1,082        |  |  |
| Ending balance June 30,                              | \$<br>11,025 | \$<br>12,415 |  |  |
| Allowance for Credit Losses                          | \$<br>85,662 | \$<br>84,454 |  |  |

## **Credit Quality**

One credit quality indicator utilized by the Bank and Associations is the Farm Credit Administration Uniform Loan Classification System that categorizes loans into five categories. The categories are defined as follows:

- Acceptable assets are expected to be fully collectible and represent the highest quality,
- Other assets especially mentioned (OAEM) assets are currently collectible but exhibit some potential weakness,
- Substandard assets exhibit some serious weakness in repayment capacity, equity, and/or collateral pledged on the loan,
- Doubtful assets exhibit similar weaknesses to substandard assets; however, doubtful assets have
  additional weaknesses in existing factors, conditions and values that make collection in full highly
  questionable, and
- Loss assets are considered uncollectible.

The following tables show loans and related accrued interest classified under the FCA Uniform Loan Classification System as a percentage of total loans and related accrued interest receivable by loan type as of period end:

|                                  |            |      | Substandard/ |        |
|----------------------------------|------------|------|--------------|--------|
| As of June 30, 2015              | Acceptable | OAEM | Doubtful     | Total  |
| Real estate mortgage             | 43.4%      | 1.4% | 1.4%         | 46.2%  |
| Production and Intermediate term | 33.4%      | 1.0% | 0.9%         | 35.3%  |
| Loans to cooperatives            | 2.4%       | 0.1% | 0.0%         | 2.5%   |
| Processing and marketing         | 8.8%       | 0.3% | 0.2%         | 9.3%   |
| Farm related business            | 3.9%       | 0.2% | 0.3%         | 4.4%   |
| Communication                    | 0.1%       | 0.0% | 0.0%         | 0.1%   |
| Energy and Water/Waste water     | 1.1%       | 0.1% | 0.0%         | 1.2%   |
| Rural residential real estate    | 1.0%       | 0.0% | 0.0%         | 1.0%   |
| Total                            | 94.1%      | 3.1% | 2.8%         | 100.0% |

|                                  |            |      | Substandard/ |        |
|----------------------------------|------------|------|--------------|--------|
| December 31, 2014                | Acceptable | OAEM | Doubtful     | Total  |
| Real estate mortgage             | 42.5%      | 1.6% | 1.5%         | 45.6%  |
| Production and Intermediate term | 34.4%      | 1.1% | 0.8%         | 36.3%  |
| Loans to cooperatives            | 2.4%       | 0.0% | 0.0%         | 2.4%   |
| Processing and marketing         | 8.8%       | 0.2% | 0.2%         | 9.2%   |
| Farm related business            | 3.7%       | 0.2% | 0.3%         | 4.2%   |
| Communication                    | 0.1%       | 0.0% | 0.0%         | 0.1%   |
| Energy and Water/Waste water     | 1.1%       | 0.1% | 0.0%         | 1.2%   |
| Rural residential real estate    | 1.0%       | 0.0% | 0.0%         | 1.0%   |
| Total                            | 94.0%      | 3.2% | 2.8%         | 100.0% |

To mitigate the risk of loan losses, the Association may enter into long-term standby commitments to purchase agreements with the Federal Agricultural Mortgage Corporation (Farmer Mac). The agreements, which are effectively credit guarantees that will remain in place until the loans are paid in full, give the Association the right to

sell the loans identified in the agreements to Farmer Mac in the event of default (typically four months past due), subject to certain conditions. The balance of loans under long-term standby commitments was \$43,263 at June 30, 2015 and \$46,338 at December 31, 2014. Fees paid to Farmer Mac for such commitments totaled \$114 for the six months ended June 30, 2015 and \$131 for the six months ended June 30, 2014. These amounts are classified as noninterest expense. In addition to Farmer Mac, the Association has credit enhancements with federal government agencies totaling \$267.6 million at June 30, 2015 and \$281.6 million at December 31, 2014.

#### **Impaired Loans**

Impaired loans are loans for which it is probable that all principal and interest will not be collected according to the contractual terms. Interest income recognized and payments received on nonaccrual impaired loans are applied in a similar manner as for nonaccrual loans, as described in Note 2 of the 2014 Annual Report to Stockholders.

The following table presents information relating to impaired loans:

| As of                                  | June 30 | , 2015 | December 31, 2014 |        |  |
|--|---------|--------|-------------------|--------|--|
| Nonaccrual loans:                      |         |        |                   |        |  |
| Current as to principal and interest   | \$      | 22,573 | \$                | 26,086 |  |
| Past due                               |         | 35,347 |                   | 32,604 |  |
| Total nonaccrual loans                 | \$      | 57,920 | \$                | 58,690 |  |
| Impaired accrual loans:                |         |        |                   |        |  |
| Restructured accrual loans             | \$      | 76     | \$                | 79     |  |
| Accrual loans 90 days or more past due |         | 4,201  |                   | 4,204  |  |
| Total impaired accrual loans           | \$      | 4,277  | \$                | 4,283  |  |
| Total impaired loans                   | \$      | 62,197 | \$                | 62,973 |  |

The following table presents allowance information concerning impaired loans:

| As of  | June 30, 2015 | December 31, 2014 |  |  |  |
|--|---------------|-------------------|--|--|--|
| Impaired loans with related allowance        | \$ 12,885     | \$ 13,308         |  |  |  |
| Impaired loans with no related allowance     | 45,035        | 49,665            |  |  |  |
| Total impaired loans                         | \$ 57,920     | \$ 62,973         |  |  |  |
| Total specific allowance                     | \$ 3,625      | \$ 3,757          |  |  |  |
| For the six months ending June 30,           | 2015          | 2014              |  |  |  |
| Average impaired loans                       | \$ 57,844     | \$ 67,742         |  |  |  |
| Interest income recognized on impaired loans | \$ 544        | \$ 376            |  |  |  |

### **Commitments on Impaired Ioans**

There were no material commitments to lend additional funds to debtors whose loans were classified as impaired at June 30, 2015.

#### **Aging Analysis**

The following tables provide an age analysis of past due loans as of period end:

| As of June 30, 2015              | 30-89 Days<br>Past Due | 90 Days or<br>More Past<br>Due | Total Past<br>Due | Not Past Due<br>or less than<br>30 Days Past<br>Due | Total Loans  | Recorded<br>Investment<br>>90 days<br>and<br>accruing |
|----------------------------------|------------------------|--------------------------------|-------------------|---|--------------|---|
| Real estate mortgage             | \$ 13,920              | \$ 20,304                      | \$ 34,224         | \$ 2,666,446  | \$ 2,700,670 | \$ 2,462  |
| Production and intermediate term | 10,333                 | 8,961                          | 19,294            | 2,048,622   | 2,067,916    | 1,739   |
| Loans to cooperatives            | 0                      | 0                              | 0                 | 144,333   | 144,333      | 0   |
| Processing and marketing         | 32                     | 0                              | 32                | 543,596   | 543,628      | 0   |
| Farm related business            | 60                     | 1,258                          | 1,318             | 257,587   | 258,905      | 0   |
| Communication                    | 0                      | 0                              | 0                 | 4,675   | 4,675        | 0   |
| Energy and Water/Waste water     | 0                      | 0                              | 0                 | 68,102  | 68,102       | 0   |
| Rural residential real estate    | 270                    | 300                            | 570               | 58,914  | 59,484       | 0   |
| Total Loans                      | \$ 24,615              | \$ 30,823                      | \$ 55,438         | \$ 5,792,275  | \$ 5,847,713 | \$ 4,201  |

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

| As of December 31, 2014          | 30-8<br>Days<br>Pas<br>Due | s<br>t | or | Days<br>More<br>t Due | <br>al Past<br>Due | or less | ast Due<br>s than 30<br>Past Due | To | tal Loans | Recor<br>Investi<br>>90 d<br>and<br>accru | ment<br>lays<br>d |
|----------------------------------|----------------------------|--------|----|-----------------------|--------------------|---------|----------------------------------|----|-----------|---|-------------------|
| Real estate mortgage             | \$ 15                      | 5,852  | \$ | 24,634                | \$<br>40,486       | \$      | 2,597,118                        | \$ | 2,637,604 | \$  | 1,796             |
| Production and intermediate term | 2                          | 2,386  |    | 9,877                 | 12,263             |         | 2,087,546                        |    | 2,099,809 |   | 2,408             |
| Loans to cooperatives            |                            | 0      |    | 0                     | 0                  |         | 140,217                          |    | 140,217   |   | 0                 |
| Processing and marketing         |                            | 0      |    | 0                     | 0                  |         | 534,908                          |    | 534,908   |   | 0                 |
| Farm related business            |                            | 1      |    | 1,372                 | 1,373              |         | 241,896                          |    | 243,269   |   | 0                 |
| Communication                    |                            | 0      |    | 0                     | 0                  |         | 4,936                            |    | 4,936     |   | 0                 |
| Energy and Water/Waste water     |                            | 0      |    | 0                     | 0                  |         | 66,773                           |    | 66,773    |   | 0                 |
| Rural residential real estate    |                            | 253    |    | 332                   | 585                |         | 60,543                           |    | 61,128    |   | 0                 |
| Total Loans                      | \$ 18                      | 3,492  | \$ | 36,215                | \$<br>54,707       | \$      | 5,733,937                        | \$ | 5,788,644 | \$  | 4,204             |

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

#### **Troubled Debt Restructuring**

A restructuring of a debt constitutes a troubled debt restructuring 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.

The Association had no troubled debt restructurings (TDR) that occurred during the six months ended June 30, 2015. During the previous 12 months, \$0 troubled debt restructurings subsequently defaulted.

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

|                                  | Loans Modifi     | ed as TDRs           | TDRs in Nonaccrual Status* |                      |  |  |
|----------------------------------|------------------|----------------------|----------------------------|----------------------|--|--|
|                                  | June 30,<br>2015 | December 31,<br>2014 | June 30,<br>2015           | December 31,<br>2014 |  |  |
| Real estate mortgage             | \$ 10,359        | \$ 10,931            | \$ 10,359                  | \$ 10,931            |  |  |
| Production and intermediate term | 4,974            | 4,324                | 4,898                      | 4,245                |  |  |
| Total                            | \$ 15,333        | \$ 15,255            | \$ 15,257                  | \$ 15,176            |  |  |

<sup>\*</sup> represents the portion of loans modified as TDRs (first column) that are in nonaccrual status

#### NOTE 3 - Members' Equity

A description of the Association's capitalization requirements, protection mechanisms, regulatory capitalization requirements and restrictions, and equities are provided below. Members' equity is described and governed by the Association's capitalization policies. Farm Credit East's capitalization policies are specified in the Bylaws and in the Capitalization Plan approved by the Board of Directors. Copies of the Association's Bylaws and Capitalization Plan are available to members at any time.

The components of Association capital that are allocated directly to members are capital stock, participation certificates, and allocated surplus.

#### Capital stock and participation certificates

In accordance with the Farm Credit Act, and the Association's capitalization Bylaws and Capitalization Plan, each Association borrower, as a condition of borrowing, is required at the time the loan is made, to invest in Class B Stock for agricultural loans or Class B Participation Certificates for country home and farm related business loans. Association Bylaws require that borrowers acquire capital stock or participation certificates, as a condition of borrowing, at least the lesser of \$1,000 or 2% of the amount of the loan, and not more than 10% of the amount of the loan.

Pursuant to the Association Capitalization Plan, the Association Board has determined that Class B stock and Class B participation certificates shall be issued as follows:

For all loans (except where indicated below) Class B stock and Class B participation certificates shall be issued equal to one thousand dollars per customer as a condition of borrowing from this Association. For purposes of borrower stock, a customer is defined as the primary borrower on a loan. The intent of this policy is for each primary customer to have one thousand dollars of stock, regardless of the number of loans or balance on those loans to that customer. Stock shall be purchased at the beginning of a customer's relationship and will not be retired until all loans to that customer are paid in full and there are no funds available for advances.

- At the time of the Farm Credit East mergers in 2010 and 2014, certain customers with less than one thousand dollars of stock were "grandfathered" at the stock level at conversion. Grandfathered customer stock will be frozen at converted levels until all loans are repaid, at which time the stock will be retired, or increased to one thousand dollars at the time of a future advance or credit action.
- Certain small borrowers (customers with total commitment less than ten thousand dollars initially) will be issued at 10% of the initial commitment, consistent with By-Law limitations.
- Certain interests in loans sold to other financial institutions.
- Loans to be sold into the secondary market

All stock and participation certificates are retired at the discretion of the Association's Board of Directors after considering the capitalization plan as well as regulatory and other requirements.

## Regulatory capitalization requirements and restrictions

The Farm Credit Administration's (FCA) capital adequacy regulations require the Association to achieve permanent capital of seven percent (7.0%) of risk-adjusted assets and off-balance-sheet commitments. Failure to meet the 7.0% capital requirement can initiate certain mandatory and possibly additional discretionary actions by FCA that, if undertaken, could have a direct material effect on the Association's financial statements. The Association is prohibited from reducing permanent capital by retiring stock or making certain other distributions to stockholders unless prescribed capital standards are met. FCA regulations also require that additional minimum standards for capital be achieved. These standards are summarized below:

|                         | FCA                   |                            |
|-------------------------|-----------------------|----------------------------|
|                         | Regulatory<br>Minimum | Ratios at<br>June 30, 2015 |
| Permanent Capital Ratio | 7.0%                  | 16.13%                     |
| Total Surplus Ratio     | 7.0%                  | 15.90%                     |
| Core Surplus Ratio      | 3.5%                  | 15.80%                     |

## **Patronage Distribution**

Exceptions to this policy are:

In December 2014, the Board of Directors approved a patronage resolution. This resolution will allow the Association to pay a patronage refund on 2015 income provided the capital goals and earnings for the Association are achieved. The patronage program is described more fully in the 2014 Annual Report to Stockholders.

## **Accumulated Other Comprehensive Income/Loss**

The Association reports accumulated other comprehensive income (loss) as a component of members' equity. Other comprehensive income refers to revenue, expenses, gains and losses that under GAAP are reported as an element of members' equity and comprehensive income but excluded from net income. Other comprehensive income/loss results from the recognition of the retirement plans net unamortized gains and losses and prior service costs or credits of (\$40,044) at June 30, 2015 and December 31, 2014. Also included in accumulated other comprehensive income/loss is the unrealized holding gain or loss on cash flow derivatives of \$1,356 and (\$1,597) at June 30, 2015 and December 31, 2014, respectively. There are no other items affecting comprehensive income or loss.

#### NOTE 4 - Fair Value Measurements

Accounting guidance defines fair value 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. The fair value measurement is not an indication of liquidity. See Note 2 and Note 13 to the 2014 Annual Report to Stockholder for additional information.

## **Sensitivity to Changes in Significant Unobservable Inputs**

Quoted market prices may not be available for the instruments presented below. Accordingly, fair values are based on internal models that consider 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 Fair Value Measurements

With regard to nonrecurring measurements for impaired loans and other property owned, it is not practicable to provide specific information on inputs as each collateral property is unique. System institutions utilize appraisals to value these loans and other property owned and take into account unobservable inputs such as income and expense, comparable sales, replacement cost and comparability adjustments.

Assets and liabilities measured at fair value on a recurring basis at period end for each of the fair value hierarchy values are summarized below:

## **Fair Value Measurement Using**

|                        | L  | evel 1 | Le | Level 2 |    | Level 3 |    | al Fair<br>alue |
|------------------------|----|--------|----|---------|----|---------|----|-----------------|
| Assets:                |    |        |    |         |    |         |    |                 |
| June 30, 2015          |    |        |    |         |    |         |    |                 |
| Derivative assets      | \$ | 0      | \$ | 1,793   | \$ | 0       | \$ | 1,793           |
| Assets held in trust   | \$ | 6,719  | \$ | 0       | \$ | 0       | \$ | 6,719           |
| December 31, 2014      |    |        |    |         |    |         |    |                 |
| Derivative assets      | \$ | 0      | \$ | 328     | \$ | 0       | \$ | 328             |
| Assets held in trust   | \$ | 6,353  | \$ | 0       | \$ | 0       | \$ | 6,353           |
| Liabilities:           |    |        |    |         |    |         |    |                 |
| June 30, 2015          |    |        |    |         |    |         |    |                 |
| Derivative liabilities | \$ | 0      | \$ | 2       | \$ | 0       | \$ | 2               |
| December 31, 2014      |    |        |    |         |    |         |    |                 |
| Derivative liabilities | \$ | 0      | \$ | 1,116   | \$ | 0       | \$ | 1,116           |

Assets measured at fair value on a non-recurring basis at period end for each of the fair value hierarchy values are summarized below:

### **Fair Value Measurement Using**

|                        | Level 1 |   | Level 2 |   | Level 3 |        | Total Fair<br>Value |        |
|------------------------|---------|---|---------|---|---------|--------|---------------------|--------|
| Assets:                |         |   |         |   |         |        |                     |        |
| June 30, 2015          |         |   |         |   |         |        |                     |        |
| Impaired loans         | \$      | 0 | \$      | 0 | \$      | 58,573 | \$                  | 58,573 |
| Other Property Owned   | \$      | 0 | \$      | 0 | \$      | 2,062  | \$                  | 2,062  |
| Rural Investments, LLC | \$      | 0 | \$      | 0 | \$      | 1,044  | \$                  | 1,044  |
| December 31, 2014      |         |   |         |   |         |        |                     |        |
| Impaired loans         | \$      | 0 | \$      | 0 | \$      | 59,216 | \$                  | 59,216 |
| Other Property Owned   | \$      | 0 | \$      | 0 | \$      | 3,220  | \$                  | 3,220  |
| Rural Investments, LLC | \$      | 0 | \$      | 0 | \$      | 1,252  | \$                  | 1,252  |

Financial assets and financial liabilities measured at carrying amounts and not measured at fair value on the Balance

Sheet for each of the fair value hierarchy values are summarized below:

|                        | •            | June 30, 2015 |            | December 31, 2014 |              |            |  |  |
|------------------------|--------------|---------------|------------|-------------------|--------------|------------|--|--|
|                        | Carrying     | Fair          | Fair Value | Carrying          | Fair         | Fair Value |  |  |
|                        | Amount       | Value         | Hierarchy  | Amount            | Value        | Hierarchy  |  |  |
| Financial assets:      |              |               |            |                   |              |            |  |  |
| Loans, net             | \$ 5,773,076 | \$ 5,818,486  | Level 3    | \$ 5,714,605      | \$ 5,725,099 | Level 3    |  |  |
| Cash                   | \$ 12,175    | \$ 12,175     | Level 1    | \$ 17,959         | \$ 17,959    | Level 1    |  |  |
| Financial liabilities: |              |               |            |                   |              |            |  |  |
| Notes payable to ACB   | \$ 4,855,960 | \$ 4,860,283  | Level 3    | \$ 4,827,439      | \$ 4,840,796 | Level 3    |  |  |

## **Valuation Techniques**

As more fully discussed in Note 2 to the 2014 Annual Report to Stockholders, accounting guidance establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The following represent a brief summary of the valuation techniques used for the Association's assets and liabilities.

#### Cash

The carrying value of cash is a reasonable estimate of fair value.

#### **Assets Held in Trust**

Assets held in trust funds related to deferred compensation and supplemental retirement plans and are classified within Level 1. These assets include investments that are actively traded and have quoted net asset values that are observable in the marketplace.

#### Loans

Fair value is estimated by discounting the expected future cash flows using CoBank's and/or the Association's current interest rates at which similar loans would be made to borrowers with similar credit risk. The discount rates are based on the District's current loan origination rates as well as management estimates of credit risk. Management has no basis to determine whether the estimated fair values presented would be indicative of the assumptions and adjustments that a purchaser of the Association's loans would seek in an actual sale, which could be less.

#### **Other Property Owned**

Other property owned is generally classified as Level 3 of the fair value hierarchy. The process for measuring the fair value of the other property owned involves the use of appraisals or other market-based information. Costs to sell represent transaction costs and are not included as a component of the asset's fair value. As a result, these fair value measurements fall within Level 3 of the hierarchy.

#### **Impaired Loans**

For certain loans evaluated for impairment under FASB impairment guidance, the fair value is based upon the underlying collateral since the loans are collateral-dependent loans for which real estate is the collateral. The fair value measurement process uses independent appraisals and other market-based information, but in many cases it also requires significant input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters. As a result, these fair value measurements fall within Level 3 of the hierarchy. When the value of the real estate, less estimated costs to sell, is less than the principal balance of the loan, a specific reserve is established.

## Notes payable to CoBank, ACB

The notes payable are segregated into pricing pools according to the types and terms of the loans (or other assets) which they fund. Fair value of the note payable is estimated by discounting the anticipated cash flows of each pricing pool using the current rate that would be charged for additional borrowings. For purposes of this estimate it is assumed the cash flow on the notes is equal to the principal payments on the Association's loan receivables plus accrued interest on the notes payable. This assumption implies that earnings on the Association's interest margin are used to fund operating expenses and capital expenditures.

## Rural Investments, LLC

For these investments, the fair value is based upon the underlying loans contained in the investment. The fair value measurement process uses independent appraisals and other market-based information, but in many cases it also requires significant input based on management's knowledge of and judgment about current market conditions, specific issues relating to the collateral and other matters. As a result, these fair value measurements fall within Level 3 of the hierarchy. When the value of the collateral is less than the principal balance of the investment a loss is realized.

#### **Derivatives**

Exchange-traded derivatives valued using quoted prices are classified within Level 1 of the valuation hierarchy. However, few classes of derivative contracts are listed on an exchange; thus, the Association's derivative positions are valued using internally developed models that use as their basis readily observable market parameters and are classified within Level 2 of the valuation hierarchy. Such derivatives include basic interest rate swaps. Derivatives that are valued based upon models with significant unobservable market parameters and that are normally traded less actively or have trade activity that is one way are classified within Level 3 of the valuation hierarchy. The Association does not have any derivatives classified within Level 3.

The models used to determine the fair value of derivative assets and liabilities use an income approach based on observable market inputs, primarily the LIBOR swap curve and volatility assumptions about future interest rate movements.

### NOTE 5 - Derivative Instruments and Hedging Activities

The Association maintains an overall interest rate risk management strategy that incorporates the use of derivative instruments to minimize significant unplanned fluctuations in earnings that are caused by interest rate volatility. The Association's goal is to manage interest rate sensitivity by modifying the repricing or maturity characteristics of certain balance sheet assets or liabilities so that the net interest margin is not adversely affected by movements in interest rates. As a result of interest rate fluctuations, the Association's interest income and interest expense of hedged variable-rate assets, will increase or decrease. The effect of this variability in earnings is expected to be substantially offset by the Association's gains and losses on the derivative instruments that are linked to these hedged assets. The Association considers its strategic use of derivatives to be a prudent method of managing interest rate sensitivity, as it prevents earnings from being exposed to undue risk posed by changes in interest rates.

The Association enters into interest rate swaps to stabilize net interest income on variable priced loan assets, to the extent they are funded with equity. Under interest rate swap arrangements, the Association agrees with other parties (CoBank) to exchange, at specified intervals, payment streams calculated on a specified notional principal amount, with at least one stream based on a specified floating rate index.

The Association's interest-earning assets, to the degree they are funded with debt, are matched with similarly priced and termed liabilities. Volatility in net interest income, comes from equity funded, variable priced assets. To the degree that variable priced assets are funded with equity, interest rate swaps in which the Association pays the floating rate and receives the fixed rate (receive fixed swaps) are used to reduce the impact of market fluctuations on the Association's net interest income.

By using derivative instruments, the Association exposes itself to credit and market risk. If a counterparty fails to fulfill its performance obligations under a derivative contract, the Association's credit risk will equal the fair value gain in a derivative. Generally, when the fair value of a derivative contract is positive, this indicates that the counterparty owes the Association, thus creating a repayment risk for the Association. When the fair value of the derivative contract is negative, the Association owes the counterparty and, therefore, assumes no repayment risk. The Association minimizes the credit (or repayment) risk by entering into transactions only with CoBank, its funding bank. The Association's derivative activities are monitored by senior management and the Board of Directors.

## Cash flow hedges

The Association uses interest rate swaps to hedge the risk of overall changes in the cash flows of an asset. The asset is defined as a pool of long term variable rate loans equal to the notional amount of the swaps, and not exceeding the Association's equity position. These swaps, which qualify for hedge accounting, have up to a three-year term, with a pay rate indexed to three month LIBOR.

As of June 30, 2015, the Association has executed interest rate swap contracts with CoBank, ACB having a notional amount of \$884 million. The fair value of the swap contracts at June 30, 2015 is \$1,791 of which \$1,356 is reflected in accumulated other comprehensive income due to the highly effective nature of the hedge transaction and \$435 of income is recorded in interest expense due to the ineffectiveness of the hedge transactions. The carrying value of the hedged assets was \$1,793 and the carrying value of the hedged liabilities was \$2. The Association is exposed to credit loss in the event of nonperformance by other parties to the interest rate swap agreement; however, the Association does not anticipate nonperformance by CoBank, ACB.

## NOTE 6 - Asset/Liability Offsetting

All the Association's derivative transactions are with CoBank and collateralized through loan agreements. Notwithstanding collateral and netting provisions, our derivative assets and liabilities are not offset in the accompanying consolidated balance sheets. The following table summarizes derivative assets and liabilities, related accrued interest and amounts of collateral exchanged pursuant to our agreements.

|                                |  | Amounts No<br>Consolidated I        |   |            |  |
|--------------------------------|--|-------------------------------------|---|------------|--|
| As of June 30, 2015            | Gross Amounts of Assets/<br>Liabilities Presented in<br>the Consolidated Balance<br>Sheets | Cash Collateral<br>Received/Pledged | Investment<br>Securities<br>Received/Pledged<br>as Collateral | Net Amount |  |
| Assets:                        |  |                                     |   |            |  |
| Interest Rate Swaps:           |  |                                     |   |            |  |
| Dealer                         | \$ 1,793   | \$ 0                                | \$ 0  | \$ 1,793   |  |
| Accrued Interest Receivable on |  |                                     |   |            |  |
| Derivative Contracts           | \$ 252   | \$ 0                                | \$ 0  | \$ 252     |  |
| Liabilities:                   |  |                                     |   |            |  |
| Interest Rate Swaps:           |  |                                     |   |            |  |
| Dealer                         | \$ 2   | \$ 0                                | \$ 0  | \$ 2       |  |
| Accrued Interest Payable on    |  |                                     |   |            |  |
| Derivative Contracts           | \$ 0   | \$ 0                                | \$ 0  | \$ 0       |  |

## **NOTE 7 – Subsequent Events**

The Association has evaluated subsequent events through August 7, 2015 which is the date the financial statements were issued or available to be issued. No subsequent event items met the criteria for disclosure.

## **Report on Internal Control over Financial Reporting**

The Association maintains a system of internal control over financial reporting. 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 effected by its boards of directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting information and the preparation of the combined financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America and 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 combined financial statements.

The Association continually assesses the adequacy of its internal control over financial reporting and enhances its controls in response to internal control assessments and internal and external audit and regulatory recommendations. There have been no significant changes in our internal controls or in other factors that could significantly affect such controls subsequent to the date we carried out our evaluations. In accordance with our internal control procedures, these financial statements were prepared under the oversight of the Audit Committee of our Board of Directors.

#### Certification

The consolidated financial statements of Farm Credit East, ACA (the Association) are prepared by management, who are responsible for their integrity and objectivity, including amounts that must necessarily be based on judgments and estimates. The consolidated financial statements, in our opinion, fairly present the financial position of the Association.

The undersigned certify that we have reviewed the June 30, 2015 Quarterly Report to Stockholders and it has been 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 our knowledge and belief.

William J. Lipinski Chief Executive Officer

Andrew J. Gilbert Chairman of the Board

Andrews a

Andrew N. Grant Chief Financial Officer

Dated: August 7, 2015

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