



Ag New Mexico, FCS, ACA
Official Notice of Annual Meeting of Stockholders
Annual Meeting Information Statement
March 23, 2015

The business to be conducted at the annual meeting will include the following:

1. The Election Process to fill three (3) positions on the Board of Directors, two of which are for three year terms and the third is for a two year term.
2. The Election Process to fill six (6) member positions and two (2) alternate member positions for the 2015/2016 Nominating Committee.
3. Financial and Operations report of the Association.

Clovis Civic Center
801 Schepps Blvd
Clovis, NM 88101
Esperanza Meeting Room
Registration begins at 5:00 p.m.
Meeting begins at 5:30 p.m.
Dinner at 6:30 p.m.

The election of Directors will be conducted solely by Mail in Ballot following the conclusion of the annual meeting in accordance with the Association's Bylaws. No one will be allowed to vote at the meeting. All voting and non-voting members are eligible to attend the meeting. Only holders of Class B Stock are eligible to vote in the Director and Nominating Committee election. As of **March 2, 2015**, there are **271** holders of Class B Stock entitled to vote upon any matter properly brought before the membership. In accordance with Association Bylaws, Directors and Nominating Committee members are elected by the majority of votes cast. Each voting stockholder shall be entitled to only one vote regardless of the number of single or joint loans the stockholder may have with the Association. The vote of a stockholder that is a legal entity shall be cast by an individual stockholder of the entity, duly authorized in writing filed with the Association. If the voting stockholder controls the business affairs of another voting stockholder, the controlling stockholder and the controlled stockholder shall be considered as one person and shall be entitled to a total of only one vote. For the purpose of this section of the bylaws, a voting stockholder shall be deemed to control another voting stockholder if the stockholder has, directly or indirectly, more than 50 percent ownership interest in (1) the other stockholder, or (2) the primary collateral securing the other stockholder's loan. In no event shall an individual cast more than one vote.

Transactions with Senior Officers and Directors and involvement in certain legal proceedings, required to be disclosed, are incorporated in the 2014 Annual Report to Stockholders.

All Directors attended more than 75% of the Board Meetings during the last fiscal year.

The Directors of Ag New Mexico, FCS, ACA are as follows:

Mark McCollum, (Chairman) age 56, has served on the board since 1998, term expires in 2015. Mr. McCollum resides in Fort Sumner, NM and operates a cow/calf, yearling and feedlot operation along with his brother. He is the Chairman of the Board of Directors and the Association's governance committee. He also serves on the Association's audit, risk management and compliance committees. Mr. McCollum has been a stockholder since 1979.

Ronnie Harral, (Vice-Chairman) age 65, has served on the board since 2005, term expires in 2015. Mr. Harral resides in Corona, NM. He runs a livestock business with his son-in-law and daughter, Jeff and Alena Brandenberger, and his son and daughter-in-law, Jerrod and Brittani Harral. Mr. Harral is Vice-Chairman of the Board of Directors and the Chairman of the Association's compliance committee. He also serves on the risk management, audit and governance committees. Mr. Harral has been a stockholder since 1973.

Dwayne Vidlar, age 63, has served on the board since 2010, his term expires in 2016. Mr. Vidlar resides in Floyd, NM, where he farms corn, alfalfa, haygrazer and wheat, plus has land in the Conservation Reserve Program. He is Chairman of the Association's compensation committee and serves as a member on the risk management, audit, governance and compliance committees. Mr. Vidlar has been a stockholder since 1977.

Larry Hammit, (Appointed), age 63, was reappointed to the Board in 2015, and his term expires in 2018. Mr. Hammit resides in Canyon, Texas. He was employed by the Farm Credit System for 34 years. His most recent past employment was with Great Plains Ag Credit as CFO, where he was employed for 11 years. Mr. Hammit serves as the Chairman of the Association's audit committee and also serves on the compliance, risk management and governance committees.

Linda Brown, age 54, was elected to the Board in 2013, and her term expires in 2016. Mrs. Brown resides in Floyd, NM and is a lifelong farmer and rancher. The Browns farm and ranch in Roosevelt and Guadalupe counties, where they grow haygrazer, wheat and milo. She and her husband also have a cow/calf and stocker calf operation. Mrs. Brown currently serves on the Association's risk management, compensation and compliance committees. Mrs. Brown has been a stockholder since 1984.

Mary Alice Garay, age 71, was elected to the Board in 2009 and her current term expires in 2015. Ms. Garay resides in Derry, NM and owns a family chili farming operation as well as a chili processing/dehydrating and chili freezing business. She serves on the Association's compensation and compliance committees. Ms. Garay has been a stockholder since 2006.

Randy Autrey, age 46, was elected to the Board in 2011, and his term expires in 2017. Mr. Autrey resides in Estancia, NM. He is a rancher and has a small farm in Torrance County where he operates a cow/calf and stocker cattle operation. He is Chairman of the Association's risk management committee and serves on the Association's audit, compliance and governance committees. Mr. Autrey has been a stockholder since 1983.

During the Annual Stockholders meeting Nominations will be accepted from the floor.

Report of the 2014/2015 Nominating Committee

The Nominating Committee was composed of: Don Sanders, Portales, NM; Garland Creighton, Elida, NM; Jeffrey Essary, Floyd, NM; Jimmy Snipes, McAlister, NM; Oliver Lee, Mountainair, NM; Randy Lieb, Portales, NM; Leon Nall, Portales, NM; Jerry Franzoy, Salem, NM.

On September 9, 2014 - The Nominating Committee members and the Nominating Committee Consultant met in Clovis, NM for the first (1st) of four (4) meetings. to review the required Association Bylaws and FCA Regulations involving the consideration of potential candidates for the Director Positions and the 2015 Nominating Committee members.

On September 15, 2014 - Letters were sent to all stockholders requesting interest in being a potential nominee for a Director position or to serve on the 2015/2016 Nominating Committee. The letter instructed interested stockholders to complete the requested information (name and phone number) and return the letter in the envelope provided, and they would be contacted.

On November 17, 2014 - The Nominating Committee and the Nominating Committee Consultant met for the second (2nd) of four (4) meetings at the Administrative Office of AgNM in Clovis, NM to evaluate the list of all stockholders who expressed an interest in an Association Director position or to serve on the 2015/2016 Nominating Committee. The Nominating Committee reviewed the list provided by the Association of qualified Class "B " stockholder voters.

On December 15, 2014 - The Nominating Committee and the Nominating Committee Consultant met for the third (3rd) of four (4) meetings at the Administrative Office of AgNM in Clovis, NM, with the Nominating Committee Consultant reporting on the interviews with the potential Director Nominees. The Nominating Committee contacted the candidates and drafted a list of Director Nominees and potential Nominating Committee Nominees.

On February 23, 2015 — The Nominating Committee and the Nominating Committee Consultant met for the fourth (4th) of four (4) meetings at the Administrative Office of AgNM in Clovis, NM, with the Nominating Committee reporting on the finalized list of Director Candidates and Nominating Committee Candidates.

On February 27, 2015 — The Nominating Committee and the Nominating Committee Consultant held a conference call in a final attempt to find additional qualified nominees to be Director Candidates. The call was necessitated by the fact that while the committee had three additional nominees, two of which had agreed to accept the nomination, after careful evaluation all three prospective candidates had declined the nomination. While the committee made an extensive search for qualified candidates, no additional candidates were found.

The Nominating Committee made their formal Nominations of Nominating Committee Candidates for the 2015/2016 Nominating Committee.

Candidates for the 2015/2016 Nominating Committee to be placed on the ballot are as follows:

**Jeff Essary
Leon Nall
Ernest Thompson**

**Jerry Franzoy
Jimmy Snipes
Bruce Peterson**

**Don Sanders
Diane Lieb**

During the Annual Stockholder Meeting Nominations will be accepted from the floor.

The Nominating Committee made their formal Nominations for the Board of Directors, Director Position.

Candidates for the Board of Director Position to be placed on the ballot are as follows:

Position #1—Three Year Term

Mark McCollum, age 56, Mr. McCollum resides in Ft. Sumner, NM. and operates a cow/calf, yearling and feedlot operation along with his brother. He is the current Chairman of the Board of Directors of Ag New Mexico and Chairman of the Association's governance committee. He also serves on the Association's Audit, Risk Management and Compliance committees. Mr. McCollum has been a stockholder since 1979.

Mr. McCollum has the following relative(s) or person(s) that reside in his household, business partner(s), or entities controlled by him or such persons (alone or in concert) that have transacted or may transact, business with the association: Clifford Gunn, Dr. Ted McCollum III, Dr. Ryan McCollum DMV, FCC McCollum, McCollum Cattle Co., Jim Koontz, Frontera Feed Yard, Windy Ridge Cattle Co. Inc. and Krause & Managan Lumber Co. Ltd. He also has a material financial interest in, is employed in a position of authority by or sits on board of directors of the following: DeBaca Soil & Water Conservation District, the New Mexico Beef Council, Farm Bureau, FCC McCollum LLC., McCollum Cattle Co., Frontera Feed Yard, Windy Ridge Cattle Co. Inc., Windy Ridge Cattle Co. LLC. and Krause & Managan Lumber Co. Ltd.

Tony Martinez, II, age 66, Mr. Martinez resides in Gladstone, NM. Mr. Martinez is a 3rd generation rancher and currently is the owner/operator of his family ranch. He runs a cow/calf/yearling operation. Mr. Martinez retired from the Farm Services Agency, USDA in 2011, as County Executive Director in Las Vegas, NM after 29 years of service. Mr. Martinez graduated from NMSU in 1973.

Position #2—Three Year Term

Ronnie Harral, age 65, Mr. Harral resides in Corona, NM. He runs a livestock business with his family. Mr. Harral is the Vice-Chairman of the Board of Directors for Ag New Mexico and Chairman of the Associations Compliance committee. He has served on the board since 2005. He also serves on the Risk Management, Audit and Governance committees. Mr. Harral has been a stockholder since 1977.

Mr. Harral has the following relative(s) or person(s) that reside in his household, business partner(s), or entities controlled by him or such persons (alone or in concert) that have transacted or may transact, business with the association: Leland Harral-Clay Harral and Tascosa Cattle. He also has a material financial interest in 99 Cattle and Harral Partnership.

Position #3—Two Year Term

Marty Franzoy, age 58, Mr. Franzoy resides in Hatch, NM. Mr. Franzoy is a Farmer and Managing Partner in Skyline Produce, LLC. Crops grown are onions, chile, alfalfa, wheat, cotton and pecans. Mr. Franzoy operates 730 acres. Mr. Franzoy has a bachelor of Science in Agronomy from NMSU in 1979.

Mr. Franzoy has the following relative(s) or person(s) that reside in his household, business partner(s), or entities controlled by him or such persons (alone or in concert) that have transacted or may transact, business with the association: Ronnie J. Franzoy, Majestic Farms & Salem Valley Farms, Skyline Produce LLC, Majestic Properties LLC, Cielo Nogal Estates LLC and MOSS Equity LLC.

Nominations will be accepted from the floor. Such nomination will require a second by a voting stockholder and acknowledgement by prospective nominee that he/or she accepts the nomination. Each person nominated from the floor must provide in writing all required disclosures within five days of their nomination. These requirements are name, age, address, city, state, business address and principal occupation, names of family members who are Ag New Mexico, FCS, ACA borrowers, and business experience during the last 5 years. Also to be disclosed are certain relationships and related transactions with the Association concerning the nominee's immediate family and the nominee's involvement in certain legal proceedings, any transactions with the Association, affiliated organizations, and other AgNM stockholders. It is the responsibility of the floor nominee to contact the Association to determine whether their loan requires disclosure. No person may be a nominee for Director who does not make the disclosures required by regulation, and the candidates for the Director position have complied with this regulation.

There has been no change in the Independent Public Accountant since last year. The Association engaged the accounting firm Price Waterhouse Cooper, LLP to perform the Association's Annual Audit. The Statement of Condition and Annual Report for 2014 containing all information required by FCA Regulations will be placed on our website, mailed to all stockholders and will be handed out at the Annual Meeting.

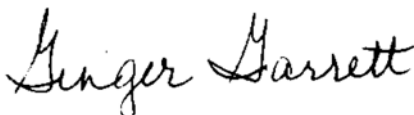
The undersigned certifies that this notice has been reviewed and prepared in accordance with all applicable statutory or regulatory requirements and that the information contained herein is true, correct, accurate and complete to the best of his or her knowledge and belief.



Frank Shelton, President/CEO
March 2, 2015



Mark McCollum, Board Chairman
March 2, 2015



Ginger Garrett, CFO
March 2, 2015