BALANCE SHEET

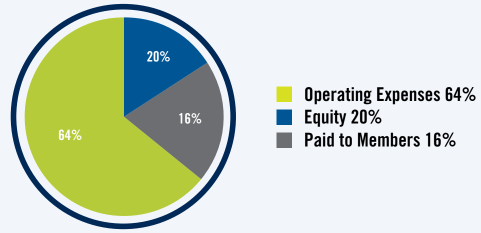
	2012 Amount	2012 % of Assets	2011 Amount	2011 % of Assets	2011 - 2012 Difference
ASSETS					
Loans To Members (Net Of Allow For Loan Loss)	$611,708,025	72.70%	$579,618,534	73.66%	$32,089,491
Cash and Deposits in Transit	17,790,997	2.11%	13,366,571	1.70%	4,424,426
Investments	148,902,909	17.70%	142,806,190	18.15%	6,096,719
Accrued Income					
Loans	1,299,674	0.15%	1,268,719	0.16%	30,955
Investments	349,041	0.04%	348,596	0.04%	445
Building/Land (Net)	19,660,897	2.34%	19,571,324	2.49%	89,573
Furniture/Fixtures (Net)	3,259,388	0.39%	3,192,614	0.41%	66,774
NCUA Deposit	6,735,448	0.80%	6,196,388	0.79%	539,060
Other Assets	31,749,656	3.77%	20,558,474	2.61%	11,191,182
TOTAL ASSETS	**$841,456,035**	**100.00%**	**$786,927,410**	**100.00%**	**$54,528,625**
LIABILITIES AND EQUITY					
Corporate Drafts Outstanding	$1,958,717	0.23%	$2,373,010	0.30%	$(414,293)
Regular Shares/Clubs/IRA's	154,516,020	18.36%	132,906,169	16.89%	21,609,851
Money Market	206,311,961	24.52%	186,482,121	23.70%	19,829,840
Certificates	207,559,947	24.67%	217,900,764	27.69%	(10,340,817)
Checking	145,105,909	17.24%	120,889,217	15.36%	24,216,692
Accounts Payable	347,928	0.04%	431,207	0.05%	(83,279)
Loans Payable	39,953,336	4.75%	42,961,964	5.46%	(3,008,628)
Other Liabilities	8,270,960	0.98%	11,080,564	1.41%	(2,809,604)
TOTAL LIABILITIES	**$764,024,778**	**90.80%**	**$715,025,016**	**90.86%**	**$48,999,762**
EQUITY					
Reserves	$19,899,638	2.36%	$19,899,638	2.53%	$-
Accumulated Other Comprehensive Loss	(5,589,145)	-0.66%	(3,230,145)	-0.41%	(2,359,000)
Retained Earnings	63,120,764	7.50%	55,232,901	7.02%	7,887,863
TOTAL EQUITY	**$77,431,257**	**9.20%**	**$71,902,394**	**9.14%**	**$5,528,863**
TOTAL LIABILITIES AND EQUITY	**$841,456,035**	**100.00%**	**$786,927,410**	**100.00%**	**$54,528,625**

INCOME STATEMENT

	2012 Amount	2012 % of Assets	2011 Amount	2011 % of Assets	2011 - 2012 Difference
INCOME					
Loan Interest	$28,631,495	67.72%	$29,210,053	72.59%	$(578,558)
Investment Income	1,975,245	4.67%	1,822,947	4.53%	152,298
Other Income	10,956,885	25.92%	9,042,186	22.47%	1,914,699
Gain (Loss) On Investments	983,529	2.33%	528,068	1.31%	455,461
Gain (Loss) Disposition Of Assets	(268,509)	-0.64%	(364,082)	-0.90%	95,573
TOTAL GROSS INCOME	**$42,278,645**	**100.00%**	**$40,239,172**	**100.00%**	**$2,039,473**
EXPENSES					
Staff Compensation/Benefits	$13,635,229	32.25%	$12,526,222	31.13%	$1,109,007
Conference/Education	156,786	0.37%	140,487	0.35%	16,299
Association Dues	65,519	0.15%	67,243	0.17%	(1,724)
Cost of Space	1,070,248	2.53%	986,906	2.45%	83,342
Cost of Operations	5,489,928	12.99%	4,695,884	11.67%	794,044
Marketing/Promotions	643,248	1.52%	738,461	1.84%	(95,213)
Annual Meeting/BOD Election	45,211	0.11%	42,328	0.11%	2,883
Provision For Loan Losses	1,628,743	3.85%	2,741,075	6.81%	(1,112,332)
Professional Services	455,374	1.08%	385,893	0.96%	69,481
Loan Expenses	2,194,949	5.19%	1,656,160	4.12%	538,789
Borrowed Money Expense	1,492,259	3.53%	1,510,277	3.75%	(18,018)
Miscellaneous Expense	302,238	0.71%	186,440	0.46%	115,798
TOTAL OPERATING EXPENSE	**$27,179,732**	**64.29%**	**$25,677,376**	**63.81%**	**$1,502,356**
PAID TO MEMBERS					
Certificate Interest	$3,892,246	9.21%	$4,739,142	11.78%	$(846,896)
Dividends	2,678,936	6.34%	3,077,138	7.65%	(398,202)
TOTAL PAID TO MEMBERS	**$6,571,182**	**15.54%**	**$7,816,280**	**19.42%**	**$(1,245,098)**
Added To Equity	**$8,527,731**	**20.17%**	**$6,745,516**	**16.76%**	**$1,782,215**
Corporate CU Stabilization Expense	$639,868	1.51%	$1,549,097	3.85%	$(909,229)
Net Added to Equity	**$7,887,863**	**18.66%**	**$5,196,419**	**12.91%**	**$2,691,444**

TREASURER'S REPORT continued...

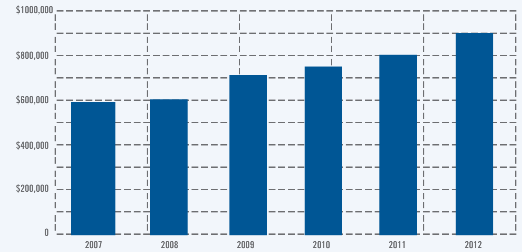
Distribution of Income 2012
$42,278,645 in Total Income



Equity (net worth)

Our equity position increased from 9.55% to 9.87% of assets at year-end. The $77.4MM of equity helps maintain our sound financial position, and benefits both savers and borrowers as it provides a cushion for loan losses and other economic pressures that may arise.

EQUITY (Thousands of dollars)



Loan Quality

Our delinquency rate (based on all loans) decreased 8.4% from 0.41% in 2011 to 0.38% in 2012. Net write-offs in 2012 were $1.9MM or 0.33% of average assets, compared to $2.8MM or 0.49% in 2011. These ratios, by far, continue to outperform industry averages.

Summary

These financial results reflect a continued strengthening and performance of the Balance Sheet. This strong position will enable DCCU to continue providing various forms of member-giveback and to make investments in our products, services, and delivery channels. We look forward to another strong year in 2013 and, as always, appreciate your cooperation and support.

DuPont Community
CREDIT UNION

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DuPont Community
CREDIT UNION

2012 Annual Report

Everett J. Campbell
Chairman of the Board

CHAIRMAN'S REPORT

Over the past several years, navigating the financial waters has been challenging, to say the least. The obstacles we faced were many – from new burdensome regulations to challenges with interest rates and the overall economy. These factors added costs and additional work for DuPont Community Credit Union (DCCU) in 2012, making it more challenging than ever to deliver on our core mission of providing high quality products and valuable services to our members.

In the face of these challenges, however, our credit union has continued to grow and meet the ever-changing needs of our membership. Here are just a few examples of how all of us at DCCU worked together to position the credit union for continued success in 2012:

- We continue to actively survey the membership and have incorporated many suggestions based on your feedback. Thank you for your willingness in letting us know how we are doing and how we can continue to improve.
- We renewed our focus on real estate lending and providing superior mortgage services to our members in 2012 and going forward.
- Successful credit card and auto loan programs contributed to the net loan growth during 2012. We were able to save our members almost $1,000,000 in finance charges over the life of these loans.
- We opened the Reservoir Member Center in Harrisonburg in January, and installed a remote ATM at Windward Pointe in Fishersville to better serve our membership.
- Supporting small businesses continued to be an important focus of our Business Loan Program in 2012, with a wide range of products suited to meet the needs of our local business communities.
- Employees donated $5,087 to our corporate charity, Big Brothers Big Sisters, and DCCU contributed $5,000 - for a total of $10,087.
- Employee contributions to the United Way campaign totaling $20,205 benefited these three great organizations: The United Way of Greater Augusta, The United Way of Harrisonburg and Rockingham County, and The United Way of Northern Shenandoah Valley.
- To better serve our members and enhance their online experience, we made investments in new systems to improve network reliability, data security, loan origination processes, and staff development.

The financial state of our credit union remains strong. The board, management, and staff at DCCU remain committed to facing the coming years in the same way we faced 2012 – with conviction to delivering the highest quality service, products, and efficiency to our membership.

Thank you for your continued support of our member-owned financial cooperative.

BOARD OF DIRECTORS

Front (left to right): Timothy M. Simmons, Director; Leslie E. Ramsey, Treasurer; Margaret Hersh, Director
Back (left to right): Shane Wills, Director; Lynn Wagner, Secretary; O. Maurice Gresham, Vice Chairman; Everett J. Campbell, Chairman

Center: James (Jim) W. Roberts, III
Left: Yvonne S. Weatherholtz
Right: Marv A. Schaff, Chairman

CREDIT COMMITTEE REPORT

The Credit Committee was appointed by the Board of Directors from the credit union membership. Members of the committee were Marv Schaff, Chairman; James (Jim) W. Roberts, III; and Yvonne S. Weatherholtz, Secretary.

The credit union has a staff of loan professionals to originate everyday loan requests.

This allows the Credit Committee to:

- Meet with members appealing loan denials
- Review denied loans in order to monitor loan department decisions
- Make decisions regarding requests for loan extensions

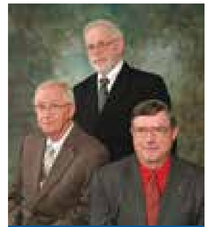
In 2012, the Credit Committee had 85 meetings with members.

Beginning in 2013, the Credit Committee functions were shifted to other areas of DCCU and the committee was disbanded. On behalf of the committee Marv Schaff says, **"It's been a privilege to serve you."**

NOMINATING COMMITTEE

The Nominating Committee is appointed annually by the Board of Directors to develop a slate of candidates for the Board of Directors election.

Debbie Clatterbuck
Chuck Goodrich
Mary Louise Leake
Elizabeth Middleton



Center: Bruce F. Hamrick, Chairman
Left: Jerry M. Campbell
Right: Ron L. Harlow

SUPERVISORY COMMITTEE REPORT

The Supervisory Committee is appointed by the Board of Directors to protect the interest of credit union members. The committee is charged with:

- The ongoing review of credit union operations
- Oversight and coordination of the annual audit and other audits as required by Federal and State laws
- Evaluating and upgrading internal controls, procedures, & compliance regulations
- Safeguarding member assets

The Committee had three members during 2012: Bruce Hamrick, Ron Harlow, and Jerry Campbell. The Supervisory Committee works closely with the Risk Management Department, which consists of the Vice President of Risk Management and three staff members.

During 2012, CliftonLarsonAllen, a CPA firm from Northern Virginia performed the Annual Opinion Audit. The resulting report stated that your credit union is being operated in a cost effective and financially sound manner. The auditors noted only minor exceptions that were promptly corrected by credit union staff. The auditors commented on the high level of professionalism shown by management and staff.

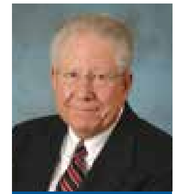
Since we are State Chartered we are subject to State examinations on a periodic basis. The State Examiners along with NCUA auditors also completed their exam in 2012 and gave DCCU a high rating with favorable comments. Additional audits were conducted in Information Systems, Human Resources, ATM controls, and the Bank Secrecy Act as required by State and Federal regulations.

During 2012 the Internal Audit Committee performed branch cash audits. All of the branches audited were found to be in order. Several suggestions to improve security and internal controls were made by this Committee and accepted by staff.

We continue to recommend that members routinely review their accounts and feel free to contact a member of the Supervisory Committee with any problem you may have.

This Committee, along with the Risk Management Dept., continually reviews the effectiveness of internal controls through the use of various audit techniques such as unannounced cash counts, account reviews, expense report reviews, and sampling of various credit union reports and procedures. The Committee works closely with management to improve fraud detection techniques while maintaining cost effective operations and member services.

In summary, your credit union continues to be in excellent financial condition and the audits show the credit union to be managed in a sound and competent manner.



Leslie E. Ramsey
Treasurer

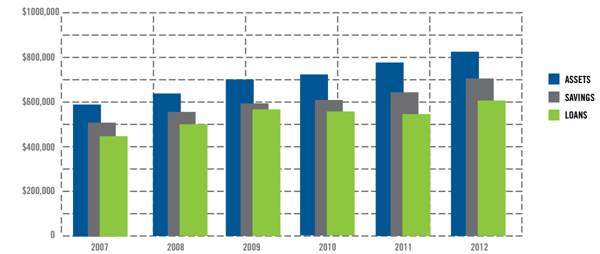
TREASURER'S REPORT

The 2012 financial performance and accomplishments are reflected by category in detail below.

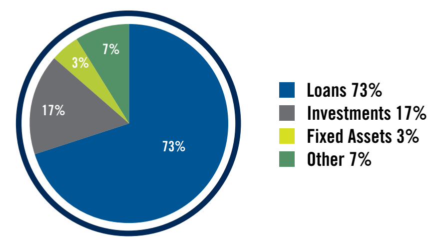
Growth

Assets grew at a rate of 6.9% or $54.5MM ending 2012 at $841.4MM. Member savings grew 8.4% or $55.3MM during 2012. The ratio of our loans to assets was 72.7%. Total loans outstanding increased by 5.5% or $32.1MM. Our liquidity position, readily available funds (not including available lines of credit), was 5.1% at year-end. The investment portfolio increased 4.3% or $6.1MM during the year. All of our investments are in U.S. Government agency securities or insured institutions.

ASSET-SAVINGS-LOANS
(Thousands of dollars)



ASSET DISTRIBUTION 2012



Net Income

Net Income for 2012 was $7.9MM, an increase of $2.7MM. Dividends and interest paid to members totaled $6.6MM, a decrease of $1.2MM or 15.9% compared to 2011. This reduction, while disappointing, is an unfortunate consequence of the historically-low interest rate environment we continue to navigate.