RECEIVED
MAR 26 '24 AM 7:40
RVCS SCS ADMIN FRB CLE

Board of Governors of the Federal Reserve System

Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This report is required by law: Section 5(c)(1) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)); section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102 (a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I, G. Scott McComb
Name of the Holding Company Director and Official

Chairman, President and CEO
Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

G. Scott McComb
Signature of Holding Company Director and Official

3-20-24
Date of Signature

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2023
Month / Day / Year

Reporter's Name, Street, and Mailing Address

Heartland BancCorp
Legal Title of Holding Company

430 North Hamilton Rd.
(Mailing Address of the Holding Company) Street / P.O. Box

Whitehall	OH	43213
City	State	Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jennifer L. Eckert	SVP, CRO, Corp. Sec.
Name	Title

614-416-2383
Area Code / Phone Number / Extension

Area Code / FAX Number

Jennifer.Eckert@Heartland.bank
E-mail Address

ir.heartland.bank
Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission?	0=No 1=Yes	0

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report ☐
2. a letter justifying this request has been provided separately ☐

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

For Federal Reserve Bank Use Only

RSSD ID _____
C.I. _____

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.50 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0297), Washington, DC 20503.

Report Item 1: Annual Report to Shareholders

For holding companies not registered with the SEC, **indicate status of Annual Report to Shareholders:**

☐ is included with the FR Y-6 report

☒ will be sent under separate cover

☐ is not prepared

Checklist

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

Verification of Changes

All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.

Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

☒ Yes ☐ No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

Report Item 2a: Organization Chart

☐ Yes ☒ No

If checked Yes, the Reporter must submit the organization chart as specified in Report Item 2.a instructions.

Report Item 2b: Domestic Branch Listing

☒ Yes ☐ No

If checked Yes, the Reporter must submit the domestic branch listing as specified in Report Item 2.b instructions.

Report Item 3: Securities Holders

☒ Yes ☐ No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

Report Item 4: Insiders

☒ Yes ☐ No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

Results: A list of branches for your depository institution: HEARTLAND BANK (ID_RSSD: 853112).
This depository institution is held by HEARTLAND BANCCORP (1399073) of WHITEHALL, OH.
The data are as of 12/31/2023. Data reflects information that was received and processed through 01/04/2024.

Reconciliation and Verification Steps

Per the December 2022 instructions, these steps should be followed if there were changes to your domestic branch listing over the prior reporting year.
Please see the FR Y-6 instructions for further detail.

Note: If a Y-10 was submitted during the fiscal year and the change is reflected below, enter 'OK' in the Data Action column.
1. In the **Data Action** column of each branch row, enter one or more of the actions specified below
2. If required, enter the date in the **Effective Date** column

Actions

OK: If the branch information is correct, enter 'OK' in the **Data Action** column.
Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column.
Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column.
Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column.
Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact, if applicable. See the detailed instructions on this site for more information.
If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:
To satisfy the **FR Y-10 reporting requirements**, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add.
The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - https://y10online.federalreserve.gov.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	853112	HEARTLAND BANK	430 NORTH HAMILTON ROAD	WHITEHALL	OH	43213	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	4150985	FLORENCE OFFICE	8735 US HWY 42	FLORENCE	KY	41042	BOONE	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	3153345	FORT MITCHELL OFFICE	2500 CHAMBER CENTER DR., SUITE 100	FORT MITCHELL	KY	41017	KENTON	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	4150994	FORT THOMAS OFFICE	602 S FT THOMAS AVE	FORT THOMAS	KY	41075	CAMPBELL	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	5787913	KENWOOD CINCINNATI BRANCH OFFICE	7755 MONTGOMERY RD. SUITE 180	CINCINNATI	OH	45236	HAMILTON	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	3403291	CAPITOL SQUARE BRANCH	101 SOUTH HIGH STREET	COLUMBUS	OH	43215	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	5164402	CLINTONVILLE BRANCH	4476 NORTH HIGH STREET	COLUMBUS	OH	43214	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	5081536	FRIENDSHIP VILLAGE OF COLUMBUS OFFICE	5800 FOREST HILLS BOULEVARD	COLUMBUS	OH	43231	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	2448923	NORTH WILSON ROAD	130 NORTH WILSON ROAD	COLUMBUS	OH	43204	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	3403303	STYGLER BRANCH	67 NORTH STYGLER ROAD	COLUMBUS	OH	43230	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	4763282	WORTHINGTON CHRISTIAN VILLIAGE OFFICE	165 HIGHBLUFFS BOULEVARD	COLUMBUS	OH	43235	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	5881240	DELAWARE BRANCH OFFICE	1754 COLUMBUS PIKE	DELAWARE	OH	43015	DELAWARE	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	2448932	FRANTZ ROAD BRANCH	6500 FRANTZ ROAD	DUBLIN	OH	43017	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	3394698	HEARTLAND BANK BRANCH	6000 RIVERSIDE DRIVE	DUBLIN	OH	43017	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	5211593	GAHANNA BRANCH	850 NORTH HAMILTON ROAD	GAHANNA	OH	43230	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	1393615	GROVE CITY OFFICE	2365 OLD STRINGTOWN ROAD	GROVE CITY	OH	43123	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	5007639	HEARTLAND BANK HILLIARD OFFICE	3971 MAIN STREET	HILLIARD	OH	43026	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	539612	JOHNSTOWN BRANCH	730 WEST COSHOCTON STREET	JOHNSTOWN	OH	43031	LICKING	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	228626	NEWARK BRANCH	44 WEST LOCUST STREET	NEWARK	OH	43055	LICKING	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	4807971	HEARTLAND BANK PICKERINGTON OFFICE	421 HILL ROAD N	PICKERINGTON	OH	43147	FAIRFIELD	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	3361869	REYNOLDSBURG BRANCH	6887 EAST MAIN STREET	REYNOLDSBURG	OH	43068	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	5382309	UPPER ARLINGTON BRANCH	1800 WEST LANE AVENUE	UPPER ARLINGTON	OH	43221	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	
OK		Full Service	3082780	WESTERVILLE BRANCH	450 SOUTH STATE STREET	WESTERVILLE	OH	43081	FRANKLIN	UNITED STATES	Not Required	Not Required	HEARTLAND BANK	853112	

Form FR Y-6

Heartland BancCorp
Whitehall, Ohio
Fiscal Year Ending December 31, 2023
Report Items 3 and 4

REPORT ITEM #3: SECURITIES HOLDERS

(NOTE: Heartland BancCorp has common shares only. The options shown have no voting power until exercised and purchased.)

(1) List each securities holder, of record, that directly or indirectly owns, controls, or holds with power to vote 5 percent or more of any class of voting securities of the bank holding company as of the fiscal year end of the bank holding company. (Note: Outstanding shares as of 12/31/2023 – 2,015,125)

NAME and ADDRESS	COUNTRY OF CITIZENSHIP or INCORPORATION	SHARES OWNED	%
G. Scott McComb*			
Blacklick, Ohio USA	USA	110074.35	
		Exercisable Options: 14,750	
Heartland Bank 401K Shares Voted by G. Scott McComb, Trustee		50,697	
(using calculation for including options – divisible by 2,029,875 shares)		175,521.35	8.65%
Camilla L. McComb*			
Ypsilanti, Michigan USA	USA	97,140.02	4.82%
Parker McComb*			
Blacklick, Ohio USA	USA	4,937.82	.25%
Kailyn (McComb) Bucklew*			
Mt. Vernon, Ohio USA	USA	3,143.00	0.16%
Martha A. Adams*			
Grove City, Ohio USA	USA	150	.007%
Scott R. Adams*			
Columbus, Ohio USA	USA	50	.002%

**Total McComb family ownership/voting power is 280942.19 (with options) 13.94%*
Without options considered = 266192.195 or 13.21%

George A. Bavelis**			
Columbus, Ohio USA	USA	207,955	10.32%
George A. & Gia A. Bavelis**			
Columbus, Ohio USA	USA	25,913	1.29%
Vasiliki Niki Bavelis**			
Columbus, Ohio USA	USA	3,966	.20%

Tina & Tasos Manokas** Columbus, Ohio USA	USA	2,825	.14%
Tina Bavelis Manokas** Columbus, Ohio USA	USA	2355	.12%

***Total Bavelis family ownership/voting power is 243,054 – 12.061%*

Technical Rubber Company, Inc. Johnstown, Ohio USA	USA	109,069.000	5.41%
Strategic Bank Partners Cleveland, Ohio	USA	187,024	9.28%

In addition, list each person or entity that held options, warrants or other securities or rights that can be converted ...

None

(2) List any securities holder not listed in section 3(1) above that owned or controlled 5 percent or more of any class of voting securities in the bank holding company during the fiscal year for which the report is being filed.

None

In addition, list each person or entity that held options, warrants or other securities or rights that could have been converted ...

None

For trusts that meet the definition of a company contained in Regulation Y...

None

REPORT ITEM #4: INSIDERS

NAME:	**George A. Bavelis****	
ADDRESS:	Columbus, Ohio USA	
OCCUPATION:	Investor	
TITLE, HOLDING CO.:	n/a	
TITLE, DIRECT:	n/a, Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	President: PELLA Company	25.0%
	*See Other below	

OF SHARES OWNED OF HOLDING CO. and %

Common Shares: 233,868.000 – 11.61%
**(Additional family shares owned to total 12.061% – see #3 above for details)

*Other (Location: Columbus, OH, unless otherwise noted)

Sole Proprietorship	110 Commons, LLC	100.0%
General Partner	110 Bacon	100.0%
Managing Member	ABA, LLC	70.0%
General Partner	ABY Properties	33.3%
General Partner	APEX Company	30.0%
Managing Member	ARGO Properties, LLC	25.0%
Managing Member	BZ Evans I	50.0%
Managing Member	BZ Evans II	50.0%
Managing Member	BZ Realty, LLC	50.0%
Managing Member	Bavelis Zenios Development, LLC (BZD)	40.0%
Sole Proprietor	Central State Realty	100.0%
General Partner	Compumatics Company	25.0%
Managing Member	EOS Energy	55.0%
Managing Member	EOS Realty	50.0%
General Partner	EPIC Properties	35.0%
General Partner	Evelpis Properties	40.0%
Managing Member	Flohio Financial, LLC	100.0%
Managing Member	GAB Evans	55.0%
Sole Proprietorship	GAB Trust	100.0%
General Partner	Genesis Properties	52.5%
Managing Member	GMAQ, LLC, Boca Raton, FLA	50.0%
General Partner	GRAMCO Properties	40.0%
Managing Partner	Magna National Realty, LLC	33.3%
Managing Partner	Panoramic Properties, LLC	26.7%
General Partner	PHOENIX Properties	33.3%
General Partner	Riverfront Apartments Co.	45.0%
General Partner	Short North Development Co.	33.0%
General Partner	SIGMA Properties	30.0%
General Partner	Skyline Properties	35.0%
General Partner	ZEBA, LLC	50.0%

NAME:	**Thomas L. Campbell**	
ADDRESS:	Westerville, OH USA	
OCCUPATION:	Business Partner/Owner	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	President and CEO, Quick Solutions, Inc.	80.00%
	President and CEO, Quick Solutions Management Group LLC	80.00%
	Partner, Sillar & Sonas	25.00%

OF SHARES OWNED OF HOLDING CO. and %

Common Shares: 1,000 - 0.05%
(Options: -1000 - 0.05%)

NAME:	**Jay B. Eggspuehler**	
ADDRESS:	Dublin, OH USA	
OCCUPATION:	Attorney-at-Law	
TITLE, HOLDING CO.:	Vice Chair, Lead Director	
TITLE, DIRECT:	Vice Chair, Lead Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	Sole Member: Jay B. Eggspuehler, Esq., LLC	100.00%
	*see other below	

OF SHARES OWNED OF HOLDING CO. and %

Common Shares: 12 - 0.001%
(Options: 3,500 - 0.17%)

*Other:

President	Safe Storage, Inc. – London, OH	100.00%
Sole Member	Lafayette Development, Ltd. – London, OH	100.00%
Sole Member	8540 Rausch, LLC	100.00%
Sole Member	24 Darby, LLC	100.00%
Sole Member	6707 WGPE, LLC	100.00%
Sole Member	1440 NLSD, LLC	100.00%
Sole Member	3665 Buttonwood, LLC	100.00%
Sole Member	ELP Property Management, LLC	100.00%
Sole Member	6678 WGL, LLC	100.00%
Sole Member	Stillwater LLC	100.00%
Member	Buckeye Classics, LLC	100.00%
Member	5252 WGPS LLC	50.00%
Member	5224 WGPN LLC	50.00%
Member	6971 OBLW, LLC	50.00%
Member	6673 WGPE, LLC	50.00%
Sole Member	8315 Rausch, LLC	100.00%

NAME:	**Jodi L. Garrison**	
ADDRESS:	Grove City, OH USA	
OCCUPATION:	CPA	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency, LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	Partner: Hirth, Norris & Garrison, LLP	50.0%
	Partner: JG & TH Realty, LLC	50.0%
# OF SHARES OWNED OF HOLDING CO. and %		Common Shares: 3,632.32 - 0.18% (Options: 5,000 - 0.25%)

NAME:	**James R. Heimerl**	
ADDRESS:	Johnstown, OH USA	
OCCUPATION:	Farmer	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	Owner: Heimerl Farms, Ltd. *see other below	26.03%
# OF SHARES OWNED OF HOLDING CO. and %		Common Shares: 8,700 - 0.43% (Options: 1.000 - 0.05%)

*Other:		
Member	Mad River Swine, LLC	50.00%
Owner	Heimerl Farms. Inc.	50.00%
Owner	Heimerl Farms Grain, Ltd.	50.00%
Member	Heimerl Holdings, LLC	50.00%
Member	The Heimerl Family, LLC	40.06%

NAME:	**Jon A. Husted**	
ADDRESS:	Columbus, OH USA	
OCCUPATION:	Politics	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency, LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	Lt. Governor, State of Ohio	
# OF SHARES OWNED OF HOLDING CO. and %		Common Shares: 184 - 0.009% (Options: 0 - 0.00%)

NAME:	**John G. Kenkel, Jr.**	
ADDRESS:	Union, KY USA	
OCCUPATION:	Retired Banker	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	n/a	0.00%

OF SHARES OWNED OF HOLDING CO. and %

Common Shares: 9820 - .49%
(Options: 1000 - 0.005)

NAME:	**Cheryl L. Krueger**	
ADDRESS:	New Albany, Ohio USA	
OCCUPATION:	Consultant	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	President/CEO: C. Krueger's Finest Baked Goods	50.00%

OF SHARES OWNED OF HOLDING CO. and %

Common Shares: 2,520 - 0.13%
(Options: 3,500 - 0.17%)

NAME:	**G. Scott McComb***	
ADDRESS:	Blacklick, OH USA	
OCCUPATION:	Banker	
TITLE, HOLDING CO.:	Chair, Director, President, CEO	
TITLE, DIRECT:	Chair, Director, President, CEO: Heartland Bank	0.00%
	Board Member, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	n/a	

OF SHARES OWNED OF HOLDING CO. and %

Common Shares: 160,771.35 – 7.98%
(Including Options: 14,750 - 0.73%)

*(*Additional family shares owned to total 280942.19 (with options) 13.94%. Without options considered = 266192.195 or 13.21% – see #3 above for details)*

NAME:	**Robert C. Overs**	
ADDRESS:	Dublin, OH USA	
OCCUPATION:	CEO Creative Living - Retired	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	n/a	
# OF SHARES OWNED OF HOLDING CO. and %		Common Shares: 2,775.000 - 0.14% (Options: 5,000 - 0.25%)

NAME:	**Gary D. Paine**	
ADDRESS:	Pickerington, OH USA	
OCCUPATION:	Freight/Transportation Services	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	President: Paine Holdings, Gahanna, OH *see other	50.00%
# OF SHARES OWNED OF HOLDING CO. and %		Common Shares: 7345.02 - 0.36% (Options: 3,500 - 0.17%)
*Other		
Member	Bailey Park, LLC, Pickerington, OH	50.00%
President	Accurate Express	50.00%
President	Accurate Transportation	50.00%

NAME:	**William J. Schottenstein**	
ADDRESS:	Columbus, Ohio USA	
OCCUPATION:	Real Estate Developer	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title	
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	President: Arshot Investment Corp, Inc.	33.3%
	*see Other below	
# OF SHARES OWNED OF HOLDING COMPANY and %		Common Shares: 4,500 – 0.22% (Options: 3,500 – 0.17%)
*Other	(Location: Columbus, OH, unless otherwise noted)	
Vice President	ACIP, Inc.	33.3%
Vice President	Alum Creek Annex LLC	33.3%
President	Alum Venture Corp, Inc.	33.3%
Managing Member	Arshot Operating Group LLC	33.0%
Managing Member	Aspen Alps 115, LLC	88.0%
President	Black Dog Island LLC	25.0%

Vice President	BOP, Inc.	33.3%
President	Buckeye Ocean Ventures, Inc.	33.3%
Secretary/Treasurer	City Investment, Inc.	33.3%
President	Front Lion, Inc.	33.3%
President	Geffen Enterprises LP	25.7%
Managing Member	Geffen Enterprises LLC	33.3%
Managing Member	GefCity Investments	33.0%
President	Hudson Street, Inc.	33.3%
Vice President	JSS Inc.	33.3%
Vice President	King Holding Corp, Inc.	33.3%
Managing Member	Lion Academy Development Corp, Inc.	33.3%
Secretary/Treasurer	Lion Construction Services LLC	25.0%
Managing Member	Lion Entertainment LLC	25.0%
President	Lion Island LLC	25.0%
Secretary/Treasurer	Lion Management Services LLC	25.0%
Vice President	Lion Phase I, Inc.	33.3%
Vice President	Lion TSA, Inc.	33.3%
Managing Member	MMXTV LTD (ViVideo)	33.3%
President	Mound Street Ventures LLC	33.3%
Vice President	The Oarhouse Corp, Inc.	33.3%
Secretary/Treasurer	Schottenstein Land Development, Inc.	33.3%
President	Schottenstein Opportunity Zone Fund	48.8%
President	Spring Street Media LLC	33.3%
Secretary/Treasurer	Urban Design LLC	25.0%

NAME:	**Ronnie R. Stokes**	
ADDRESS:	Columbus, OH USA	
OCCUPATION:	Business Owner	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	Owner and President: Three-Leaf Productions Inc.	100.00%
	*see other below	
# OF SHARES OWNED OF HOLDING CO. and %	Common Shares: 120 - 0.005%	
	(Options: 1,000 - 0.05%)	
*Other	(Location: Columbus, OH, unless otherwise noted)	
Managing Member	J&R Business Services	50.00%
Managing Member	TS Painting Services LLC	50.00%

NAME:	**Gregory M. Ubert**	
ADDRESS:	Upper Arlington, OH USA	
OCCUPATION:	Business Owner - Crimson Cup	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency, LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	President The Crimson Cup, Inc.	100.00%
	*See other below	
# OF SHARES OWNED OF HOLDING CO. and %	Common Shares: 2,400.000 - 0.12% (Options: 2,250 - 0.11%)	
*Other	all in Columbus, OH	
Sole Member	Ubee Real Estate, LLC	100.00%
Sole Member	UB2 Real Estate, LLC	100.00%
Sole Member	UB3 Real Estate, LLC	100.00%
Sole Member	UB4 Real Estate, LLC	100.00%
Sole Member	Crimson Cup Retail Holdings, LLC	100.00%
Sole Member	Crimson, LLC	100.00%
Sole Member	2468 NW, LLC	100.00%
Sole Member	400 High LLC	100.00%
Sole Member	116 TC, LLC	100.00%
Sole Member	Frozenta LLC	100.00%
Sole Member	CR Easton, LLC	100.00%

NAME:	**Carrie L. Almendinger**	
ADDRESS:	Johnstown, OH USA	
OCCUPATION:	Banker	
TITLE, HOLDING CO.:	Executive Vice President and Chief Financial Officer	
TITLE, DIRECT:	Executive Vice President and Chief Financial Officer: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:	n/a	
# OF SHARES OWNED OF HOLDING CO. and %	Common Shares: 6,245 - 0.31% (Options: 12,950 – .64%)	

NAME:	**Benjamin Babcanec**	
ADDRESS:	Johnstown, OH USA	
OCCUPATION:	Banker	
TITLE, HOLDING CO.:	n/a	
TITLE, DIRECT:	Executive Vice President and Chief Operations Officer: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a	
TITLE, OTHER:		
# OF SHARES OWNED OF HOLDING CO. and %	Common Shares: 0 - 0.00% (Options: 5,500 – .27%)	