

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)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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  
President, Chairman 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  
03/26/2021  
 Date of Signature

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

For Federal Reserve Bank Use Only

RSSD ID \_\_\_\_\_  
 C.I. \_\_\_\_\_

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

December 31, 2020  
 Month / Day / Year

N/A  
 Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reporter's Name, Street, and Mailing Address  
Heartland BancCorp

Legal Title of Holding Company  
430 North Hamilton Road  
 (Mailing Address of the Holding Company) Street / P.O. Box  
Whitehall Ohio 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, Corporate Secretary  
 Name Title

614/416-2383  
 Area Code / Phone Number / Extension  
614/337-4604  
 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? =No =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."

Form FR Y-6

Heartland BancCorp

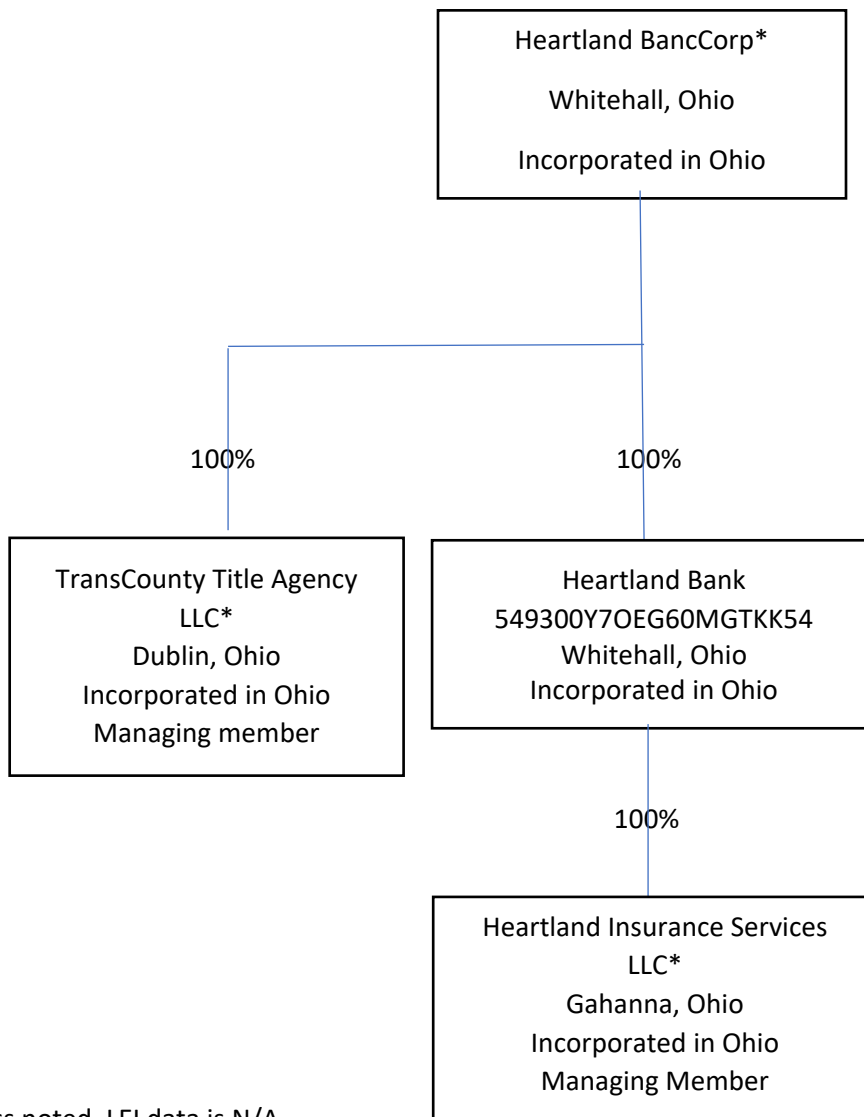
Whitehall, Ohio

Fiscal Year Ending December 31, 2020

Report Item

1: The bank holding company prepares an annual report for its securities holders and is not registered with the SEC. The annual report is included in the email with this report. It will be mailed to shareholders on April 5, 2021 for the May 18, 2021 Annual Meeting.

2a. Organizational Chart



\*Unless noted, LEI data is N/A

2b. Domestic branch listing provided to the Federal Reserve Bank via email on February 18, 2021.

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 **12/31/2020**. Data reflects information that was received and processed through **01/05/2021**.

**Reconciliation and Verification Steps**

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. 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	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	3153345	FORT MITCHELL OFFICE	2500 CHAMBER CENTER DR., SUITE 100	FT MITCHELL	KY	41017	KENTON	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	2614045	CROTON BRANCH	12 NORTH MAIN STREET	CROTON	OH	43013	LICKING	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, 2020  
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.)

(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 12/31/2020 – 1,992,875)

<u>NAME and ADDRESS</u>	<u>COUNTRY OF CITIZENSHIP or INCORPORATION</u>	<u>SHARES OWNED %</u>	
G. Scott McComb* Blacklick, Ohio USA	USA	120,620.196 (Options: 11,250)	
Heartland Bank 401K Shares Voted by G. Scott McComb, Trustee (using calculation for including options – divisible by 2,004,125 shares)		<u>47,662.000</u> 179,532.196	8.96%
Camilla L. McComb* Ypsilanti, Michigan USA	USA	97,140.021	4.87%
Parker McComb Blacklick, Ohio USA	USA	4,573.825	.23%
Kailyn McComb Blacklick, Ohio USA	USA	2,841.000	0.14%
Debra McComb* New Albany, Ohio USA	USA	605	.03%
Martha A. Adams* Grove City, Ohio USA	USA	150	.008%
Scott R. Adams* Columbus, Ohio USA	USA	105	.005%
*Total McComb family ownership/voting power is 284,947.042 (with options) 14.30% Without options considered = 273,697.042 or 13.73%			
George A. Bavelis** Columbus, Ohio USA	USA	207,955	10.43%
George A. & Gia A. Bavelis** Columbus, Ohio USA	USA	49,477	2.48%

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	2156.111	.11%

*\*\*Total Bavelis family ownership/voting power is 266,379.111 – 13.37%*

CEDE & CO New York, New York USA (This is a depository trust company for other brokers; no other information is available)	USA	1,047,720	52.57%
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Technical Rubber Company, Inc. Johnstown, Ohio USA	USA	109,069.000	5.47%
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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

<b>NAME:</b>	<b>George A. Bavelis**</b>	
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, Heartland Insurance Services, LLC	0.00%
TITLE, OTHER:	President: PELLA Company	25.0%

\*See Other below

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 257,432.000 – 12.92%

\*\*(Additional family shares owned to total 13.37% –  
see #3 above for details)

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

Managing Member	110 Commons, LLC	100.0%
Managing Member	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%
Director	Buckeye State Bank	15.0%
Managing Member	BZ Evans	50.0%
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	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 Financial, LLC	33.3%
Managing Partner	Magna National Realty, LLC	33.3%
Managing Partner	Panoramic Properties, LLC	26.7%
President	Pella Company, Inc.	25.0%
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	38.89%

**NAME:** Beverly J. Donaldson  
**ADDRESS:** Newark, OH USA  
**OCCUPATION:** Director of Assisted Living/Nursing  
**TITLE, HOLDING CO.:** Director  
**TITLE, DIRECT:** Director: Heartland Bank 0.00%  
n/a, TransCounty Title Agency LLC 0.00%  
**TITLE, INDIRECT:** n/a, Heartland Insurance Services, LLC 0.00%  
**TITLE, OTHER:** President: Inns Management Group, Newark, OH 100.00%  
\*See Other below

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 11,749.192 - 0.59%  
(2,269 shares are in spouse's name  
only...4,879 shares in her name only and the  
rest are held jointly)  
(Options: -2,500- 0.13%)

\*Other

President	Inns Management Group	100.00%
Member	B&D Donaldson, LTD., Newark, OH	50.00%
Member	Siesta Ventures	25.00%
Member	Rovert & Eimaj, Newark, OH	50.00%
Vice President	Winchester Trail Management Co., Canal Winchester, OH	27.27%
Vice President	Winchester Trail RE, Canal Winchester, OH	27.27%

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

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 5,359 - 0.27%  
(Options: 2,500 - 0.13%)

\*Other:

President	Safe Storage, Inc.	100.00%
Sole Member	Lafayette Development, Ltd.	100.00%
Sole Member	8540 Rausch, LLC	100.00%
Sole Member	24 Darby, LLC	100.00%
Sole Member	37 Darby, LLC	100.00%
Sole Member	6707 WGPE, LLC	100.00%
Sole Member	1440 NLSO, 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	50.00%

Member	5252 WGPS LLC	50.00%
Member	5224 WGPN LLC	50.00%
Member	6971 OBLW, LLC	50.00%
Co-Trustee and beneficiary	Jack J. Eggspuehler Trust	33.33%
Co-Trustee and beneficiary	Coffman Company	33.33%
Co-Trustee and beneficiary	Aerosafe, Inc.	33.33%

<b>NAME:</b>	<b>Jodi L. Garrison</b>	
ADDRESS:	Grove City, OH USA	
OCCUPATION:	CPA	
TITLE, HOLDING CO.:	Secretary, Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency, LLC	0.00%
TITLE, INDIRECT:	n/a, Heartland Insurance Services, LLC	0.00%
TITLE, OTHER:	Partner: Hirth, Norris & Garrison, LLP	50.0%
	Partner: JG & TH Realty, LLC3	50.0%

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 2,403.836 - 0.12%  
(Options: 6,200 - 0.31%)

<b>NAME:</b>	<b>James R. Heimerl</b>	
ADDRESS:	Dublin, 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, Heartland Insurance Services, LLC	0.00%
TITLE, OTHER:	Owner: Heimerl Farms, Ltd.	29.41%
	*see other below	

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 2,700 - 0.14%  
(Options: 0 - 0.00%)

*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	40.00%

<b>NAME:</b>	<b>John G. Kenkel, Jr.</b>	
ADDRESS:	Dublin, OH 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, Heartland Insurance Services, LLC	0.00%
TITLE, OTHER:	Sole Member: Kenkel Farm	100.00%
	Member: Bubbie, LLC	50.00%



# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 35,360 - 1.77%  
(Options: 0 - 0.00%)

**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, Heartland Insurance Services, LLC 0.00%  
**TITLE, OTHER:** President/CEO: C. Kruegers Finest Baked Goods 56.00%

OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 2,520 - 0.12%  
(Options: 2,500 - 0.13%)

**NAME:** G. Scott McComb\*  
**ADDRESS:** Gahanna, 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, Heartland Insurance Services, LLC 0.00%  
**TITLE, OTHER:** n/a

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 168,282.196 – 8.44%  
(Options: 11,250 - 0.56%)

*\*(Additional family shares owned to total 273,697.042 or 13.73%, w/o options; 284,947.042 or 14.30% with options – see #3 above for details)*

**NAME:** Robert C. Overs  
**ADDRESS:** Dublin, OH USA  
**OCCUPATION:** CEO Creative Living  
**TITLE, HOLDING CO.:** Director  
**TITLE, DIRECT:** Director: Heartland Bank 0.00%  
n/a, TransCounty Title Agency LLC 0.00%  
**TITLE, INDIRECT:** n/a, Heartland Insurance Services, LLC 0.00%  
**TITLE, OTHER:** n/a

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 1,375.000 - 0.07%  
(Options: 5,400 - 0.27%)

<b>NAME:</b>	<b>Gary D. Paine</b>	
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, Heartland Insurance Services, LLC	0.00%
TITLE, OTHER:	President: Paine Holdings, Gahanna, OH	100.00%
	*see other	

# OF SHARES OWNED OF  
HOLDING CO. and %Common Shares: 5320.797 - 0.27%  
(Options: 4,000 - 0.20%)

## \*Other

Member	Bailey Park, LLC, Pickerington, OH	25.00%
Owned by Paine Holdings	Accurate Express	100.00%
Owned by Paine Holdings	Accurate Transportation	100.00%
Owned by Paine Holdings	Paine Leasing, Inc.	100.00%

<b>NAME:</b>	<b>William J. Schottenstein</b>	
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, Heartland Insurance Services, LLC	0.00%
TITLE, OTHER:	President: Arshot Investment Corp, Inc.	33.3%

\*see Other below

# OF SHARES OWNED OF  
HOLDING COMPANY and %Common Shares: 3,000 – 0.15%  
(Options: 4,000 – 0.20%)

## \*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%
President	Arshot Investment 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 Lake Fun LLC	25.0%
President	Buckeye Ocean Ventures, Inc.	33.3%
Secretary/Treasurer	City Investment, Inc.	33.3%
President	Compass Point H, LLC	25.0%
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%
Vice President	State Street Investment, Inc.	33.3%
Secretary/Treasurer	Urban Design LLC	25.0%

<b>NAME:</b>	<b>George R. Smith</b>	
ADDRESS:	Dublin, OH USA	
OCCUPATION:	Banker/CPA - Retired	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
	n/a, TransCounty Title Agency LLC	0.00%
TITLE, INDIRECT:	n/a, Heartland Insurance Services, LLC	0.00%
TITLE, OTHER:	n/a	

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 3,218.000 - 0.16%  
(Options: 8,000 - .40%)

<b>NAME:</b>	<b>Gregory M. Ubert</b>	
ADDRESS:	Upper Arlington, OH USA	
OCCUPATION:	Business Owner - Crimson Cup	
TITLE, HOLDING CO.:	Director	
TITLE, DIRECT:	Director: Heartland Bank	0.00%
TITLE, INDIRECT:	n/a, Heartland Insurance Services, LLC	0.00%
	n/a, TransCounty Title Agency, LLC	0.00%
TITLE, OTHER:	President Crimson Cup, Inc.	100.00%
	*See other below	

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 1400.000 - 0.07%  
(Options: 1,250 - 0.06%)

*Other	all in Columbus, OH	
Sole Member	Frozenta, LLC	100.00%
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	Crimson Cup Retail, LLC	100.00%
Sole Member	Crimson Cup Retail Holdings, LLC	100.00%
Sole Member	2468 NW, LLC	100.00%
Sole Member	400 N. High LLC	100.00%
Sole Member	116 TC, LLC	100.00%

**NAME:** Richard A. Vincent  
**ADDRESS:** Columbus, OH USA  
**OCCUPATION:** Foundation/Philanthropy  
**TITLE, HOLDING CO.:** Director  
**TITLE, DIRECT:** Director: Heartland Bank 0.00%  
**TITLE, INDIRECT:** n/a, Heartland Insurance Services, LLC 0.00%  
n/a, TransCounty Title Agency, LLC 0.00%  
**TITLE, OTHER:** President/Chief Executive Officer Retired:  
Osteopathic Heritage Foundation 0.00%

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 3,090.66 - 0.15%  
(Options: 5,200 - 0.25%)

**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%  
Board Member, TransCounty Title Agency LLC 0.00%  
**TITLE, INDIRECT:** n/a, Heartland Insurance Services, LLC (0.00%)  
**TITLE, OTHER:** n/a

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 4,576.02 - 0.23%  
(Options: 14,450 - .73%)

**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, Heartland Insurance Services, LLC (0.00%)  
**TITLE, OTHER:**

# OF SHARES OWNED OF  
HOLDING CO. and %

Common Shares: 0 - 0.00%  
(Options: 5,500 - .28%)