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)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners’ Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

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 chairperson of the board must sign the report.

I. G. Scott McComb

Name of the Holding Company Director and Official

Chairman/President/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.

Signature of Holding Company Director and Official

Date of Signature

3-19-06

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 1339073

C.I.

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

December 31, 2015

Month / Day / Year

None

Report's Legal Entity Identifier (LEI) (20-Character LEI Code)

Reportee's Name, Street, and Mailing Address

Heartland BancCorp

850 North Hamilton Road

(Mailing Address of the Holding Company) Street / P.O. Box

Gahanna OH 43230

City State Zip Code

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Jennifer L. Eckert

Title VP, Corporate Secretary

Name

614-416-2383

Area Code / Phone Number / Extension

614-337-4604

Area Code / FAX Number

eckert@heartlandbank.com

E-mail Address

www.heartlandbank.com

Address (URL) for the Holding Company’s web page

Does the reporter request confidential treatment for any portion of this submission?

☐ Yes  Please identify the report items to which this request applies:

☐ In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.

☐ The information for which confidential treatment is sought is being submitted separately labeled “Confidential.”

No

Public reporting burden for this information collection is estimated to vary from 1.3 to 101 hours per response, with an average of 5.25 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.
**Results:** A list of branches for your depository institution: HEARTLAND BANK (ID_RSID: 853112).

This depository institution is held by HEARTLAND BANK CORP (1998973) of GAIANNA, OH.
The data are as of 12/31/2015. Data reflects information that was received and processed through 01/07/2016.

**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.

### 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://fyl0online.federalreserve.gov.

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

<table>
<thead>
<tr>
<th>Data Action</th>
<th>Effective Date</th>
<th>Branch Service Type</th>
<th>Branch ID_RSID*</th>
<th>Popular Name</th>
<th>Street Address</th>
<th>City</th>
<th>State</th>
<th>Zip Code</th>
<th>County</th>
<th>Country</th>
<th>FDIC UNINUM*</th>
<th>Office Number*</th>
<th>Head Office</th>
<th>Head Office ID_RSID*</th>
<th>Comments</th>
</tr>
</thead>
<tbody>
<tr>
<td>OK</td>
<td>2/1/2016</td>
<td>Full Service</td>
<td>853112</td>
<td>HEARTLAND B</td>
<td>850 NORTH HAMILTON ROAD</td>
<td>OH</td>
<td>CH</td>
<td>43230</td>
<td>FRANKLIN</td>
<td>UNITED STATES</td>
<td>0606</td>
<td>6</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/3/2016</td>
<td>Full Service</td>
<td>34014291</td>
<td>CARTOL SQUARE BRANCH</td>
<td>101 SOUTH HIGH STREET</td>
<td>Columbus</td>
<td>OH</td>
<td>43215</td>
<td>FRANKLIN</td>
<td>446272</td>
<td>11</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/4/2016</td>
<td>Full Service</td>
<td>24884936</td>
<td>NORTH WILSON BRANCH</td>
<td>120 NORTH WILSON ROAD</td>
<td>Columbus</td>
<td>OH</td>
<td>43204</td>
<td>FRANKLIN</td>
<td>220151</td>
<td>4</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/5/2016</td>
<td>Full Service</td>
<td>34033209</td>
<td>SYLDER BRANCH</td>
<td>87 NORTH SYLDER ROAD</td>
<td>Columbus</td>
<td>OH</td>
<td>43230</td>
<td>FRANKLIN</td>
<td>446223</td>
<td>12</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/6/2016</td>
<td>Full Service</td>
<td>47612871</td>
<td>WORTHINGTON CHRISTIAN VILLAGE OFFICE</td>
<td>365 HIGHBLUFFS BOULEVARD</td>
<td>Columbus</td>
<td>OH</td>
<td>43235</td>
<td>FRANKLIN</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/7/2016</td>
<td>Full Service</td>
<td>26140455</td>
<td>CROTON BRANCH</td>
<td>22 NORTH MAIN STREET</td>
<td>Croton</td>
<td>OH</td>
<td>43013</td>
<td>LICKING</td>
<td>220153</td>
<td>7</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/8/2016</td>
<td>Full Service</td>
<td>2488392</td>
<td>FRANTZ ROAD BRANCH</td>
<td>6500 FRANTZ ROAD</td>
<td>Dublin</td>
<td>OH</td>
<td>43017</td>
<td>FRANKLIN</td>
<td>220152</td>
<td>5</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/9/2016</td>
<td>Full Service</td>
<td>37969468</td>
<td>HEARTLAND BANK BRANCH</td>
<td>5000 RIVERSIDE DRIVE</td>
<td>Dublin</td>
<td>OH</td>
<td>43017</td>
<td>FRANKLIN</td>
<td>445565</td>
<td>6</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/10/2016</td>
<td>Full Service</td>
<td>1393615</td>
<td>GROVE CITY OFFICE</td>
<td>2260 OLD STRINGTOWN ROAD</td>
<td>Grove City</td>
<td>OH</td>
<td>43123</td>
<td>FRANKLIN</td>
<td>220150</td>
<td>2</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/11/2016</td>
<td>Full Service</td>
<td>5396212</td>
<td>JOHNSTOWN BRANCH</td>
<td>730 WEST COCHITON STREET</td>
<td>Johnstown</td>
<td>OH</td>
<td>43031</td>
<td>LICKING</td>
<td>220149</td>
<td>8</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/12/2016</td>
<td>Full Service</td>
<td>2286286</td>
<td>NEWARK BRANCH</td>
<td>44 WEST LOCUST STREET</td>
<td>Newark</td>
<td>OH</td>
<td>43055</td>
<td>LICKING</td>
<td>258699</td>
<td>7</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>2/13/2016</td>
<td>Full Service</td>
<td>3161860</td>
<td>REYNOLDSBRUGH BRANCH</td>
<td>5887 EAST MAIN STREET</td>
<td>Reynoldsburg</td>
<td>OH</td>
<td>43068</td>
<td>FRANKLIN</td>
<td>220154</td>
<td>8</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ADD</td>
<td>1/20/2015</td>
<td>Full Service</td>
<td>3087795</td>
<td>WESTERVEIL BRANCH</td>
<td>450 SOUTH STATE STREET</td>
<td>Westerville</td>
<td>OH</td>
<td>43081</td>
<td>FRANKLIN</td>
<td>262791</td>
<td>9</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>1/21/2015</td>
<td>Full Service</td>
<td>3087790</td>
<td>HEARTLAND BANK PICKERINGOFFICE</td>
<td>421 HILL ROAD N</td>
<td>Pickerington</td>
<td>OH</td>
<td>43147</td>
<td>FAIRFIELD</td>
<td>Not Required</td>
<td>Not Required</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OK</td>
<td>1/22/2015</td>
<td>Full Service</td>
<td>3087790</td>
<td>WESTERVEIL BRANCH</td>
<td>450 SOUTH STATE STREET</td>
<td>Westerville</td>
<td>OH</td>
<td>43081</td>
<td>FRANKLIN</td>
<td>262791</td>
<td>9</td>
<td>HEARTLAND BANK</td>
<td>853112</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
FR Y-6
Organization Chart

Reportable on FR Y-10
Pages 1 and 2 - Report Item #2

Heartland BancCorp
Gahanna, Ohio
(Parent Company)
Incorporated in Ohio

Heartland Bank*
Gahanna, Ohio
(Direct Ownership)
Incorporated in Ohio

Heartland Investments, Inc.*
Gahanna, Ohio
(Bank Owned)
Incorporated in Ohio

Heartland Insurance Services, LLC*
Gahanna, Ohio
(Bank Owned)
Incorporated in Ohio

All Ohio Title Agency, LLC*
Pataskala, Ohio
(Bank Owned)
(non-voting equity)
Incorporated in Ohio

*LEI is N/A unless noted

as of December 31, 2015
ANNUAL REPORT OF BANK HOLDING COMPANIES - FR Y-6

Heartland BancCorp
Gahanna, Ohio

As of December 31, 2015

REPORT ITEM #1: Annual Report to Shareholders

_to be sent under separate cover_

REPORT ITEM #2a: ORGANIZATION CHART

(1) Top-tier BHC:

Heartland BancCorp
850 North Hamilton Road
Gahanna, Ohio 43230
United States

(2) Foreign banking organizations...

None

(3) BHCs, U.S. banks or foreign banking...

Heartland Bank
850 North Hamilton Road
Gahanna, Ohio 43230

Ownership: 100.0%
Controlling Interest: 100.0%

(4) Companies other than bank holding companies, U.S. banks or...

Heartland Investments, Inc.
Dba Heartland Investments Center
850 North Hamilton Road
Gahanna, Ohio 43230

Bank Ownership: 100.0%
Bank Controlling Interest: 100.0%
% of ownership by the holding company: 0%

Heartland Insurances Services, LLC
850 North Hamilton Road
Gahanna, Ohio 43230

Bank Ownership: 100.0%
Bank Controlling Interest: 100.0%
% of ownership by the holding company: 0%

All Ohio Title Agency, LLC
621 West Broad Street, Suite 1C
Pataskala, Ohio 43062

Bank Ownership: 49.0% (non-voting equity)
Bank Controlling Interest: 49.0%
% of ownership by the holding company: 0%

(5) Large banking and insurance company investments:
None

(6) Any entity not mentioned above that is required:
None

(7) Any company (even if it does not otherwise ...) that is:
None

Additional companies reportable on the FR Y-6:
None

Companies not reportable on the FR Y-6 Organization Chart:

(1) - (10) None

REPORT ITEM #2b: DOMESTIC BRANCH LISTING

Submitted via e-mail - March 16, 2016

REPORT ITEM #3: SECURITIES HOLDERS

(NOTE: The 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.

<table>
<thead>
<tr>
<th>NAME and ADDRESS</th>
<th>COUNTRY OF CITIZENSHIP</th>
<th>SHARES OWNED</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td>G. Scott McComb* Blacklick, Ohio USA</td>
<td>USA</td>
<td>159,435,565</td>
<td>10.19%</td>
</tr>
<tr>
<td>Camilla L. McComb* Ypsilanti, Michigan USA</td>
<td>USA</td>
<td>94,329,950</td>
<td>6.03%</td>
</tr>
<tr>
<td>Debra McComb* New Albany, Ohio USA</td>
<td>USA</td>
<td>605</td>
<td>.004%</td>
</tr>
</tbody>
</table>

*Total McComb family ownership/voting power is 262,370,515 16.77%
<table>
<thead>
<tr>
<th>Name</th>
<th>State</th>
<th>City, Country</th>
<th>Shares</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>George A. Bavelis**</td>
<td>USA</td>
<td>Columbus, Ohio</td>
<td>207,955</td>
<td>13.29%</td>
</tr>
<tr>
<td>George A. &amp; Gia A. Bavelis**</td>
<td>USA</td>
<td>Columbus, Ohio</td>
<td>42,059</td>
<td>2.69%</td>
</tr>
<tr>
<td>Vasiliki Niki Bavelis**</td>
<td>USA</td>
<td>Columbus, Ohio</td>
<td>3,996</td>
<td>.25%</td>
</tr>
<tr>
<td>Tina &amp; Tasos Monokas**</td>
<td>USA</td>
<td>Columbus, Ohio</td>
<td>2,825</td>
<td>.18%</td>
</tr>
<tr>
<td>Tina Bavelis Monokas**</td>
<td>USA</td>
<td>Columbus, Ohio</td>
<td>1,912</td>
<td>.12%</td>
</tr>
</tbody>
</table>

**Total Bavelis family ownership/voting power is 258,747 16.53%**

<table>
<thead>
<tr>
<th>Name</th>
<th>State</th>
<th>City, Country</th>
<th>Shares</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>CEDE &amp; CO</td>
<td>USA</td>
<td>New York, New York</td>
<td>635,802</td>
<td>40.64%</td>
</tr>
<tr>
<td>Peoples Bancorp</td>
<td>USA</td>
<td>Marietta, Ohio</td>
<td>114,102.000</td>
<td>7.29%</td>
</tr>
<tr>
<td>Technical Rubber Company, Inc.</td>
<td>USA</td>
<td>Johnstown, Ohio</td>
<td>109,069.000</td>
<td>6.97%</td>
</tr>
</tbody>
</table>

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%)
TITLE, INDIRECT: n/a, Heartland Investments, Inc. (0.00%)
               n/a, Heartland Insurance Services, LLC (0.00%)
               n/a, All Ohio Title Agency, LLC (0.00%)
TITLE, OTHER: President: PELLA Company (25.0%)

*See Other below

# OF SHARES OWNED OF
HOLDING CO. and %

                        Common Shares: 250,014,000 - 15.98%
                        **(Additional family shares owned to total 16.53% – see #3
above for details)

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

General Partner    ABY Properties  33.3%
General Partner    ALFA Properties  10.0%
General Partner    APEX Company  30.0%
Managing Member    ARGO Properties, LLC  25.0%
General Partner    Bacon Enterprises  33.3%
Sole Proprietor    Bavelis Financial Services  100.0%
Managing Partner   Bavelis Family, LLC  5.0%
Managing Partner   Bmaq, Boca Raton, FLA  2.5%
Sole Proprietor    Central State Realty  100.0%
President           Coin OP Vending Co., Inc.  16.7%
General Partner    Compumatics Company  25.0%
General Partner    EPIC Properties  35.0%
General Partner    Evelopis Properties  40.0%
Managing Member    Flohio, LLC  1.7%
Managing Member    Flovest, LLC, Boca Raton, FLA  0.8%
Partner             Genesis Properties  52.5%
Managing Member    GMAQ, LLC, Boca Raton, FLA  50.0%
Partner             GRAMCO Properties  40.0%
Managing Partner    Magna National Financial, LLC  33.3%
Managing Partner    Magna National Realty, LLC  33.3%
Managing Partner    Magna National Ventures, LLC  26.7%
General Partner    OMEGA Properties  30.0%
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  35.0%
General Partner    Univelst Company, LLC  5.0%
General Partner    Wellington Properties  30.0%
General Partner    Xenia Company  16.22%
Managing Partner    Zeta Properties, LLC  26.7%
<table>
<thead>
<tr>
<th>NAME:</th>
<th>Arthur G. H. Bing, MD</th>
</tr>
</thead>
<tbody>
<tr>
<td>ADDRESS:</td>
<td>Columbus, Ohio USA</td>
</tr>
<tr>
<td>OCCUPATION:</td>
<td>Plastic and Reconstructive Surgery (Retired)</td>
</tr>
<tr>
<td>TITLE, HOLDING CO.:</td>
<td>Director</td>
</tr>
<tr>
<td>TITLE, DIRECT:</td>
<td>n/a, Heartland Bank (0.00%)</td>
</tr>
<tr>
<td>TITLE, INDIRECT:</td>
<td>n/a, Heartland Investments, Inc. (0.00%)</td>
</tr>
<tr>
<td>TITLE, OTHER:</td>
<td>President/Owner, Colonial Investments of Ohio, Ltd. (100.0%)</td>
</tr>
<tr>
<td># OF SHARES OWNED OF HOLDING CO. and %</td>
<td>Common Shares: 53,038,897 - 3.39%</td>
</tr>
<tr>
<td></td>
<td>(Options: 4,200 - 0.27%)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>NAME:</th>
<th>William A. Dodson, Jr.</th>
</tr>
</thead>
<tbody>
<tr>
<td>ADDRESS:</td>
<td>Columbus, OH USA</td>
</tr>
<tr>
<td>OCCUPATION:</td>
<td>Community Relations Director</td>
</tr>
<tr>
<td>TITLE, HOLDING CO.:</td>
<td>Director</td>
</tr>
<tr>
<td>TITLE, DIRECT:</td>
<td>Director: Heartland Bank (0.00%)</td>
</tr>
<tr>
<td>TITLE, INDIRECT:</td>
<td>n/a, Heartland Investments, Inc. (0.00%)</td>
</tr>
<tr>
<td>TITLE, OTHER:</td>
<td>n/a</td>
</tr>
<tr>
<td># OF SHARES OWNED OF HOLDING CO. and %</td>
<td>Common Shares: 923,186 - 0.06%</td>
</tr>
<tr>
<td></td>
<td>(Options: 2,200 - 0.14%)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>NAME:</th>
<th>Jay B. Eggspuehler</th>
</tr>
</thead>
<tbody>
<tr>
<td>ADDRESS:</td>
<td>Dublin, OH USA</td>
</tr>
<tr>
<td>OCCUPATION:</td>
<td>Attorney-at-Law</td>
</tr>
<tr>
<td>TITLE, HOLDING CO.:</td>
<td>Vice Chair, Director</td>
</tr>
<tr>
<td>TITLE, DIRECT:</td>
<td>Vice Chair, Director: Heartland Bank (0.00%)</td>
</tr>
<tr>
<td>TITLE, INDIRECT:</td>
<td>n/a, Heartland Investments, Inc. (0.00%)</td>
</tr>
<tr>
<td>TITLE, OTHER:</td>
<td>Sole Member: Jay B. Eggspuehler, Esq., LLC (100.00%)</td>
</tr>
<tr>
<td># OF SHARES OWNED OF HOLDING CO. and %</td>
<td>Common Shares: 3,413,522 - 0.22%</td>
</tr>
<tr>
<td></td>
<td>(Options: 1,450 - 0.09%)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>NAME:</th>
<th>Jodi L. Garrison</th>
</tr>
</thead>
<tbody>
<tr>
<td>ADDRESS:</td>
<td>Grove City, OH USA</td>
</tr>
<tr>
<td>OCCUPATION:</td>
<td>CPA</td>
</tr>
<tr>
<td>TITLE, HOLDING CO.:</td>
<td>Secretary, Director</td>
</tr>
<tr>
<td>TITLE, DIRECT:</td>
<td>Director: Heartland Bank (0.00%)</td>
</tr>
<tr>
<td>TITLE, INDIRECT:</td>
<td>n/a, Heartland Investments, Inc. (0.00%)</td>
</tr>
<tr>
<td># OF SHARES OWNED OF HOLDING CO. and %</td>
<td>(0.00%)</td>
</tr>
<tr>
<td></td>
<td>n/a, Heartland Insurance Services, LLC (0.00%)</td>
</tr>
<tr>
<td></td>
<td>n/a, All Ohio Title Agency, LLC (0.00%)</td>
</tr>
</tbody>
</table>
As of December 31, 2015
Heartland BancCorp

**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: 1,222,833 - 0.08%
(Options: 4,200 - 0.27%)

**NAME:** John R. Haines
**ADDRESS:** Johnstown, OH USA
**OCCUPATION:** Insurance (Retired)
**TITLE, HOLDING CO.:** Director
**TITLE, DIRECT:**
Director: Heartland Bank (0.00%)
**TITLE, INDIRECT:**
n/a, Heartland Investments, Inc. (0.00%)
n/a, Heartland Insurance Services, LLC (0.00%)
n/a, All Ohio Title Agency, LLC (0.00%)
**TITLE, OTHER:**
n/a

**# OF SHARES OWNED OF HOLDING CO. and %**
Common Shares: 13,488,185 - 0.86%
(Options: 4,200 - 0.27%)

**NAME:** David C. Kotary
**ADDRESS:** Westerville, Ohio USA
**OCCUPATION:** Insurance
**TITLE, HOLDING CO.:** Director
**TITLE, DIRECT:**
Director: Heartland Bank (0.00%)
**TITLE, INDIRECT:**
n/a, Heartland Investments, Inc. (0.00%)
n/a, Heartland Insurance Services, LLC (0.00%)
n/a, All Ohio Title Agency, LLC (0.00%)
**TITLE, OTHER:**
Member: Insursmart, L.L.C. (100.0%)
Member: Sleeping Giant, LLC, Loveland, CO (50.0%)

**OF SHARES OWNED OF HOLDING CO. and %**
Common Shares: 2,507,079 - 0.16%
(Options: 2,200 - 0.14%)

**NAME:** Gerald K. McClain
**ADDRESS:** Newark, Ohio USA
**OCCUPATION:** Builder and Developer
**TITLE, HOLDING CO.:** Director
**TITLE, DIRECT:**
Director: Heartland Bank (0.00%)
**TITLE, INDIRECT:**
n/a, Heartland Investments, Inc. (0.00%)
n/a, Heartland Insurance Services, LLC (0.00%)
n/a, All Ohio Title Agency, LLC (0.00%)
**TITLE, OTHER:**
President: The Jerry McClain Co., Inc. (100.0%)
President: McClain Development, Inc. (100.0%)

*see Other below

**# OF SHARES OWNED OF HOLDING COMPANY and %**
Common Shares: 39,229 - 2.51%
(Options: 2,200 - 0.14%)
*Other

(Location: Newark, OH, unless otherwise noted)

<table>
<thead>
<tr>
<th>Member</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Inns Holdings, Ltd.</td>
<td>100.00%</td>
</tr>
<tr>
<td>Chapel Grove Management Co., Ltd., Heath, OH</td>
<td>26.04%</td>
</tr>
<tr>
<td>Chapel Grove Real Estate, Ltd</td>
<td>26.04%</td>
</tr>
<tr>
<td>SharonBrooke Inn Management</td>
<td>19.10%</td>
</tr>
<tr>
<td>SharonBrooke Inn, Limited</td>
<td>28.83%</td>
</tr>
<tr>
<td>The Inn at University Village Management, Massillon, OH</td>
<td>15.00%</td>
</tr>
<tr>
<td>The Inn at University Village Limited</td>
<td>21.50%</td>
</tr>
<tr>
<td>Inn at Olentangy Trail Real Estate</td>
<td>16.66%</td>
</tr>
<tr>
<td>Inn at Olentangy Trail Management, Delaware, OH</td>
<td>16.66%</td>
</tr>
<tr>
<td>Inn at CoalRidge Management Co., Ltd., Wadsworth, OH</td>
<td>21.00%</td>
</tr>
<tr>
<td>Inn at CoalRidge Real Estate, Ltd.</td>
<td>21.00%</td>
</tr>
<tr>
<td>Inn at Whitewood Village Real Estate</td>
<td>5.26%</td>
</tr>
<tr>
<td>Inn at Whitewood Village Management, North Canton, OH</td>
<td>5.26%</td>
</tr>
<tr>
<td>Newark Hospitality, LLC</td>
<td>100.00%</td>
</tr>
<tr>
<td>Inn at Northwood Village Management</td>
<td>21.33%</td>
</tr>
<tr>
<td>Inn at Northwood Village Real Estate</td>
<td>21.33%</td>
</tr>
<tr>
<td>Inn at Winchester Trail R/E</td>
<td>5.29%</td>
</tr>
<tr>
<td>Inn at Winchester Trail Management, Canal Winchester, OH</td>
<td>5.29%</td>
</tr>
<tr>
<td>Inn at Bear Trail Real Estate</td>
<td>5.45%</td>
</tr>
<tr>
<td>Inn at Bear Trail Management, Lewis Center, OH</td>
<td>5.45%</td>
</tr>
</tbody>
</table>

**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%)
**TITLE, INDIRECT:** n/a, Heartland Investments Inc. (0.00%)
**TITLE, OTHER:** n/a

# OF SHARES OWNED OF HOLDING CO. and %
Common Shares: 159,435.565-10.19%
(Options: 8,000 - 0.51%)
*(Additional family shares owned to total 16.77% – see #3 above for details)*

**NAME:** Robert C. Overs
**ADDRESS:** Dublin, OH USA
**OCCUPATION:** Tire repair/wheel service products
**TITLE, HOLDING CO.:** Director
**TITLE, DIRECT:** Director: Heartland Bank (0.00%)
**TITLE, INDIRECT:** n/a, Heartland Investments Inc. (0.00%)
**TITLE, OTHER:** Executive Vice President/Chief Operating Officer: Technical Rubber Company, Inc., dba Tech International (0.00%)

# OF SHARES OWNED OF HOLDING CO. and %
Common Shares: 125,000 - 0.01%
(Options: 1,400 - 0.09%)
### Gary D. Paine

**ADDRESS:** New Albany, OH USA  
**OCCUPATION:** Freight/Transportation Services  
**TITLE, HOLDING CO.:** Director  
**TITLE, DIRECT:** Director: Heartland Bank (0.00%)  
**TITLE, INDIRECT:**  
- n/a, Heartland Investments Inc. (0.00%)  
- n/a, Heartland Insurance Services, LLC (0.00%)  
- n/a, All Ohio Title Agency, LLC (0.00%)  
**TITLE, OTHER:**  
- President: GD Paine, Inc., Gahanna, OH (100.00%)  
- Member: SB43 Properties, LLC, Gahanna, OH (100.00%)  
- President: Paine Holdings (100.00%)  
- President: Paine Leasing (100.00%)  

### William J. Schottenstein

**ADDRESS:** Columbus, Ohio USA  
**OCCUPATION:** Real Estate Developer  
**TITLE, HOLDING CO.:** Director  
**TITLE, DIRECT:** Director: Heartland Bank (0.00%)  
**TITLE, INDIRECT:**  
- n/a, Heartland Investments, Inc. (0.00%)  
- n/a, Heartland Insurance Services, LLC (0.00%)  
- n/a, All Ohio Title Agency, LLC (0.00%)  
**TITLE, OTHER:**  
- President: Arshot Investment Corp, Inc. (33.0%)  

*see Other below*

### 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%  
- **President** Bank Street Ventures LLC 33.3%  
- **President** Black Dog Island LLC 25.0%  
- **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** Deerbrook GP, Inc 50.0%  
- **Managing Member** Deerbrook Associates LP 49.5%  
- **President** Front Lion, Inc. 33.3%  
- **Managing Member** Geffen Enterprises LLC 33.3%  
- **Managing Member** GefCity Investments 33.0%  
- **President** Hudson Street, 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%
As of December 31, 2015
Heartland BancCorp

<table>
<thead>
<tr>
<th>Name</th>
<th>Title, Holding CO.</th>
<th>Title, Direct:</th>
<th>Title, Indirect:</th>
<th>% of Shares Owned of Holding CO. and %</th>
</tr>
</thead>
<tbody>
<tr>
<td>Secretary/Treasurer</td>
<td>Lion Mangement Services LLC</td>
<td></td>
<td></td>
<td>25.0%</td>
</tr>
<tr>
<td>Vice President</td>
<td>Lion Phase I, Inc.</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Vice President</td>
<td>Lion TSA, Inc.</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Managing Member</td>
<td>Mediamax TV, LTD</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Managing Member</td>
<td>MMXTV LTD (ViVideo)</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>President</td>
<td>Mound Street Ventures LLC</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Vice President</td>
<td>The Oarhouse Corp, Inc.</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Vice President</td>
<td>Orange Land Corp, Inc.</td>
<td></td>
<td></td>
<td>18.3%</td>
</tr>
<tr>
<td>Managing Member</td>
<td>Red Hen Investment, LLC</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Secretary/Treasurer</td>
<td>Schottenstein Land Development, Inc.</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Vice President</td>
<td>State Street Investment, Inc.</td>
<td></td>
<td></td>
<td>33.3%</td>
</tr>
<tr>
<td>Secretary/Treasurer</td>
<td>Urban Design LLC</td>
<td></td>
<td></td>
<td>25.0%</td>
</tr>
</tbody>
</table>

**NAME:** George R. Smith  
**ADDRESS:** Dublin, OH USA  
**OCCUPATION:** Banker/CPA  
**TITLE, HOLDING CO.:** Executive Vice President and Chief Financial Officer  
**TITLE, DIRECT:** Executive Vice President and Chief Financial Officer: Heartland Bank (0.00%)  
**TITLE, INDIRECT:** n/a, Heartland Investments Inc. (0.00%)  
**TITLE, OTHER:** n/a  

Common Shares: 4049.000 - 0.26%  
(Options: 11,000 - 0.70%)

**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 Investments Inc. (0.00%)  
**TITLE, OTHER:** n/a, Heartland Insurance Services, LLC (0.00%)  
**TITLE, OTHER:** n/a, All Ohio Title Agency, LLC (0.00%)  

Common Shares: 1,825.000 - 0.12%  
(Options: 1,200 - 0.08%)

**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%)  
**TITLE, INDIRECT:** n/a, Heartland Investments Inc. (0.00%)  
**TITLE, OTHER:** n/a, Heartland Insurance Services, LLC (0.00%)  
**TITLE, OTHER:** n/a, All Ohio Title Agency, LLC (0.00%)  

Common Shares: 1,519.310 - 0.10%  
(Options: 5,700 - 0.36%)