



16 November 2017

NZX Limited
Level 1, NZX Centre
11 Cable Street
Wellington 6011

Notice of Offer of Same Class Financial Products for Issue

Heartland Bank Limited (NZX: HBL) (**Heartland**) announced on 9 November 2017 that it will undertake a pro-rata 1 for 15 renounceable rights issue of fully paid ordinary shares of the same class as already quoted on the NZX Main Board of NZX Limited (**Rights Offer**). Any shares not taken up will be offered through a shortfall bookbuild to be run by First NZ Capital Securities Limited as Lead Manager (together with the Rights Offer, the **Offer**). The Offer will not be underwritten.

Pursuant clause 19 of Schedule 1 of the Financial Markets Conduct Act 2013 (**FMCA**) and to clause 20(1)(a) of Schedule 8 to the Financial Markets Conduct Regulations 2014 (**FMC Regulations**), Heartland advises that:

1. Heartland is making the Offer in reliance upon the exclusion in clause 19 of Schedule 1 to the FMCA and is giving this notice under clause 20(1)(a) of Schedule 8 to the FMC Regulations.
2. As at the date of this notice, Heartland is in compliance with:
 - a) the continuous disclosure obligations that apply to it in relation to Heartland's quoted ordinary shares; and
 - b) its "financial reporting obligations" within the meaning set out in clause 20(5) of Schedule 8 of the FMC Regulations.
3. As at the date of this notice, there is no information that is "excluded information" within the meaning set out in clause 20(5) of Schedule 8 of the FMC Regulations.

The Offer is not expected to have any effect on the control of Heartland.

On behalf of
Heartland Bank Limited

Geoffrey Ricketts
Chair of the Board