

Information Form and Checklist

(ASX Foreign Exempt Listing)

Name of entity

ABN/ARBN/ARSN

Heartland Group Holdings Limited

627 849 576

We (the entity named above) supply the following information and documents to support our application for admission to the official list of ASX Limited (ASX) as an ASX Foreign Exempt Listing.

***Note:** the entity warrants in its Appendix 1C ASX Foreign Exempt Listing Application and Agreement that the information and documents referred to in this Information Form and Checklist are (or will be) true and complete and indemnifies ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from, or connected with, any breach of that warranty.*

Terms used in this Information Form and Checklist have the same meaning as in the ASX Listing Rules.

Part 1 – Information to be supplied with Appendix 1C

Instructions: please complete each applicable item below. If an item is not applicable, please mark it as "N/A".

All entities – corporate details

Place of incorporation or establishment	New Zealand
Date of incorporation or establishment	19 July 2018
Legislation under which incorporated or established	Companies Act 1993 (NZ)
Address of registered office in place of incorporation or establishment	Level 3, Heartland House, 35 Teed Street, Newmarket, Auckland 1023, New Zealand
Address of registered office in Australia (if any)	N/A
Main business activity	Financial services
Home exchange and listing category ¹	NZX Main Board
Any other exchanges on which the entity is listed	N/A
Street address of principal administrative office	Level 3, Heartland House, 35 Teed Street, Newmarket, Auckland 1023, New Zealand
Postal address of principal administrative office	Level 3, Heartland House, 35 Teed Street, Newmarket, Auckland 1023, New Zealand
Telephone number of principal administrative office	+64 9 520 0097
E-mail address for investor enquiries	shareholders@heartland.co.nz

¹ Examples: NZX Main Board, Toronto Stock Exchange, NASDAQ

Website URL	www.heartland.co.nz
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All entities – management details²

Full name and title of CEO/managing director	Jeffrey Kenneth Greenslade – Chief Executive Officer
Full name and title of chairperson of directors	Jeffrey Kenneth Greenslade is currently the sole director of the company
Full names of all existing directors	Jeffrey Kenneth Greenslade
Full names of any persons proposed to be appointed as additional or replacement directors	Geoffrey Thomas Ricketts Ellen Frances Comerford Christopher Robert Mace Gregory Raymond Tomlinson
Full name and title of company secretary	N/A

All entities – ASX contact details³

Full name and title of ASX contact(s)	David Mackrell – Group Chief Financial Officer Michael Drumm – Group General Counsel Josh Williams – Group Legal Counsel
Business address of ASX contact(s)	Level 3, Heartland House, 35 Teed Street, Newmarket, Auckland 1023, New Zealand
Business phone number of ASX contact(s)	+64 9 927 9561 +64 9 927 9136 +64 9 927 9003
Mobile phone number of ASX contact(s)	+64 21 311 911 +64 29 552 8721 +64 22 430 0311
Email address of ASX contact(s)	david.mackrell@heartland.co.nz michael.drumm@heartland.co.nz josh.williams@heartland.co.nz

All entities – auditor details

Full name of auditor	KPMG
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² If the entity applying for admission to the official list is a trust, enter the management details for the responsible entity of the trust.

³ Under Listing Rule 1.11 Condition 9, a listed entity must appoint a person responsible for communication with ASX. You can appoint more than one person to cater for situations where the primary nominated contact is not available.

All entities – registry details⁴

Name of securities registry	New Zealand Stock Exchange
Address of securities registry	Level 7, Zurich House, 21 Queen Street, Auckland 1010, New Zealand (NZX Auckland office)
Phone number of securities registry	+64 9 368 1375
Fax number of securities registry	+64 9 379 0644
Email address of securities registry	info@nzx.com
Type of subregisters the entity will operate ⁵	CHESS
If the entity has or intends to have a certificated subregister for quoted securities, the location of the Australian subregister	N/A

All entities – key dates

Annual balance date	30 June each year
Month in which annual meeting is usually held (or intended to be held) ⁶	September
Months in which dividends or distributions are usually paid (or are intended to be paid)	Historically April and September

Part 2 – Checklist Confirming Compliance with Admission Requirements

Instructions: please indicate in the "Location/Confirmation" column for each item below where the information or document referred to in that item is to be found (eg in the case of information, the specific page reference in the entity's most recent annual report or any subsequent interim report where that information is located or, in the case of a document, the folder tab number where that document is located). If the item asks for confirmation of a matter, you may simply enter "Confirmed" in the "Location/Confirmation" column. If an item is not applicable, please mark it as "N/A".

In this regard, it will greatly assist ASX and speed up its review of the application if the various documents referred to in this Checklist (other than the 25 copies of the entity's most recent annual report and any subsequent interim report referred to in item 5) are provided in a folder separated by numbered tabs.

Note that completion of this Checklist is not to be taken to represent that the entity is necessarily in full or substantial compliance with the ASX Listing Rules or that ASX will admit the entity to its official list. Admission to the official list is in ASX's absolute discretion and ASX may refuse admission without giving any reasons (see Listing Rule 1.19).

All entities – key supporting documents

Nº	Item	Location/Confirmation
1.	A copy of the entity's certificate of incorporation, certificate of registration or other evidence of status (including any change of name)	See Annexure B

⁴ If the entity has different registries for different classes of securities, please indicate clearly which registry details apply to which class of securities.

⁵ Example: CHESS and issuer sponsored subregisters.

⁶ May not apply to some trusts.

Nº Item	Location/Confirmation
2. A copy of the entity's constitution	See Annexure C
3. Confirmation that the entity is subject to, and complies with, the listing rules (or their equivalent) of its overseas home exchange (Listing Rule 1.11 Conditions 2 and 3)	Confirmed
4. Details of any waiver or all or part of any listing rule (or the equivalent) provided by home exchange that will be in effect upon admission (Listing Rule 1.11 Condition 4) ⁷	See Annexure D
5. 25 copies of the entity's most recent annual report and any subsequent interim report	See attached
6. Original executed ASX Online agreement confirming that documents may be given to ASX and authenticated electronically (Listing Rule 1.11 Condition 10) ⁸	See Annexure A
7. A specimen certificate/holding statement for each class of securities to be quoted or a specimen holding statement for CDIs (as applicable)	See Annexure E
8. Please either enter "Confirmed" in the column to the right to confirm that the entity has not previously applied for, and been refused or withdrawn its application for, admission to the official list of another securities exchange, or attach a statement explaining the circumstances and state the location of that statement	Confirmed
9. Payment for the initial listing fee. ⁹	Calculated by reference to the closing price of HBL on the NZX on the day before quotation

All entities – capital structure

10. A table showing the existing and proposed capital structure of the entity, broken down as follows: (a) the number and class of each equity security and each debt security currently on issue; and (b) the number and class of each equity security and each debt security proposed to be issued between the date of this application and the date the entity is admitted to the official list; and (c) the resulting total number of each class of equity security and debt security proposed to be on issue at the date the entity is admitted to the official list. Note: This applies whether the securities are quoted or not. If the entity is proposing to issue a minimum, maximum or oversubscription number of securities, the table should be presented to disclose each scenario.	(a) 1 Ordinary Redeemable Share (b) 565, 249, 869 (c) 565, 249, 869
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⁷ ASX may require details of waivers to be released to the market (see the note to Listing Rule 1.11 Condition 4).

⁸ An electronic copy of the *ASX Online Agreement* is available from the ASX Compliance Downloads page on ASX's website.

⁹ See Guidance Notes 15 and 15A for the fees payable on the application. Payment can be made either by cheque made payable to ASX Operations Pty Ltd or by electronic funds transfer to the following account:

Bank: National Australia Bank
Account Name: ASX Operations Pty Ltd
BSB: 082 057
A/C: 494728375
Swift Code (Overseas Customers): NATAAU3202S

If payment is made by electronic funds transfer, please email your remittance advice to ar@asx.com.au or fax it to (612) 9227-0553, describing the payment as the "initial listing fee" and including the name of the entity applying for admission, the ASX home branch where the entity has lodged its application (ie Sydney, Melbourne or Perth) and the amount paid.

Nº Item	Location/Confirmation
<p>11. For each class of securities referred to in the table mentioned in item 10, the terms applicable to those securities</p> <p>Note: This applies whether the securities are quoted or not.</p> <p>For equity securities (other than options to acquire unissued securities or convertible debt securities), this should state whether they are fully paid or partly paid; if they are partly paid, the amount paid up and the amount owing per security; voting rights; rights to dividends or distributions; and conversion terms (if applicable).</p> <p>For options to acquire unissued securities, this should state the number outstanding, exercise prices and expiry dates</p> <p>For debt securities or convertible debt securities, this should state their nominal or face value; rate of interest; dates of payment of interest; date and terms of redemption; and conversion terms (if applicable).</p>	<p>(a) The 1 Ordinary Redeemable Share is fully paid and:</p> <ul style="list-style-type: none"> - has one vote for the purposes of meetings or resolutions of shareholders; - will be automatically redeemed for \$1 on the date on which the Company becomes listed, and has its Shares accepted for quotation, on the main board of the equity security market operated by NZX Limited, or otherwise as determined by the Board; and - does not confer on the holder the right to participate in any dividend or in the distribution of the surplus assets of the Company or any liquidation or other wind up. <p>(b) Fully paid ordinary shares listed on the NZX Main Board and ASX</p> <p>(c) Fully paid ordinary shares listed on the NZX Main Board and ASX</p>

All entities – other information

12. A brief history of the entity	See Annexure F page 2.
13. Details of the entity's existing activities and level of operations	Following a Court approved scheme of arrangement under Part 15 of the New Zealand Companies Act, the Company (Heartland Group Holdings Limited) will become the parent company for the Heartland group of companies and oversee the New Zealand and Australian businesses of the group. The New Zealand business is carried on by Heartland Bank Limited, which is a registered bank in New Zealand offering a range of banking products. The group's primary business in Australia is its reverse mortgage business under the brand name "Heartland Seniors Finance".
14. Confirmation that there is no information not already disclosed to the entity's home exchange that should have been disclosed under the rules of that exchange	Confirmed

Entities that are trusts

15. Please enter "Confirmed" in the column to the right to indicate that no-one is under an obligation to buy-back units in the trust or to allow a security holder to withdraw from the trust (Listing Rule 1.11 Condition 8(c))	N/A
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Entities that do not have a primary listing on NZX Main Board

16. A completed Appendix 1C Information Form and Checklist Annexure I (Entities that do not have a Primary Listing on the NZX Main Board) ¹⁰	N/A
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¹⁰ An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.

Nº Item

Location/Confirmation

Entities that have a primary listing on NZX Main Board

17. A completed Appendix 1C Information Form and Checklist Annexure II
(Entities that have a Primary Listing on the NZX Main Board)¹¹

See Annexure II

Further documents to be provided before admission to the official list

Please note that in addition to the information and documents mentioned above, an entity may be required to provide additional information to ASX under Listing Rule 1.17.

¹¹ An electronic copy of this Appendix is available from the ASX Compliance Downloads page on ASX's website.