Heartland BancCorp | Parent Company of Heartland Bank 2017 ANNUAL REPORT Heartland.Bank HEARTLAND BANK "Where Banking Feels Good!"

# ANNUAL REPORT 2017

Published April 4, 2018 Heartland BancCorp

- 2017 Year in Review Here We Grow Again!
- Performance & Excellence
  Another Year of Achievement
- Partnerships & Relationships
  Opening the Doors
- Caring for Our Communities
  Investing in the Future
- Leadership & Teamwork
  Senior Management & Directors
- 1 2 | Looking to the Future A Timeline for Coming Home



# Dear Valued Shareholder,

April 4, 2018

I am pleased to report another banner year for Heartland BancCorp, fueled by its wholly owned subsidiary, Heartland Bank. Heartland improved its standing as one of America's top performing community banks by moving up the American Banker Top 200 Publicly Traded Community Banks chart 20 positions from #77 to #57, based on 3-year average return on equity. The Ohio economy remains strong and consolidation trends in the banking industry continue to provide tailwinds for those who remain. We consistently enhance our franchise by implementing innovative strategies, expanding our markets to serve more communities, and investing in our team. Needless to say, we're performing well because all hands are on deck, collectively elevating HLAN to new heights each year. We are growing the franchise and embracing who we are as a company, while providing significant shareholder value and community support.

The Tax Cuts and Jobs Act of 2017 is by far the largest boost to the business sector in the last 35 years. Coupled with the Administration's pro-business and regulatory pullback, we have not seen more fertile ground for business since the modern-day inception of Heartland Bank in 1988. Entwined within our results for 2017 are some required balance sheet adjustments that took our \$9.4 million net profit down to \$8.9 million for the year. However, these short-term marks will allow our effective tax rate to be lowered from 28% to 18% in the coming years. This lower tax rate affords us the opportunity to build capital via retained earnings, avoiding shareholder dilution, and to fund our investment in future growth, thus allowing us to increase dividends as we did at year-end 2017 with a 10% increase. The passage of Senate Bill 2155 into law will provide substantial regulatory relief to community banks. The impact should reduce regulatory burden allowing us to reallocate employee time and empowering the nation's community banks to support our communities instead of reporting needless information to Washington, ultimately removing roadblocks to economic expansion. The combination of these two events will be very positive for business and for your community bank.

The Ohio economy, specifically the Central Ohio region, is on solid footing, leading in job growth, property appreciation, and business expansion. Unemployment in Central Ohio averages 3.9%, home values have increased by over 6%, and business investment has been steady. This combination has led to a decline in troubled loans, and at year-end 2017, your community bank had their lowest delinquency in the last decade as credit quality and underwriting remained strong. These conditions create a desirable market for outsiders and for built-to-sell banks to get their payday. Clients are now very aware of whether their decision makers are local, and they are weary of dealing with those out-of-town players, which has further positioned Heartland as Central Ohio's Community Bank.

While the balance sheet increased 15% and pre-tax profits grew 16% during 2017, we continue to expand and diversify our internal business model to grow lines of business and non-interest income. In 2017, we welcomed Jessica McNamee, CFP, to our team to lead and retool our wealth management business. Shifting the focus to holistic financial planning from a traditional investment management model allows us to assess the needs of each client, thus selecting the right tools to execute their individual plan, much like we do in our commercial lending division. We rebranded the division, "Heartland Planning Associates," and Jessica, together with her team, has begun executing this customer centric strategy, making Heartland a leader among community banks in shifting this model. I encourage you to see what they have to offer, as it has been very warmly received by our clientele. In addition, we created a loan syndication unit managed by Stuart Schloss, a longtime Heartland Banker who developed as a commercial banker here, at Heartland. Stuart works participations across the Midwest with our sister banks, enabling Heartland to originate and manage lending relationships exceeding \$30 million. We also expanded our Agricultural business team, with two new Agribusiness bankers, allowing us to cover the entire state of Ohio.

Our community presence increased in 2017 as we expanded to the community of Clintonville. Surrounded by Columbus, Clintonville has its own identity and unique heritage. Culturally rich, socio-economically diverse, and filled with small businesses, this is a perfect fit for a true community bank to prosper, and we have been welcomed with open arms. We also purchased a prominent corner in Upper Arlington at Lane Avenue and Northwest Boulevard to enter one of Columbus's most prestigious communities. This location is expected to be open in early 2019 with Heartland Planning Associates to be located on the second floor. We are excited to be part of the Whitehall community with the opening of our new Whitehall branch and Corporate Center in early 2018. My message to you, the shareholder, is that we, at Heartland, have the ability and scope to grow our geographic franchise while continuing to deliver strong financial results, which speaks volumes of the team working for you.

We broadened our marketing presence in 2017 with the addition of our new .BANK website and sponsorship of Ohio State Athletics. The new website, www.Heartland.Bank, contains the latest web technology, enhances the online banking and credit card login experience, and serves up a new look and feel which is completely compatible with mobile browsers. As an earlier adopter of .BANK, we believe the security enhancements and extra phishing protections were worth the move to protect you, our clients, from cyber threats. Our partnership with The Ohio State University is one of our largest endeavors to date and provides maximum exposure in our market. The interaction with the college, on-air advertising, and in-stadium/arena exposure has been tremendous. This partnership is opening many doors for Heartland as we begin serving middle market companies with \$30 million or more in top-line revenue.

We continue to invest in our most important portfolio, the people portfolio, because happy associates equate to happy clients. In this effort, we have made several benefit enhancements. First, we modernized our vacation and sick policy to a Paid Time Off (PTO) platform, allowing our associates the freedom to manage their available time as needed. We also increased our contribution to each associate's HSA (Health Savings account) by 35%, while driving down health insurance premiums by 9% as we implemented ongoing wellness initiatives. Our HR department, under the direction of Alissa Schierberl, now has 25% of our associates on a career path program with the goal of 40% by 2018. Finally, in December 2017, we established a new Support Staff Incentive. These hard-working associates are not eligible for sales incentives; however, they are the force behind the scenes that makes Heartland great. Without them, we would not be able to achieve the high performing results that set us apart from the competition. This benefit was approved and implemented before passage of the Tax Cuts and Jobs Act, as your board felt it was the right thing to do. To assist with recruiting qualified candidates, we partnered with Columbus State Community College to create a Banking Certificate program. Students receiving this state licensed certificate, will enter the workforce with some of the most important knowledge and skills for the banking profession, such as negotiation, customer service, business ethics, and foundational principles of banking. Heartland has long been known for growing community bankers, and this new partnership will help the banking industry for years to come.

I am excited for this opportunity to share the wonderful things that are happening at your community bank. The collective efforts and comradery of our associates, the hard work of your senior management team and the leadership of your board of directors have all been leveraged by our consistent behavior and reputation in the marketplace. Focusing on those that treasure value, seek a relationship with their bank, and want to support the local economy has proven to be a winning strategy. Thank you for your continued investment, support, and referrals as we continue to leverage your capital to create shareholder value and help our local communities prosper.

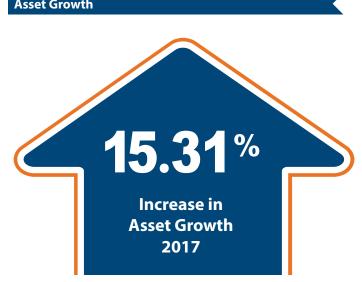
Sincerely,

G. Scott McComb
Chairman, President and CEO

( ) South Me Come

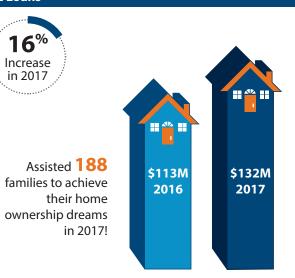
# **Here We Grow Again!**





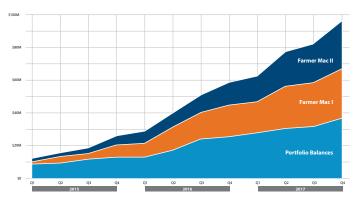
# **Asset Growth**

# R/E Loans 16% Increase in 2017



# **Agribusiness Growth**

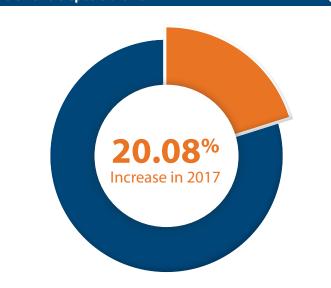
\$96.7M Total Managed Ag Portfolio



# **Commercial Loan Growth**



### **Demand Deposit Growth**



# Our People





\$5.06M Asset Per Full Time Employee



# **Rankings & Honors**



**Columbus CEO Magazine** Best Commercial Mortgage Lender



**U.S. Small Business Administration** Ranked #11 in 7a Loan Amounts with 26 loans totaling \$4,345,200 through fiscal year end date 09/30/17



**American Banker Magazine** 

Ranked 57 on Top 200 Community Banks & Thrifts list, May 2017



**Bauer Financial Highest Rating** 

for financial strength & security

**Columbus Dispatch** Best of CBus Top Picks 2017



Nominee for Best Bank

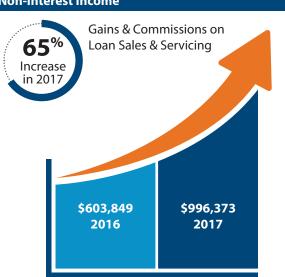


**U.S. Department of Agriculture** Awarded the Preferred Lending Partner designation by the Farm Service Agency

## **Stock Performance**



# **Non-Interest Income**



# **Location Growth**





**PERFORMANCE & EXCELLENCE** Heartland BancCorp - ANNUAL REPORT 2017

# **Another Year of Achievement**

Solid, consistent and exceptional – these words accurately depict the financial performance of Heartland BancCorp throughout its 29-year history, as supported by compounded annual growth rates of 10% in shareholders' equity and 12.7% in net income for the 29-year period. 2017 marked another year of solid, consistent and exceptional financial performance for Heartland BancCorp, representing the most profitable year in history. Net income for 2017 was impacted by a one-time write-down of deferred tax assets and liabilities, which resulted in additional tax expense of \$541,000 or \$0.29 per diluted share, due to enactment of the Tax Cuts and Jobs Act on December 22, 2017. Following this one-time expense, net income increased 11% to \$8.9 million or \$5.43 per diluted share, compared to earnings of \$8.0 million, or \$4.97 per diluted share, in 2016. Pretax net income increased 16% to \$13.0 million, compared to \$11.1 million in 2016. Return on average assets and equity were 1.05% and 11.82% respectively for the year, including the one-time tax expense, and compare to 1.05% and 11.49% for 2016. Operating results were driven by an increase in loan sales and servicing revenue from agricultural loans and residential mortgages, up \$393 thousand or 65% compared to 2016. A 14% growth in loan balances and 20% growth in demand deposit balances helped drive a \$3.3 million, or 12% increase in net interest income. A favorable shift in earning asset mix, producing higher loans-to-deposits, resulted in net interest margin expansion to 4.00% for 2017 compared to 3.94% in 2016. Loan loss provision expense increased \$450 thousand to \$1.095 million compared to \$645 thousand in 2016. Finally, Heartland's efficiency ratio of 60.66% for 2017, includes the company's continued investment in talent acquisition and branch expansion to support solid, consistent growth and exceptional financial performance. Heartland BancCorp's performance reflects the strength and commitment of our board of directors, as well as the caliber of the Heartland team.



Net interest income, before provision for loan loss, for 2017 was \$31.0 million, up 12% or \$3.3 million compared to 2016. Interest income of \$36.0 million for 2017 increased \$4.1 million or 13%, and interest expense on deposits and borrowings increased \$851 thousand or 21% compared to 2016. Although loan quality improved in 2017 and the economy continues to expand, continued strong loan growth led management to record a provision for loan loss of \$1.095 million in 2017. With net loan charge-offs of \$569 thousand, this resulted in an increase of \$526 thousand to the allowance for loan loss, which ended the year at \$6.2 million. The allowance as a percent of loans outstanding was .88% at the end of 2017 representing a decline from .91% at the end of 2016. Net interest income after provision for loan loss was \$29.9 million in 2017, up \$2.8 million or 10% compared to

Non-Interest income increased \$1.1 million or 31% to \$4.7 million in 2017, compared to \$3.6 million for 2016. Life insurance proceeds totaling \$301 thousand contributed to higher 2017 non-interest income. Excluding the life insurance proceeds, non-interest income for 2017 expanded \$801 thousand or 23% over prior year, exceeding the 3-year compounded annual growth in net income of 11.37% by 198%. The exceptional year-over-year increase is primarily due to higher gains and commissions on sales and servicing revenue of agriculture and residential mortgage loans, which increased by \$392 thousand or 65%. Additionally, income from Heartland Planning Associates increased \$84 thousand or 33% to \$340 thousand, compared to \$256 thousand in 2016.

Non-Interest expense was \$21.6 million for 2017, up \$2.1 million or 11% over 2016. Total salary and employee benefit expense increased \$1.5 million or 13% in 2017. The higher employee cost was due to Heartland's continued investment in the future, with increased staff for the new Clintonville branch and expansion of the team to position the company for future growth, along with higher employee and incentive costs supporting strong 2017 growth. Heartland's investment in technology and branch expansion resulted in occupancy and equipment expense of \$2.4 million in 2017, an increase of \$287 thousand or 14%.



# **Financial Condition**

Total assets increased \$119.6 million, or 15%, to \$900.9 million at December 31, 2017, compared to \$781.3 million in 2016. Net loans outstanding increased to \$703.5 million, up \$85.7 million or 14% compared to net loans of \$617.9 million at the end of 2016. Total commercial loans (excluding agriculture) increased \$54 million, up 12% at December 31, 2017, of which commercial (non-real estate) loans grew 3% to \$57.0 million, and commercial real estate loans increased 14% to \$435.3 million. Due to the continued focus on Agricultural lending, net Agricultural loan balances grew 43% to \$36.6 million at December 31, 2017. Retail loans outstanding totaled \$180.8 million, an increase of 13% over 2016, with residential real estate loans up 16% to \$131.8 million. Asset quality reached unparalleled levels in 2017, with non-performing assets declining to .21% of total assets, down from .59% at December 31, 2016.

Heartland funds earning asset growth through its deposit relationships. Total deposits at December 31, 2017, were \$776.8 million, up 17% from \$664.6 million at December 31, 2016. A key element of Heartland's deposit strategy is to focus on growing commercial and retail transaction accounts. This strategy is evidenced by the \$32.6 million or 20% growth in non-interest demand deposit accounts during 2017.



# **Shareholders Equity**

Total shareholders' equity remained strong, growing 10% to \$78.5 million in 2017. Based upon shares outstanding, the book value of shareholders' equity increased 8% from \$45.10 at year-end 2016 to \$48.77 per share at December 31, 2017. Among the financial strengths of Heartland BancCorp is its capital position, which exceeds regulatory guidelines for a "well-capitalized" institution. Tier 1 leverage, common equity Tier 1, Tier 1 risk-based, and total risk-based capital ratios were 8.70%, 10.80%, 10.80%, and 12.40% respectively as of December 31, 2017. Regulatory requirements, for a "well-capitalized" bank, are 5%, 6.5%, 8%, and 10% respectively for these measurements. In 2017, Heartland BancCorp paid a dividend of \$1.72 per share, representing a yield of 2.24% on the weighted average market price of \$76.82 per share for 2017. Dividends paid resulted in a payout ratio of 30.17% for 2017. The market value of Heartland BancCorp shares increased 29% to \$82.60 per share at December 31, 2017.

# Heartland BancCorp

### **CONSOLIDATED BALANCE SHEETS**

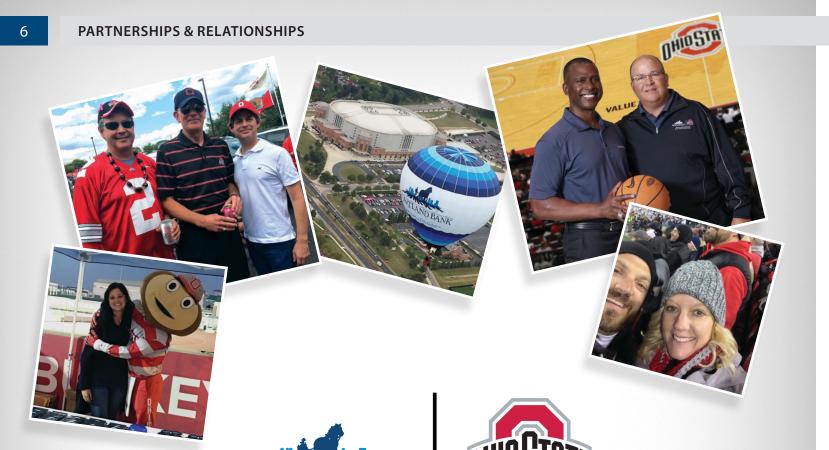
December 31, 2017 and 2016

Assets	2017	2016
Cash and cash equivalents	\$ 27,933,990	\$ 21,360,328
Interest bearing time deposits	250,000	-
Available-for-sale securities	117,226,637	103,040,574
Held-to-maturity securities, fair value of \$4,739,626 and \$5,771,601 at December 31, 2017 and 2016, respectively	4,672,941	5,570,879
Loans, net of allowance for loan losses of \$6,224,947 and \$5,698,631 at December 31, 2017 and 2016, respectively	703,542,094	617,861,089
Premises and equipment	24,686,510	14,055,450
Nonmarketable equity securities	2,830,339	2,825,439
Foreclosed assets held for sale	40,000	400,000
Interest receivable	3,113,862	2,240,709
Goodwill	417,353	417,353
Deferred income taxes	804,622	2,557,509
Life insurance assets	12,970,166	9,531,991
Other	2,446,388	1,441,033
Total assets	\$900,934,902	\$781,302,354
Liabilities and Shareholders' Equity Liabilities Deposits		
Demand	\$195,365,474	\$162,690,185
Savings, NOW and money market	293,381,666	223,817,354
Time	288,058,814	278,166,617
Total deposits	776,805,954	664,674,156
Short-term borrowings	24,664,767	24,456,241
Long-term debt	15,460,000	15,460,000
Interest payable and other liabilities	5,447,731	5,311,789
Total liabilities	822,378,452	709,902,186
Shareholders' Equity Common stock, without par value; authorized		
5,000,000 shares; issued 2017 - 1,610,628		
shares, 2016 - 1,583,228 shares	25,107,771	24,595,195
Retained earnings	53,667,333	47,545,465
Accumulated other comprehensive loss	(218,654)	(740,492)
Total shareholders' equity	78,556,450	71,400,168
Total liabilities and shareholders' equity	\$900,934,902	\$781,302,354
Book value per share	\$ 48.77	\$ 45.10

### CONSOLIDATED STATEMENTS OF INCOME

Years Ended December 31, 2017 and 2016

Securities         Taxable         1,622,856         1,604,436           Tax-exempt         1,615,048         1,635,314           Other         244,582         137,738           Total interest income         35,980,309         31,855,692           Interest Expense         4,439,839         3,702,300           Borrowings         508,751         394,985           Total interest expense         4,948,590         4,097,285           Net Interest Income         31,031,719         27,758,407           Provision for Loan Losses         1,095,000         645,000           Net Interest Income         29,936,719         27,113,407           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         197,711           Net realized gain on sales of foreclosed assets         139,497         197,711           Gain on redemption of life insurance proceeds         101,278         197,711           Increase in cash value of life insurance proceeds         101,278         11,413,273           Increase in cash value of life insurance proceeds         12,876,116         11,413,273	Interest Income	2017	2016
Taxable         1,622,856         1,604,436           Tax-exempt         1,615,048         1,635,314           Other         244,582         137,738           Total interest income         35,980,309         31,855,692           Interest Expense         4,439,839         3,702,300           Borrowings         508,751         394,985           Total interest expense         4,948,590         4,097,285           Net Interest Income         31,031,719         27,758,407           Provision for Loan Losses         1,095,000         645,000           Net Interest Income         29,936,719         27,113,407           Noninterest Income         Service charges         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of foreclosed assets         139,497         104,4225           Net realized gain on sales of foreclosed assets         139,497         104,4225           Increase in cash value of life insurance proceeds         101,278         197,711           Other         757,316         541,144           Total noninterest income         440,003         272,863           Other         757,316         541,144	Loans	\$ 32,497,823	\$ 28,478,204
Tax-exempt         1,615,048         1,635,314           Other         244,582         137,733           Total interest income         35,980,309         31,855,693           Interest Expense         4,439,839         3,702,300           Borrowings         508,751         394,988           Total interest expense         4,948,590         4,097,288           Net Interest Income         31,031,719         27,758,407           Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         5ervice charges         2,022,264         1,944,229           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         10           Gain on redemption of life insurance proceeds         11,278         10           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,144           Total noninterest income         12,876,116         11,413,273           Net occupanc	Securities		
Other         244,582         137,733           Total interest income         35,980,309         31,855,692           Interest Expense         4,439,839         3,702,300           Borrowings         508,751         394,985           Total interest expense         4,948,590         4,097,285           Net Interest Income         31,031,719         27,758,400           Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         2         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         2           Gain on redemption of life insurance proceeds         301,278         31,278           Increase in cash value of life insurance proceeds         130,278         541,140           Other         757,316         541,140           Total noninterest income         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,593	Taxable	1,622,856	1,604,436
Other         244,582         137,733           Total interest income         35,980,309         31,855,692           Interest Expense         4,439,839         3,702,300           Borrowings         508,751         394,985           Total interest expense         4,948,590         4,097,285           Net Interest Income         31,031,719         27,758,400           Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         2         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         2           Gain on redemption of life insurance proceeds         301,278         31,278           Increase in cash value of life insurance proceeds         130,278         541,140           Other         757,316         541,140           Total noninterest income         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,593	Tax-exempt	1,615,048	1,635,314
Deposits	·		
Deposits         4,439,839         3,702,300           Borrowings         508,751         394,985           Total interest expense         4,948,590         4,097,285           Net Interest Income         31,031,719         27,758,400           Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         Service charges         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         2           Gain on redemption of life insurance proceeds         11,278         3           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,140           Total noninterest income         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553	Total interest income	35,980,309	31,855,692
Deposits         4,439,839         3,702,300           Borrowings         508,751         394,985           Total interest expense         4,948,590         4,097,285           Net Interest Income         31,031,719         27,758,400           Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         Service charges         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         2           Gain on redemption of life insurance proceeds         11,278         3           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,140           Total noninterest income         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553	Interest Expense		
Borrowings         508,751         394,985           Total interest expense         4,948,590         4,097,285           Net Interest Income         31,031,719         27,758,407           Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         Service charges         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,713           Net realized gain on sales of foreclosed assets         139,497         130           Gain on redemption of life insurance proceeds         301,278         197,713           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,446           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553	Deposits	4,439,839	3,702,300
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Net Interest Income         31,031,719         27,758,407           Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         29,936,719         27,113,407           Noninterest Income         30,022,264         1,944,229           Net gains and commissions on loan sales and servicing         996,373         603,849           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         197,711           Net realized gain on sales of life insurance proceeds         301,278         197,711           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,146           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381	•		
Provision for Loan Losses         1,095,000         645,000           Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         29936,719         27,113,407           Service charges         2,022,264         1,944,229           Net gains and commissions on loan sales and servicing         996,373         603,849           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         197,711           Gain on redemption of life insurance proceeds         301,278         197,711           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,144         541,144           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         2         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,552           Marketing expense         675,767         563,381           Printing and office supplies         250,175	•		
Net Interest Income After Provision for Loan Losses         29,936,719         27,113,407           Noninterest Income         2,022,264         1,944,229           Service charges         2,022,264         1,944,229           Net gains and commissions on loan sales and servicing         996,373         603,849           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497			
Noninterest Income         29,936,719         27,113,407           Service charges         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497		1,093,000	043,000
Service charges         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497		29,936,719	27,113,407
Service charges         2,022,264         1,944,225           Net gains and commissions on loan sales and servicing         996,373         603,845           Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497	Noninterest Income		
loan sales and servicing   996,373   603,849     Net realized gain on sales of available-for-sale securities   6,128   197,713     Net realized gain on sales of foreclosed assets   139,497		2,022,264	1,944,229
Net realized gain on sales of available-for-sale securities         6,128         197,711           Net realized gain on sales of foreclosed assets         139,497         197,711           Gain on redemption of life insurance proceeds         301,278         272,863           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,140           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         2         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765 <td>Net gains and commissions on</td> <td></td> <td></td>	Net gains and commissions on		
available-for-sale securities         6,128         197,713           Net realized gain on sales of foreclosed assets         139,497         139,497           Gain on redemption of life insurance proceeds         301,278         272,863           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,140           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         2         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,785	_	996,373	603,849
Net realized gain on sales of foreclosed assets       139,497         Gain on redemption of life insurance proceeds       301,278         Increase in cash value of life insurance       440,003       272,863         Other       757,316       541,140         Total noninterest income       4,662,859       3,559,792         Noninterest Expense       12,876,116       11,413,273         Net occupancy and equipment expense       2,413,454       2,125,591         Data processing fees       1,271,395       1,120,524         Professional fees       696,566       681,553         Marketing expense       675,767       563,381         Printing and office supplies       250,175       255,321         State financial institution tax       565,828       531,002         FDIC Insurance premiums       355,000       368,000         Other       2,544,547       2,479,506         Total noninterest expense       21,648,848       19,538,151         Income Before Income Tax       12,950,730       11,135,048         Provision for Income Taxes       4,077,765       3,146,789         Net Income       \$ 8,872,965       \$ 7,988,259         Basic Earnings Per Share       \$ 5.56       \$ 5.08		6 128	107 711
Gain on redemption of life insurance         301,278           Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,140           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         3,559,792           Salaries and employee benefits         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$		-	197,711
Increase in cash value of life insurance         440,003         272,863           Other         757,316         541,140           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         3,559,792           Salaries and employee benefits         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,785           Net Income         \$ 8,872,965         \$ 7,988,255           Basic Earnings Per Share         \$ 5.56         \$ 5.08		-	
Other         757,316         541,140           Total noninterest income         4,662,859         3,559,792           Noninterest Expense         5alaries and employee benefits         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	•	-	272,863
Noninterest Expense           Salaries and employee benefits         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Other	-	541,140
Salaries and employee benefits         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Total noninterest income	4,662,859	3,559,792
Salaries and employee benefits         12,876,116         11,413,273           Net occupancy and equipment expense         2,413,454         2,125,591           Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Noninterest Expense		
Data processing fees         1,271,395         1,120,524           Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	•	12,876,116	11,413,273
Professional fees         696,566         681,553           Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,785           Net Income         \$ 8,872,965         \$ 7,988,255           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Net occupancy and equipment expense	2,413,454	2,125,591
Marketing expense         675,767         563,381           Printing and office supplies         250,175         255,321           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Data processing fees	1,271,395	1,120,524
Printing and office supplies         250,175         255,327           State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Professional fees	696,566	681,553
State financial institution tax         565,828         531,002           FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08		675,767	563,381
FDIC Insurance premiums         355,000         368,000           Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08		250,175	255,321
Other         2,544,547         2,479,506           Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08		· ·	531,002
Total noninterest expense         21,648,848         19,538,151           Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	•	,	
Income Before Income Tax         12,950,730         11,135,048           Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08			
Provision for Income Taxes         4,077,765         3,146,789           Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Total noninterest expense	21,648,848	19,538,151
Net Income         \$ 8,872,965         \$ 7,988,259           Basic Earnings Per Share         \$ 5.56         \$ 5.08	Income Before Income Tax	12,950,730	11,135,048
Net Income         \$ 8,872,965         \$ 7,988,255           Basic Earnings Per Share         \$ 5.56         \$ 5.08           Diluted Earnings Per Share         \$ 5.40         \$ 4.97	Provision for Income Taxes	4,077,765	3,146,789
Basic Earnings Per Share \$ 5.56 \$ 5.08 Diluted Earnings Per Share \$ 5.40		\$ 8,872,965	\$ 7,988,259
Diluted Earnings Per Share \$ 5.40 \$ 4.97	_	\$ 5.56	\$ 5.08
	Diluted Earnings Per Share	\$ 5.40	\$ 4.97



# PROUD SPONSOR OF OHIO STATE ATHLETICS

HEARTLAND BANK

2017 brought an exciting partnership for Heartland Bank as we became a proud sponsor of Ohio State Athletics. Tailgating, balloon flying and picture taking ruled on gameday Saturdays! Heartland also initiated a unique fundraising campaign called Touchdown for the Troops in a joint effort with the USO of Central and Southern Ohio.



# OSDC Bank of the Year OSDC Lender of the Year

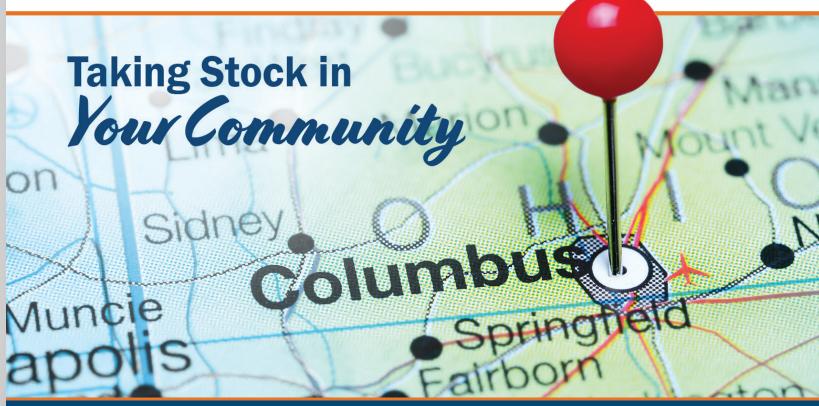


The Ohio Statewide Development Corporation (OSDC) awarded Heartland Bank with the OSDC Bank of the Year Award for 2017 at the Annual Meeting and Awards Luncheon, held on March 8, 2018, at The Boat House Restaurant.

The OSDC is a private, not-for-profit corporation founded in 1982 to provide financing to Ohio small businesses by acting as an agent or conduit for public financing programs. OSDC is a Certified Development Company (CDC) licensed by the U.S. Small Business Administration to provide low-cost, long-term SBA loans to eligible small businesses in Ohio. OSDC is also an Ohio 166 Regional Loan provider as designated by the Ohio Department of Development.

In addition to the Bank of the Year Award, VP Director of Commercial Banking Laurie Pfeiffer received the OSDC Lender of the Year Award.





Heartland BancCorp is currently quoted on the over-the-counter (OTC) Bulletin Board Service under the symbol HLAN.

To learn more about Heartland BancCorp shares, please visit ir. Heartland. Bank or call (614) 337-4600. You may also contact Heartland Planning Associates (614) 392-5303 or consult your financial advisor.

Statements made are a reflection of past performance of the bank and holding company and should not be considered a projection of future performance. Investments involve varying degrees of risk, including possible loss of principal. Funds held in corporate stock are not considered a deposit of the bank or bank holding company, not guaranteed by the bank or holding company and are not insured by the FDIC or any government agency and may lose value.

CARING FOR OUR COMMUNITIES

Heartland BancCorp - ANNUAL REPORT 2017





























# A Tradition of Giving | Donations to Local Charities

- Archie Griffin Scholarship Fund
- Big Brothers Big Sisters of Licking and Perry County
- Clintonville-Beechwold Resources Center
- · CD102.5 For The Kids
- Charity Newsies
- Croton Food Pantry
- Dublin Food Pantry
- Earl Bruce Foundation
- Gahanna Parks and RecreationGahanna Residents in Need (G.R.I.N.)
- Girl Scouts of Ohio's Heartland Council
- Grove City Food Pantry Emergency
- Services, Inc.

  Grove City Kid's Association
- Grow Licking County
- Highland Youth Garden
- Hilliard Food Pantry
- · Hurricane Harvey Relief Fund
- March of Dimes March for Babies

# Masonic Learning Centers for Children

- with DyslexiaMission Backpack
- Ohio 4-H Celebration of Youth
- · Ohio Farm Bureau
- PCMA Food Pantry of Pickerington
- Pelotonia
- Reynoldsburg Helping Hands Food Pantry
- Second Chance Humane Society
- Simon Kenton Council Boy Scouts
- · St. Matthew Catholic Church
- · Steps for Sarcoma
- · The Open Shelter
- · United Way of Central Ohio
- USO of Central and Southern Ohio
- Victory Ministries for Children's Outreach Program
- Westerville Area Resource Ministry (W.A.R.M.)

# **Sponsored Events**

- · All Ohio Balloon Fest
- · Feel Good Music Series at Notes
- Gahanna Creekside Blues & Jazz Festival
- · Grove City Arts in the Alley
- Hartford Fair
- Hilltop Bean Dinner
- Pickerington Economic Outlook
- · Picktown Palooza
- Reynoldsburg Tomato Festival
- Summer Jam at Westgate Park
- Westerville Music and Arts Festival
- · Whitehall Food Truck Festival

## **Associate Initiatives**

- 104.9 The River's Mission Backpack
- 20th Annual Heartland Bank Charity Golf Classic
- Johnstown Monroe's Searfoss Elementary School 4th Grade Financial Literacy
- 10th Annual Money Matters Free Financial Summit
- Tiney's Team Pelotonia ride for cancer research
- Silent Auction at Annual Holiday Party to benefit local food banks and non-profits
- Hurricane Harvey Relief Fund
- · United Way Donation Campaign

# 2017 at a Glance

### **New .BANK Website**

This new site provides a domain extension that allows Heartland Bank to forge a more trusted, verified, secure and easily identifiable internet position. Considered a "best practice," the .BANK environment is exclusive to the banking industry.

### **Heartland Planning Associates**

Heartland Investment Services became Heartland Planning Associates in November of 2017. Along with sharing a renewed commitment to our customers, the HPA team embraces their new identity as it more accurately describes their new skills.

### Clintonville

Opening on October 3, 2017, and located at 4476 North High Street, this branch offers easy access, a modern open space with comfortable alcoves, and a dog bowl at the front door welcoming our four-legged friends as they pass by on sidewalk strolls throughout the day. This 1950-square-foot location features the bank's new style of branch design, a drive-through lane, an auto-accessible ATM machine and a night depository.

### Certificate of Banking Fundamentals

Heartland Bank has partnered with Columbus State Community College and the Community Bankers Association of Ohio to create a Certificate of Banking Fundamentals program. This partnership is designed to train the next generation of community bankers.

LEADERSHIP & TEAMWORK

Heartland BancCorp - ANNUAL REPORT 2017

# **Our Senior Management Team**

Our Senior Management team represents what Heartland Bank is all about: people and the relationships we build as a community bank. Each member not only brings detailed insight, knowledge and expertise to Heartland Bank, but also a passion for helping our customers and communities plan, grow and succeed.



**G. Scott McComb**Chairman, President & CEO



**Carrie L. Almendinger** EVP, Chief Financial Officer



**Steven C. Hines**EVP, Chief Administrative
Officer (retired 12/31/17)



**Brian T. Mauntel** EVP, Chief Operating Officer



**Benjamin J. Babcanec** SVP, Head of Retail Administration



**David P. Curby** SVP, Mortgage Lending



Jennifer L. Eckert SVP, Compliance & Risk Management Officer, Corporate Secretary



**Ashley A. Trout**SVP, Director of
Distribution Strategies



Joseph A. Duffey
VP, Director of
Credit Administration



Jessica McNamee VP, Director of Financial Planning



Laurie Pfeiffer

VP, Director of

Commercial Banking



Alissa R. Schierberl

VP, Director of
Human Resources



**Tarne Tassniyom**VP, Director of
Information Technology



**Gretchen A. Hof**AVP, Director of
Marketing



# **Heartland BancCorp Directors**

William A. Dodson, Jr.

EVP/Community Relations Director Rhema Christian Center

Beverly J. Donaldson

President

Inns Management Group

Jay B. Eggspuehler, Esq.

Partner Isaac Wiles

Jodi L. Garrison

CPA, Partner

Hirth, Norris & Garrsion, LLP

David C. Kotary

Retired, Senior Vice President Marsh & McLennan Agency, LLC

**Cheryl Krueger** 

CEO

Life Support

G. Scott McComb

Chairman, President and CEO Heartland Bank

Robert C. Overs

Retired, EVP & COO

Technical Rubber Company, Inc.

Gary D. Paine

Owner

Pilot Freight Services

William J. Schottenstein

Principal

Arshot Investment Corporation

George R. Smith

Retired, EVP & CFO Heartland Bank

Richard A. Vincent

President & CEO

Osteopathic Heritage Foundation & Osteopathic Heritage Foundation of

Nelsonville

### **Heartland BancCorp Directors Emeriti**

I. Robert Amerine
American Apex Corporation

Jack J. Eggspuehler Aerosafe, Inc.

John R. Haines
John R. Haines Insurance Agency

Gerald K. McClain

The Jerry McClain Company, Inc.

Tiney M. McComb
Heartland BancCorp

**Cheryl C. Poulton** Tech International

**Arthur G.H. Bing, M.D.**Plastic & Reconstructive Surgeon

# **Heartland BancCorp Officers**

**G. Scott McComb** Chairman, President and CEO

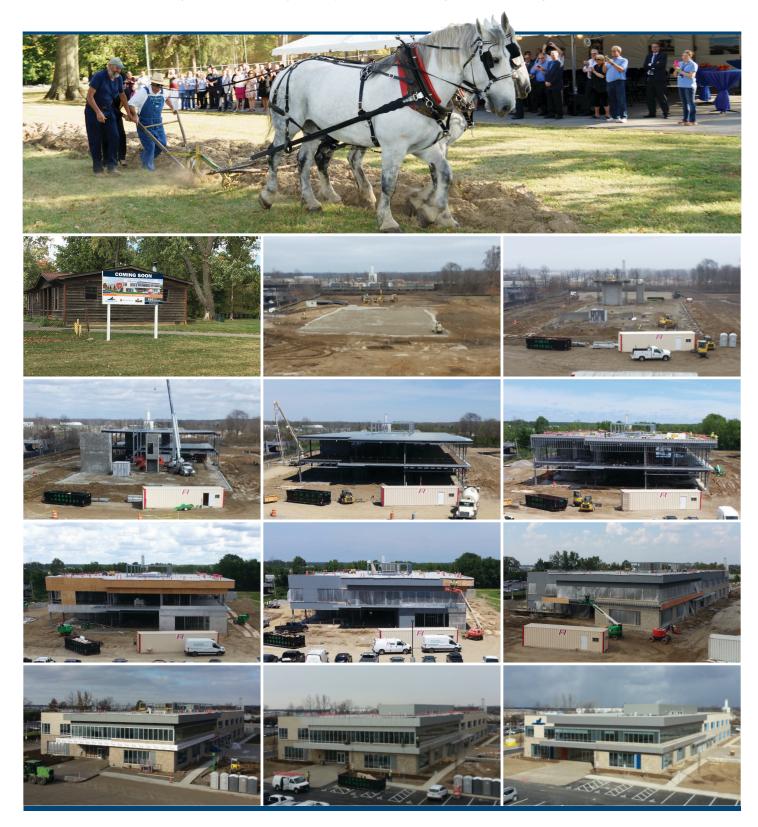
**Jay B. Eggspuehler, Esq.** Vice Chairman

**Jodi L. Garrison**Secretary

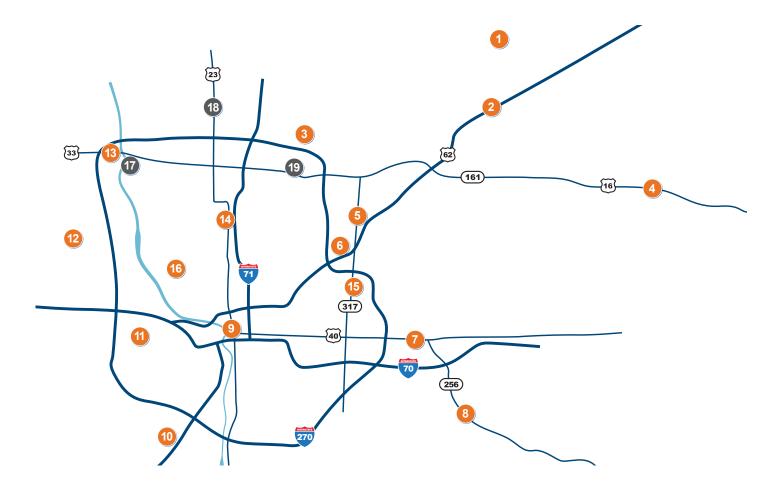
**Carrie L. Almendinger** Treasurer

# **A Timeline for Coming Home**

When space and efficiency are challenged, Heartland Bank answers with a bold and innovative state-of-the-art Corporate Center to anchor the strategic demands of the 21st century. Breaking ground with a horse and plow like his father, Scott McComb surrounded himself with his associates as he took the first ceremonial slice into what would become the Heartland Bank Corporate Center. The pictures below represent a very small pictorial diary of a project that was several years in the making.







# **CENTRAL OHIO FOOTPRINT**

1. Croton	740-893-2191
2. Johnstown	740-967-6500
3. Westerville	614-839-2265
4. Newark	740-349-7888
5. Gahanna	614-337-4605
6. Stygler Road	614-475-7024
7. Reynoldsburg	614-416-0400
8. Pickerington	614-321-4919

9.	Capitol Square	614-416-0244
10.	Grove City	614-875-1884
11.	Wilson Road	614-351-2100
12.	Hilliard	614-710-1640
13.	Dublin	614-798-8818
14.	Clintonville	614-745-0070
15.	Whitehall	614-416-4601
16.	Upper Arlington	Coming Soon!

- 17. Friendship Village of Dublin 614-923-0575
- 18. Worthington Christian Village 614-846-6076
- 19. Friendship Village of Columbus 614-394-8686

# **General Info**

Heartland BancCorp is a registered Ohio bank holding company and the parent of Heartland Bank, which operates fifteen full-service banking offices. Heartland Bank, founded in 1911, provides full service commercial, small business, and consumer banking services; alternative investment services and other financial products and services. Heartland Bank is a member of the Federal Reserve, a member of the FDIC and an Equal Housing Lender. Heartland BancCorp is currently quoted on the OTC markets (OTCQB) under the symbol HLAN.

430 North Hamilton Road