

OTHER MATERIAL INFORMATION

This document contains other information that is material to the Offer but which is not contained elsewhere in the limited disclosure document ("LDD") or the register entry. Capitalised terms used but not defined in this document have the meanings given to them in the LDD.

Contents

Section	Brief description	Page
Total estimated costs of Offer and issue	Sets out Heartland's total estimated costs for the Offer and issue of the Notes	1

Total estimated costs of Offer and issue

Heartland estimates that the total costs it will incur in connection with the Offer and issue of the Notes will be NZ\$2,362,011 (excluding GST). This includes syndicate fees, credit rating fees, legal fees, registry, distribution and promotion expenses and any other fees or expenses that Heartland expects to incur in connection with the Offer.

The amount of the fees payable by Heartland in connection with the Offer in respect of syndicate fees, credit rating fees and NZX quotation fees (together the "**Offer Fees**") will vary depending on the amount raised under the Offer. Heartland estimates that the total of the Offer Fees it will pay will be NZ\$2,062,011 (excluding GST) (assuming NZ\$125 million of Notes are issued under the Offer). Most of the Offer Fees will be payable to the Arranger to be distributed as applicable to the Joint Lead Managers and other intermediaries. These fees are payable for providing advice and assistance to Heartland in connection with the arranging, managing and marketing of the Offer and the distribution of the Notes. The Offer Fees also include payments to Fitch for rating the Notes and to NZX for the quotation of the Notes.