

NZX/ASX release
17 June 2026

Heartland Special Shareholder Meeting date

Heartland Group Holdings Limited (**Heartland**) (NZX/ASX: **HGH**) today provides an update on the Special Shareholder Meeting required in relation to its proposal to acquire from Toi Foundation all TSB Bank Limited (**TSB**) shares on issue, and subsequently merge Heartland Bank Limited (**Heartland Bank**) and TSB to create TSB Heartland Bank Limited.

See Heartland's announcement dated 2 June 2026 for more information about the proposed transaction.

Heartland Special Shareholder Meeting date

Subject to satisfaction of the Toi Foundation trustee approval condition, Heartland intends to hold a Special Shareholder Meeting to vote on the proposed transaction on Monday 31 August 2026. The Special Shareholder Meeting will be held online and in-person in Auckland, New Zealand, commencing at 2.00pm NZST.

More information relating to the meeting and the matters to be approved by Heartland shareholders will be advised in the Notice of Meeting to be sent to all Heartland shareholders and available at heartlandgroup.info.nz in due course.

Director nominations

Shareholders entitled to attend and vote at the Special Shareholder Meeting can nominate directors for election. Nominations should be accompanied by written consent from the person being nominated.

For the purposes of NZX Listing Rule 2.3.2, Heartland advises that the closing date for director nominations to be considered at the Special Shareholder Meeting is Monday 6 July 2026.

Any nominations should be sent to Heartland at PO Box 9919, Newmarket, Auckland 1149, for the attention of the Chief Legal Officer, and must be received by 5.00pm (NZST) on Monday 6 July 2026.

– ENDS –

The person who authorised this announcement:

Andrew Dixson, Chief Executive Officer

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About Heartland

Heartland is an Australasian financial services group providing specialist banking products to New Zealanders and Australians. Heartland is listed on the New Zealand and Australian stock exchanges under the HGH ticker (NZX/ASX: HGH). Through its various predecessors, Heartland has a long history in financial services, stretching back to Ashburton, New Zealand in 1875.

Today, Heartland is the listed holding company for two banks – [Heartland Bank](#) in New Zealand and [Heartland Bank Australia](#). Each bank is focused on providing specialist banking products to enable better lives for New Zealanders and Australians. In both countries, these products include Reverse Mortgages, Livestock Finance, and Savings and Deposits. In New Zealand, Heartland Bank also offers Motor Finance and Asset Finance.

Heartland's role as the listed parent company is to ensure capital is allocated to the parts of its business which generate strong returns, and to set the strategy and risk appetite within which the group operates. This enables Heartland to maximise shareholder returns and for each bank to enhance the value it offers customers by helping more New Zealanders and Australians with their specialist banking needs.

More: heartlandgroup.info