



HEARTLAND FINANCIAL USA, INC.
Annual Meeting of Stockholders
Virtual-Only
June 15, 2022

RULES OF CONDUCT OF MEETING

Welcome to the Heartland Financial USA, Inc. 2022 Annual Meeting of Stockholders (the “Annual Meeting”). In the interest of a productive and orderly meeting, we ask for your cooperation in observing the following rules and procedures:

1. The only business matters to be conducted at the Annual Meeting are:
 - a. The matters set forth in the 2022 Notice of Annual Meeting of Stockholders and Proxy Statement dated April 29, 2022; and
 - b. Shareholder proposals that were previously submitted properly under SEC Rule 14A-8 or in accordance with the Company’s advance notice Bylaw provisions (“Qualified Shareholder Proposals”).
2. The Agenda sets forth the order in which matters will be presented at the Annual Meeting. When an item on the Agenda is before the Annual Meeting for consideration, discussion should be confined to that item.
3. Only stockholders as of the close of business on the record date of April 18, 2022, or their duly authorized proxies, are entitled to submit questions and vote at the Annual Meeting. Shareholders may vote until the polls close.
4. If you voted your shares prior to the start of the Annual Meeting, your vote has been received by the Company’s inspector of elections and there is no need to vote those shares during the Annual Meeting unless you wish to revoke or change your vote.
5. You may revoke or change your vote at any time during the Annual Meeting by logging into www.virtualshareholdermeeting.com/HTLF2022.
6. During the presentation of any Qualified Shareholder Proposal, each presenter will have **three** minutes to present the proposal. The presenters should restrict their comments to the Qualified Shareholder Proposal being presented.

7. An opportunity will be provided to ask questions during the question and answer session of the Annual Meeting. Questions may be submitted via the web portal and will be responded to prior to the close of voting. To give as many stockholders as possible the opportunity to ask questions, we ask that you please limit yourself to one question/topic.
 - a. If multiple questions raise the same topic or are otherwise related, we will provide a representative example question.
 - b. If a question violates these rules of conduct, it will not be summarized or answered.
 - c. If we run out of time for questions, your question or topic was not answered, and you provided your contact information when you joined the Annual Meeting, we will follow up with a response.
8. Questions from all stockholders are welcome. However, the purpose of the Annual Meeting will be observed, and we will not address questions that are:
 - a. irrelevant to meeting matters or the business of the Company;
 - b. related to material non-public information of the Company;
 - c. repetitious of statements made by other persons;
 - d. derogatory references to individuals or that are otherwise in bad taste;
 - e. related to personal grievances;
 - f. related to pending or threatened litigations or investigations;
 - g. related to personnel or staffing matters; or
 - h. a matter of individual concern that is not a matter of interest to stockholders generally, complaints about individual Company products, or suggestions for product and service innovations.

Additionally, the Chairman will not accept questions relating to proposals that were not Qualified Shareholder Proposals previously submitted properly under SEC Rule 14A-8 or in accordance with the Company's advance notice Bylaw provisions.

9. In the event of technical malfunction or other significant problem that disrupts the Annual Meeting, the Chair may adjourn, recess, or expedite the Annual Meeting, or take such other action that the Chair determines is appropriate considering the circumstances.
10. The Chair shall have the authority at any time, and from time to time, during the Annual Meeting to delegate the chairmanship of the Annual Meeting temporarily or for the balance of the Annual Meeting, to such alternates as the Chair deems appropriate.
11. If you have any technical difficulties with the Annual Meeting, you may request assistance immediately prior to the meeting at www.virtualshareholdermeeting.com/HTLF2022.

12. Recording of the 2022 Annual Meeting is prohibited. A webcast playback of the Annual Meeting will be available at www.virtualshareholdermeeting.com/HTLF2022 or ir.htlf.com.