

**HERITAGE BANK & TRUST
SHAREHOLDER REQUEST TO INSPECT AND COPY RECORDS**

CONFIDENTIALITY AGREEMENT

THIS CONFIDENTIALITY AGREEMENT (“Agreement”) made and entered into by _____ (“Shareholder”), on the one hand, and Heritage Bank & Trust (“Bank”), on the other, on this the ___ day of _____, 20_____.

1. Background, Purpose and Consideration. The undersigned Shareholder represents and warrants that he is a shareholder of record of the Bank as of the date of his request. The Bank agrees that the cost of copying any records, up to but not to exceed \$50.00, in response to this Shareholder Request shall be paid by the Bank if such Shareholder Request complies with the terms of this Agreement. The consideration for this Agreement consists of the parties’ respective covenants and agreements as set forth in this Agreement, which Agreement is intended by the parties to be a legally binding contract. Each of the Shareholder and Bank is a “party” and collectively they are the “parties” to this Agreement.

2. Shareholder Request Defined. For purposes of this Agreement, the term “Shareholder Request” shall mean any request by Shareholder for the copying and inspection of Bank records as provided for in Tenn. Code Ann. § 48-26-102(b)-(c).

3. Statement of Good Faith Proper Purpose. The undersigned Shareholder represents and warrants that the request is made for the good faith, proper purpose(s) required by law and stated by Shareholder below (the “Good Faith Proper Purpose”):

The Shareholder makes the statement of Good Faith Proper Purpose under oath.

4. Records Requested; Relation to Good Faith Proper Purpose. Please describe with reasonable particularity the records Shareholder desires to inspect and indicate how such records are directly connected with Shareholder’s Good Faith Proper Purpose:

The Shareholder makes the statement of Good Faith Proper Purpose under oath.

5. Shareholder Representative. If the Shareholder is acting through counsel (“Shareholder Representative”), such Shareholder Representative’s name, address and telephone number are as follows:

6. Acknowledgment that Bank Regards Records Are Proprietary, Confidential, and Contain Private Information. The undersigned Shareholder acknowledges that Bank regards its records as proprietary and confidential and that such records contain private information that is disclosed only to the limited extent consistent with the requirements of Tennessee law.

7. Agreement as Use of Bank Records and Agreement to Keep Bank Records Confidential. The undersigned Shareholder promises and agrees that he and his Shareholder Representative will use the records only in a lawful manner for the purposes stated in Section 3, and for no other purposes, and that he will keep the records confidential. The undersigned Shareholder further promises and agrees that he will not, and he will not suffer or permit, the records to be copied, distributed, or in any manner disseminated.

8. Notice of Responsibility, Etc. Because the Bank believes that most shareholders believe that the records are private information, by signing below the Shareholder acknowledges that the Bank intends to hold the undersigned Shareholder responsible for any breach of this Agreement. The undersigned Shareholder also acknowledges that the Bank intends that each shareholder of the Bank shall be a beneficiary of, and shall have the right to enforce and to seek damages, for the undersigned Shareholder's violations of this Agreement, if any.

Executed to be effective as of the date first above written.

SHAREHOLDER:

ENTITY SHAREHOLDER:

Shareholder Signature

By: _____
Authorized Signature of Entity Officer

Shareholder Name [Typed or Printed]

Name and Title [Typed or Printed]

SHAREHOLDER REPRESENTATIVE:

Representative Signature

Representative Name [Typed or Printed]

ACKNOWLEDGMENT AND OATH

STATE OF TENNESSEE)
COUNTY OF MAURY)

Personally appeared before me, _____, the Undersigned Notary Public for said State and County, _____, personally known to me or proved to me on the basis of satisfactory evidence, and who having been first duly sworn acknowledged under oath that the statement of Good Faith Proper Purpose specified in Section 3 above is true, accurate, and complete.

Notary Public

My Commission Expires: _____

Received By: HERITAGE BANK & TRUST

By: _____
Authorized Officer

Date of Receipt: _____