

Supplementary Product Disclosure Statement

dated 17 March 2015

to the

Multi-currency Cash Passport™ Prepaid MasterCard®

Currency Card Product Disclosure Statement

dated 1 November 2013

ABOUT THIS DOCUMENT

This document is a Supplementary Product Disclosure Statement (SPDS) issued by Heritage Bank Limited: ABN 32 087 652 024; AFSL/ACL 240 984 (the Issuer). This SPDS is a legal document and updates and amends the Multi-currency Cash Passport™ Prepaid MasterCard® Currency Card Product Disclosure Statement (PDS) dated 1 November 2013.

This SPDS must be read in conjunction with the PDS which has already been provided to you. If you need another copy of the PDS, it is available to be downloaded from www.travelex.com.au.

Words and expressions defined in the PDS are taken to have the same meaning in this SPDS. The PDS remains in full force, except to the extent amended by this SPDS or updated via www.travelex.com.au.

This SPDS is dated 17 March 2015.

INTRODUCTION

Multi-currency Cash Passport™ Prepaid MasterCard® Currency Cards now have new functionality, known as 'Bank Transfer Loads', which enables you to reload funds to your Card by directly transferring funds from your bank account. This SPDS contains general information about the features, benefits and risks associated with using the Bank Transfer Load functionality.

The purpose of this SPDS is to assist you in deciding whether to use the Bank Transfer Loads functionality. It is important that you read and understand this SPDS before using the Bank Transfer Loads functionality, and keep a copy of it for future reference.

The information set out in this SPDS is general in nature and has been prepared without taking into account your objectives, financial situation or needs. Before using the Bank Transfer Loads functionality you should consider whether it is appropriate for you, having regard to your own objectives, financial situation and needs.

PRODUCT FEATURES – BANK TRANSFER LOADS

When you logon to My Account via www.cashpassport.com.au and select the Reload Card option, "Bank Transfer" will appear as an additional payment method to enable you to complete your payment.

If you choose to settle via Bank Transfer Loads you will be provided with a BSB (Bank State Branch), Account Number (unique to you) and a Reference Number. The BSB and Account Number will remain the same for each subsequent transaction, although the Reference Number will be unique for each transaction. These details will be provided to you every time you pay via Bank Transfer Loads.

The Bank Transfer Load is then completed by transferring funds from your internet / phone banking facility using the BSB, Account Number and unique Reference Number.

SIGNIFICANT BENEFITS OF BANK TRANSFER

Bank Transfer Loads will provide you the convenience of being able to load your Card directly from your online banking facility using 'Funds Transfer' or 'Pay Anyone' functionality.

Bank Transfer Loads will also reduce the amount of time for processing reload payments when compared to some other online loading methods such as BPAY®.

SIGNIFICANT RISKS ASSOCIATED WITH BANK TRANSFER

Bank Transfer Loads not ordered on the website will be loaded to the default Currency Bank Transfer Loads that are made using BSB and Account Number only, and which have not been booked via www.cashpassport.com.au, will be allocated to your current default reload Currency (and will be converted to that default currency if the default currency is not Australian Dollars). The default reload Currency will initially be Australian Dollars, however you can change your default reload Currency at www.cashpassport.com.au. Please note that you can only have one default reload Currency at a time.

If you make a payment via Bank Transfer Load and then change your default reload Currency before we receive your Bank Transfer Load we will apply your reload to the Currency that is set as your default reload Currency at the time we process your reload, which may not be the default Currency to which you recently changed.

AMENDMENTS TO THE PDS

The PDS is amended as follows:

1. The last point under the heading titled "Adaptable", on Page 4, is replaced with the following text:
 - Reload using Bank Transfer Loads or BPAY® via telephone/internet banking, allowing approximately one business day to process Bank Transfer Loads and two business days to process BPAY® reloads###
2. The last paragraph under the heading titled "Distribution Outlets", on Page 10, is amended by substituting "BPAY®" with "Bank Transfer or BPAY®".
3. The last paragraph under the heading titled "Reloadable", which immediately precedes the text box titled "For BPAY® reloads:", on Page 11, is amended by substituting "BPAY®" with "Bank Transfer or BPAY®".
4. Under the heading titled "Reloadable" on Page 11, the following text box is inserted immediately above the text box titled "For BPAY® reloads:":

For Bank Transfer Loads:

BSB: 880-117

Account Number: 9 digit account number to be retrieved from 'Card settings' within My Account at www.cashpassport.com.au

Account Name: 'Your Name'

Description: the unique reference number provided to you after completing your load transaction instruction at www.cashpassport.com.au

Go to your internet banking website and choose to make payment to another bank account using the details above. This may be referred to as a 'Funds Transfer' or 'Pay Anyone' or similar term.

Bank Transfer loads will generally take one business day to be processed, however may take longer if the payment is made after 2pm Australian Eastern Standard Time.

Please note that the Bank Transfer Load account number that we provide to you does not constitute a deposit account and is provided solely for the purpose of enabling you to load funds onto your Card. In particular you are unable to use the BSB and account details to make any other payments, including but not limited to direct debit payments.

5. Under the heading titled "Reloadable" on Page 11, delete the text box titled "For BPAY® reloads:" and replace with the following text box

For BPAY® reloads:

Biller code: 184416

Reference no: Your 16 digit Cash Passport Card number

BPAY® reloads will generally take two business days to be processed however may take longer if the payment is made after 2pm Australian Eastern Standard Time.

6. Under the heading titled "Reloadable" on Page 11, immediately after the text box titled "For BPAY® reloads:" insert the following text:

"Bank Transfer Loads and BPAY® Reloads that have not been booked via www.cashpassport.com.au will be allocated to your current default reload Currency. The default reload Currency will initially be AU\$, however you can change your default reload Currency online at www.cashpassport.com.au.

Please note that you can only have one default reload Currency at a time. If you send a Bank Transfer Load or BPAY® Reload and then change your default reload Currency before we receive your Bank Transfer or BPAY® payment we will apply your reload to the Currency that is set as your default reload Currency at the time we process your reload."

7. In the "Limits" table on Page 16, the 4th row is amended by substituting "BPAY®" with the following text:
"Bank Transfer or BPAY®"
8. Clause 1.1, titled "In these Terms and Conditions:", on Page 30, is amended by inserting the following definition in relevant alphabetical order:
"Bank Transfer Load means Online loading of funds onto the Card post Activation using the BSB and Account details set out in the 'Reloadable' section on Page 11 of this PDS."
9. Clause 8.1, on Page 35, in the section titled "Cash Passport Card Fund", is amended by deleting the entire clause and replacing it with the following text:
"Until the expiry of the Card you can add additional funds to each Currency through a Distribution Outlet (who will advise you of the acceptable methods of payment), through Bank Transfer Loads, BPAY®, or through other methods made available from time-to-time which are set out at www.travelex.com.au, subject to certain limits and subject to a fee (refer to the Fees and Limits Table). There may be a delay (usually no more than 1 business day for Bank Transfer Loads or 2 business days for BPAY® Reloads, provided the payment is made before 2pm Australian Eastern Standard Time) before funds added to the Cash Passport Card Fund via Online methods are available for use.

Bank Transfer Loads and BPAY® Reloads that have not been booked via www.cashpassport.com.au will be allocated to your current default reload Currency. The default reload Currency will initially be AU\$, however you can change your default reload Currency online at www.cashpassport.com.au.

Please note that you can only have one default reload Currency at a time. If you send a Bank Transfer Load or BPAY® Reload and then change your default reload Currency before we receive your Bank Transfer Load or BPAY® payment we will apply your reload to the Currency that is set as your default reload Currency at the time we process your reload.

Via 'My Account' you are able to:
(a) change some of your personal details;
(b) allocate your funds across different Currencies;
(c) check the balances;
(d) check your Card transactions; and
(e) reveal your Card PIN."
10. Clause 10.1, on Page 37, in the section titled "Foreign currency transactions", is amended by deleting the text in paragraph b) and replacing it with the following text:
"b) Transfer Loads, BPAY® Reloads, or Online Loads where you allocate funds in a foreign Currency (i.e. in a currency other than AU\$);"
11. Clause 10.3, on Page 38, in the section titled "Foreign currency transactions", is amended by substituting "BPAY® Reloads" with the following text:
"Bank transfer Loads or BPAY® Reloads".

All other information and statements in the PDS remain unchanged.