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LAWYERS

**29 August 2012****By fax| 2 pages**

Company Announcements Platform  
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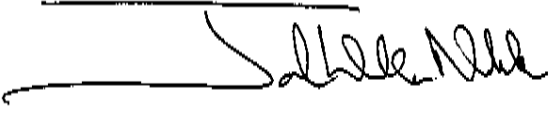
**Takeover offer by CCP BidCo Pty Limited for ClearView Wealth Limited (ASX:CVW)**

We act for CCP BidCo Pty Limited (ACN 159 362 428) (**CCP BidCo**) in relation to its off-market takeover bid to acquire all of the ordinary shares in ClearView Wealth Limited (ACN 106 248 248) (**ClearView**).

On behalf of our client, we enclose an announcement dated 29 August 2012 CCP BidCo's agreement with ClearView that CCP BidCo will, amongst other things, increase the offer price under the Bid in the manner described in the attached agreement.

Yours faithfully  
**Gilbert + Tobin**

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## CCP BIDCO ANNOUNCES INTENTION TO INCREASE OFFER PRICE FOR CLEARVIEW

CCP BidCo Pty Limited (**CCP BidCo**) announced today that it had reached and signed an agreement with ClearView Wealth Limited (**ClearView**) (ASX: CVW) in relation to its offer for ClearView under which shareholders who accept CCP BidCo's offer, and who are ClearView shareholders on the record date(s) of the Dividends as defined below, will receive total cash value of \$0.59 per share.

CCP BidCo notes that ClearView has confirmed in an announcement today that the ClearView directors will, no later than the business day following the day on which CCP BidCo has a relevant interest in more than 50% of the ClearView shares and the offer has otherwise become unconditional, declare and announce to ASX a 2.2 cent unfranked special dividend per ClearView Share (**Special Dividend**).

CCP BidCo confirms that it will:

- increase its cash offer price to \$0.55 per ClearView share by 6:00pm Friday 31 August 2012 (**Increased Offer Date**) in accordance with the requirements of the *Corporations Act 2001* (Cth);
- waive all the conditions of its offer other than the minimum acceptance condition and the regulatory approvals condition on or before the Increased Offer Date;
- not exercise its right to deduct from the increased offer price, the 1.8 cent fully franked dividend announced by ClearView on 20 August 2012 or the Special Dividend (together the **Dividends**) nor will it exercise its right to deduct from the increased offer price the value (if any) of any franking credits attaching to those Dividends;
- not take or register a transfer of ClearView shares accepted into the offer until after the record date for both the Dividends; and
- extend the offer period of its offer until no earlier than 14 September 2012 on or before the Increased Offer Date.

A supplementary bidder's statement reflecting the agreement with ClearView and formal notices of variation and extension will be lodged with ASIC and sent to ClearView shareholders by the Increased Offer Date.