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LAWYERS

30 August 2012**By fax | 21 pages**

ASX Market Announcements
Australian Securities Exchange Limited

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Takeover offer by CCP BidCo Pty Limited for ClearView Wealth Limited

We act for CCP BidCo Pty Limited (ACN 159 362 428) (**CCP BidCo**) in 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 the following:

- (a) a Second Supplementary Bidder's Statement dated 30 August 2012 in accordance with section 647(3)(b) of the Corporations Act 2001 (Cth) (**Act**);
- (b) a notice under section 630 of the Act;
- (c) a notice of variation in accordance with section 650D of the Act; and
- (d) a notice under section 650F of the Act.

Yours faithfully
Gilbert + Tobin

A handwritten signature in black ink, appearing to read 'John Williamson-Noble', written over a horizontal line.

John Williamson-Noble
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T +61 2 9263 4030
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This is an important document and requires your immediate attention.

If you are in any doubt about how to deal with this document, you should contact your legal, financial, tax or other professional adviser immediately.

Second Supplementary Bidder's Statement

ACCEPT

In relation to the Offer by CCP BidCo Pty Limited (ACN 159 362 428)

to acquire all of your shares in

ClearView Wealth Limited (ACN 106 248 248) for the revised amount of \$0.55 cash per share.

To accept this Offer you must complete and sign the Acceptance Form provided with the Replacement Bidder's Statement previously sent to you, and return it to the address set out on the form before the Offer closes.

The Offer closes at 7.00pm (Sydney time) on Friday, 14 September 2012, unless extended.

CCP BidCo Offer Information Line:
1800 134 068 (within Australia) or +61 2 8280 7732 (international)

Second Supplementary Bidder's Statement

Introduction

This document is a supplementary bidder's statement under section 643 of the Corporations Act 2001 (Cth). It is the second supplementary bidder's statement (**Second Supplementary Bidder's Statement**) issued by CCP BidCo Pty Limited (ACN 159 362 428) (**CCP BidCo**) to the Bidder's Statement dated 12 July 2012 lodged with ASIC and ASX on 12 July 2012 (**Original Bidder's Statement**) in relation to its off-market takeover bid for all of the ordinary shares in ClearView Wealth Limited (ACN 106 248 248) (**ClearView**).

This Second Supplementary Bidder's Statement supplements, and should be read together with, the replacement bidder's statement dated 30 July 2012 (**Replacement Bidder's Statement**) which replaced the Original Bidder's Statement. This document will prevail in the event of any inconsistency with the Original Bidder's Statement or the Replacement Bidder's Statement. Unless the context requires otherwise, terms defined in the Original Bidder's Statement have the same meaning where used in this document.

A copy of this document was lodged with ASIC on and is dated 30 August 2012. Neither ASIC nor any of its officers takes any responsibility for the contents of this document.

Key Dates

| | |
|---|---|
| Announcement Date | 12 July 2012 |
| Date of Original Bidder's Statement | 12 July 2012 |
| Date of Replacement Bidder's Statement / First Supplementary Bidder's Statement | 30 July 2012 |
| Date of Offer | 6 August 2012 |
| Date of this Second Supplementary Bidder's Statement | 30 August 2012 |
| Offer closes (unless extended again or withdrawn) | 7.00pm (Sydney time), 14 September 2012 |

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Chairman's letter

30 August 2012

Dear ClearView shareholder,

On 29 August 2012, CCP BidCo announced an intention to increase its offer for your ClearView Shares. The Offer Price is now \$0.55 for each of your ClearView Shares. CCP BidCo also announced that it will make no adjustment to the Offer Price for the \$0.018 dividend announced by ClearView on 20 August 2012 and the proposed \$0.022 special dividend announced by ClearView on 29 August 2012.

On that same day, CCP BidCo also announced its intention to waive all of the defeating conditions of the Offer, other than the minimum acceptance condition and the regulatory approvals condition and to extend the Offer Period to 7.00pm (Sydney time) on 14 September 2012.

Attached to this Second Supplementary Bidder's Statement are the formal notices to give effect to the increase in the Offer Price, the waiver of certain defeating conditions and the extension of the Offer Period.

You should read this Second Supplementary Bidder's Statement carefully and in full. If you have any questions about the Offer, please contact your legal, financial, tax or other professional adviser, or call the CCP BidCo Offer Information Line on 1800 134 068 (within Australia) or +61 2 8280 7732 (international).

Yours sincerely

A handwritten signature in black ink, appearing to read 'M Alscher', with a long horizontal flourish extending to the right.

Michael Alscher
Chairman
CCP BidCo Limited

Section 1

Increase in Offer Price

On 29 August 2012, CCP BidCo announced that it intended to improve its offer for ClearView by increasing the cash offered under it to \$0.55 per ClearView Share. This is a 10% increase from CCP BidCo's original Offer Price and now represents an 18% premium to ClearView's last traded share price during normal trading on ASX on 11th July 2012 (\$0.465/share).

In addition, CCP BidCo will allow ClearView Shareholders who accept the Offer to retain the whole of the \$0.018 dividend announced by ClearView to shareholders on 20 August 2012 in respect of the full year ended 30 June 2012 (which has a record date of 14 September 2012) and the \$0.022 which the ClearView Board has announced that it will declare if the Offer becomes unconditional and CCP BidCo has obtained a relevant interest in more than 50% of ClearView Shares (which is expected to have a record date of 14 September 2012) (**Dividends**).

CCP BidCo has confirmed that it will not take or register a transfer of ClearView Shares accepted into the Offer until after the record date for both the Dividends.

Source of additional funding

As a consequence of the increased Offer Price, the total funding required under the Offer is \$234,027,237 (plus \$10,743,219 in respect of the 4.4% of ClearView Shares that are subject to Standstill Agreements and will not be accepted into the Offer during the Offer Period as disclosed in section 5.1 of the Replacement Bidder's Statement), being an increase of \$23,575,203. In order to fund the acquisition of ClearView Shares at the higher Offer Price, Crescent Funds will provide all of the additional \$23,575,203 funding required, with the Crescent Funds' total potential commitment to CCP BidCo increasing from \$73,343,596 to \$96,918,799. Consistently with the Equity Commitment Letter described in the Replacement Bidder's Statement, the additional amounts payable will be a pre-payment of the purchase price for the ClearView Shares which CCP BidCo may transfer to each relevant Crescent Fund in the same proportions as set out in the Replacement Bidder's Statement.

Each of MIML and the Put Call Counterparties will maintain the same contribution as described in the Replacement Bidder's Statement, but will now receive 9% less ClearView Shares from their total possible allocation as a consequence of the increased Offer Price.

CCP BidCo will continue to have access to funding under the Bridge Facility with the increase in funding from the Crescent Funds of \$23,575,203 to only be utilised after the \$75,000,000 of debt funding under the Bridge Facility is fully drawn.

The funding obligations described above will be satisfied in the proportions summarised in the table below assuming the Put and Call Option Deeds are exercised. The table below also identifies the manner in which the revised Offer Price and associated amendments to the funding arrangements described above may affect the equity interests of the Crescent Advised Parties, Put Call Counterparties and Standstill Counterparties (after completion of the transactions contemplated in the Put and Call Option Deeds and the Equity Commitment Letter).

| Party | Existing Share Holding ¹ | CCP BidCo and its associates have relevant interests in 50.1% of ClearView Shares | | CCP BidCo and its associates have relevant interests in 75% of ClearView Shares | | CCP BidCo and its associates have relevant interests in 90% of ClearView Shares | | CCP BidCo and its associates have relevant interests in 100% of ClearView Shares | |
|--------------------------|-------------------------------------|---|------------------|---|------------------|---|------------------|--|------------------|
| | | Total Shareholding | New Funding (\$) | Total Shareholding | New Funding (\$) | Total Shareholding | New Funding (\$) | Total Shareholding | New Funding (\$) |
| Crescent Funds | 0 (0%) | 28.2% | 68,955,005 | 30.0% | 73,343,596 | 32.0% | 78,441,754 | 39.6% | 96,918,799 |
| MIML | 0 (0%) | 9.6% | 23,458,323 | 13.3% | 32,500,000 | 13.3% | 32,500,000 | 14.7% | 36,000,000 |
| Ariadne | 12,983,125 (2.9%) | 4.3% | 3,288,410 | 4.4% | 3,608,438 | 4.4% | 3,608,438 | 4.4% | 3,608,438 |
| Gary Zalman Burg | 1,120,000 (0.3%) | 2.3% | 5,000,000 | 2.8% | 6,250,000 | 2.8% | 6,250,000 | 3.3% | 7,500,000 |
| Laurence Michael Nestadt | 430,000 (0.1%) | 2.1% | 5,000,000 | 2.7% | 6,250,000 | 2.7% | 6,250,000 | 3.2% | 7,500,000 |
| IWPE Nominees | 0 (0%) | 2.5% | 6,185,042 | 3.1% | 7,500,000 | 3.1% | 7,500,000 | 3.1% | 7,500,000 |
| IBA | 7,937,647 (1.8%) | 1.1% | - | 1.1% | - | 1.1% | - | 1.1% | - |
| CCP BidCo ² | 0 (0%) | 0.0% | - | 17.7% | 43,382,589 | 30.6% | 75,000,000 | 30.6% | 75,000,000 |
| Total | 22,470,772 (5.1%) | 50.1% | 111,886,780 | 75.0% | 172,834,623 | 90.0% | 209,550,192 | 100.0% | 234,027,237 |

Consistent with the table set out in section 5.2(d) of the Replacement Bidder's Statement, the above table assumes that:

- all of the ClearView Shares that are the subject of IWPE's Standstill Agreement with CCP BidCo, being 31,750,592 ClearView Shares (or approximately 7.2% of ClearView Shares currently on issue), are accepted into the Offer when IWPE becomes entitled to do so under the terms of its Standstill Agreement; and
- in respect of IBA:

¹ As at the date of the Replacement Bidder's Statement.

² Portion to be funded by the Bridge Facility.

- the 2,937,647 ClearView Shares held by it which are not the subject of disposal restrictions under its Standstill Agreement with CCP BidCo are accepted into the Offer. This accounts for the decrease from 1.8% in the column titled Existing Shareholding down to 1.1% shareholding in the subsequent columns; and
- it does not accept the Offer in respect of any of the 5,000,000 ClearView Shares which are the subject of standstill obligations under its Standstill Agreement.

Attached to this Second Supplementary Bidder's Statement is the formal notice that gives effect to the increase in Offer Price and CCP BidCo's undertaking not to exercise its rights under Section 9.6(c) of the Replacement Bidder's Statement in relation to the Dividends.

On the basis of the arrangements described above, CCP BidCo is of the opinion that it has a reasonable basis for forming the view, and it holds the view, that it will be able to pay the consideration required for the acquisition of ClearView Shares pursuant to the Offer to satisfy its obligations under the Offer.

All conditions waived other than minimum acceptance and regulatory approvals conditions

On 30 August 2012, CCP BidCo lodged with ASIC a notice declaring its Offer to be free from the defeating conditions set out in Sections 9.7(b), (c), (e), (f), (g) and (h) of the Replacement Bidder's Statement. All defeating conditions of the Offer other than the minimum acceptance condition set out in Section 9.7(a) of the Replacement Bidder's Statement and the regulatory approvals condition set out in 9.7(d) of the Replacement Bidder's Statement have now been waived.

Attached to this Second Supplementary Bidder's Statement is the formal notice that gives effect to the waiver of the defeating conditions of the Offer, other than the minimum acceptance condition and the regulatory approvals condition.

Offer Period Extended – Offer now scheduled to close on 14 September 2012 (unless further extended)

Extension

On 30 August 2012, CCP BidCo lodged a notice with ASIC that it varied the Offer by extending the Offer Period until 7.00pm (Sydney time) on 14 September 2012 to allow you to accept if you haven't already done so.

Attached to this Second Supplementary Bidder's Statement is the formal notice that gives effect to the extension of the Offer Period until 7.00pm (Sydney time) on 14 September 2012.

New date for notice on the status of the Defeating Conditions

Due to the extension of the Offer Period, the date for giving the notice on the status of the defeating conditions required by section 630(1) of the Corporations Act has changed from 31 August 2012 to 7 September 2012 (subject to variation in accordance with section 630(2) of the Corporations Act if the Offer Period is further extended).

As at the date of this Second Supplementary Bidder's Statement, the only defeating conditions of the Offer which have not been fulfilled or waived are the conditions in Section 9.7(a) relating to minimum acceptance and Section 9.7(d) relating to regulatory approvals (including APRA and FIRB approvals).

Other material information

On 29 August 2012 Guinness Peat Group plc (which holds 47.8% of the ClearView Shares) publicly announced that it would accept the Offer once varied in the manner described in this Second Supplementary Bidder's Statement in respect of its beneficial holding of 210,699,272 ClearView Shares within 2 business days of the Offer formally being varied in accordance with the requirements of section 650D of the Corporations Act. In the event of GPG's acceptance of the Offer, CCP BidCo will have a relevant interest in more than 50% of the ClearView Shares and therefore the minimum acceptance condition would be satisfied.

Section 2

How to ACCEPT the Offer

To accept this Offer you must complete and sign the Acceptance Form provided with the Replacement Bidder's Statement previously sent to you, and return it to the address set out on the form before the Offer closes.

If you accept the Offer, you may do so in respect of some or all of Your ClearView Shares. Acceptances must be received before the end of the Offer Period.

Full details on how to accept the Offer are set out in section 9.3 of the Replacement Bidder's Statement. If you have any further questions on how to accept the Offer, please call the CCP BidCo Offer Information Line on 1800 134 068 (within Australia) or +61 2 8280 7732 (international) between 9.00am and 5.00pm (Sydney time) on Business Days. Please note that calls to the above numbers will be recorded.

Section 3

Approval of Second Supplementary Bidder's Statement

This Second Supplementary Bidder's Statement has been approved by a unanimous resolution passed by the directors of CCP BidCo Pty Ltd.

30 August 2012.

Signed for and on behalf of

CCP BidCo Pty Ltd

by:



Director
Nathaniel Thomson

Attachment A

Notice of variation of takeover over

CCP BIDCO PTY LTD (ACN 156 611 540)
TAKEOVER BID FOR CLEARVIEW WEALTH LIMITED

NOTICE OF VARIATION OF TAKEOVER OFFER
INCREASE IN OFFER PRICE & EXTENSION OF OFFER PERIOD

TO: ClearView Wealth Limited (ACN 106 248 248) (ClearView)
Australian Securities and Investments Commission (ASIC)
ASX Limited (ACN 008 624 691)

Each holder of ClearView shares to whom the Offer has been made

This is a notice given by CCP BidCo Pty Ltd (ACN 159 362 428) (CCP Bidco) in relation to the offers dated 6 August 2012 made under its off-market takeover bid for all of the ordinary shares in ClearView (the Offers) pursuant to its replacement bidder's statement (Bidder's Statement).

In accordance with section 650D of the Corporations Act 2001 (Cth), CCP Bidco gives notice that:

- (a) it varies the Offers by increasing the consideration under the Offers to \$0.55 cash per ClearView Share;
- (b) accordingly, all references in the Bidder's Statement to "\$0.50" when referring to the Offer Price or consideration are replaced with references to "\$0.55"; and
- (c) extending the period during which the Offers will remain open so that the Offer Period will now close at 7.00pm (Sydney time) 14 September 2012 (unless further extended).

The terms of the Offers in section 9.6(c) of the Bidder's Statement provides that: "If you accept this Offer, CCP Bidco is entitled to all Rights in respect of Your ClearView Shares. CCP Bidco may require you to provide all documents necessary to vest title to those Rights in CCP Bidco, or otherwise to give it the benefit or value of those Rights. If you do not give those documents to CCP Bidco, or if you have received the benefit of those Rights, CCP Bidco will deduct from the consideration otherwise due to you the amount (or value, as reasonably assessed by CCP Bidco) of those Rights, together with the value (as reasonably assessed by CCP Bidco) of the franking credits, if any, attached to the Rights." [emphasis added]

Accordingly, CCP Bidco is entitled to deduct from the cash consideration payable under the Offers in respect of a ClearView Share, the amount of any Rights (as defined in the Bidder's Statement), including any dividends and franking credits, which attach to that ClearView Share after 6 August 2012 (being the date of the Offers) and which is not received by CCP Bidco. ClearView has declared an ordinary dividend of \$0.018 per share and announced an intention to pay a special dividend of \$0.022 per share. CCP Bidco:

- will not exercise its rights under section 9.6(c) of the Offer terms in respect of the cash amount of the \$0.018 dividend announced by ClearView on 20 August 2012 and the proposed \$0.022 special dividend announced by ClearView on 29 August 2012 (Dividends), nor will it deduct from the increased Offer the value (if any) of any franking credits attaching to the Dividends; and
- will exercise its rights under section 9.6(c) of the Offer terms in respect of the cash amount of, and the value of any franking credits attached to, any dividend or distribution announced, declared or paid by ClearView after 6 August 2012 and prior to the close of the Offer, other than the Dividends. The Offer price will be reduced by any such amounts.

Words defined in the ASX Settlement Operating Rules have the same meaning in this notice, unless the context requires otherwise.

The increased Offer will apply to all ClearView shareholders who accept CCP Bidco's Offer, including those ClearView shareholders who have already accepted the Offer. Details of the funding arrangements in respect of

the revised Offer are described in the second supplementary bidder's statement lodged with ASIC on 30 August 2012.

A copy of this notice was lodged with ASIC on 30 August 2012. Neither ASIC nor any of its officers takes any responsibility for the contents of this notice.

This notice has been approved by a unanimous resolution of the directors of CCP Bidco.

Signed for and on behalf of by CCP BidCo Pty Ltd.



Nathaniel Thomson
Director

Dated: 30 August 2012

Attachment B

Notice of extension of Offer Period

CCP BIDCO PTY LTD (ACN 159 362 428)**NOTICE PURSUANT TO SECTION 630 OF THE CORPORATIONS ACT 2001 (CTH)****EXTENSION OF OFFER PERIOD**

TO: ClearView Wealth Limited (ACN 106 248 248) (**ClearView**)
ASX Limited (ACN 008 624 691)

This is a notice given by CCP BidCo Pty Ltd (ACN 159 362 428) (**CCP Bidco**) in relation to the offers dated 6 August 2012 made under its off-market takeover bid for all of the ordinary shares in ClearView (the **Offers**) pursuant to its replacement bidder's statement (**Bidder's Statement**).

CCP Bidco hereby gives notice pursuant to section 630(2)(b) of the *Corporations Act 2001 (Cth)* that:

- 1 the new date for giving the notice of the status of the conditions set out in section 9.7 of the Bidder's Statement is 7 September 2012;
- 2 as stated in the notice waiving conditions dated 30 August 2012, the conditions in each of paragraphs 9.7 (b), (c), (e), (f), (g) and (h) of the Bidder's Statement have been waived and accordingly the Offer is now free of those Conditions; and
- 3 so far as CCP Bidco is aware, none of the other conditions have been fulfilled or waived and accordingly the Offer remains subject to those conditions.

Signed for and on behalf of by CCP BidCo Pty Ltd.



Nathaniel Thomson
Director

Dated: 30 August 2012

Attachment C

Notice freeing Offer from certain defeating conditions

CCP BIDCO PTY LTD (ACN 156 611 540)
TAKEOVER BID FOR CLEARVIEW WEALTH LIMITED
NOTICE FREEING TAKEOVER OFFER FROM CERTAIN DEFEATING CONDITIONS

To: ClearView Wealth Limited (ACN 106 248 248) (**ClearView**)
ASX Limited (ACN 008 624 691)

For the purposes of section 650F of the *Corporations Act 2001* (Cth), CCP BidCo Pty Ltd (ACN 159 362 428) (**CCP Bidco**) gives notice declaring that:

1. its takeover offers dated 6 August 2012 under its off-market takeover bid for all of the ordinary shares in ClearView and the contracts formed by the acceptance of any of the offers contained in its replacement bidder's statement (**Bidder's Statement**) are free from the conditions in the following paragraphs of section 9.7 of the Bidder's Statement:
 - (b) – No other outstanding securities;
 - (c) – No material adverse change;
 - (e) – No regulatory actions;
 - (f) – No prescribed occurrence;
 - (g) – No additional capital expenditure, material acquisitions or disposals; and
 - (h) – Index out; and
2. its voting power in ClearView is 12.20%.

Signed for and on behalf of CCP BidCo Pty Ltd



Mr Nathaniel Thomson
Director

Dated: 30 August 2012

CCP BIDCO PTY LTD (ACN 159 362 428)**NOTICE PURSUANT TO SECTION 630 OF THE CORPORATIONS ACT 2001 (CTH)****EXTENSION OF OFFER PERIOD**

TO: ClearView Wealth Limited (ACN 106 248 248) (**ClearView**)
ASX Limited (ACN 008 624 691)

This is a notice given by CCP BidCo Pty Ltd (ACN 159 362 428) (**CCP Bidco**) in relation to the offers dated 6 August 2012 made under its off-market takeover bid for all of the ordinary shares in ClearView (the **Offers**) pursuant to its replacement bidder's statement (**Bidder's Statement**).

CCP Bidco hereby gives notice pursuant to section 630(2)(b) of the *Corporations Act 2001 (Cth)* that:

- 1 the new date for giving the notice of the status of the conditions set out in section 9.7 of the Bidder's Statement is 7 September 2012;
- 2 as stated in the notice waiving conditions dated 30 August 2012, the conditions in each of paragraphs 9.7 (b), (c), (e), (f), (g) and (h) of the Bidder's Statement have been waived and accordingly the Offer is now free of those Conditions; and
- 3 so far as CCP Bidco is aware, none of the other conditions have been fulfilled or waived and accordingly the Offer remains subject to those conditions.

Signed for and on behalf of by CCP BidCo Pty Ltd.



Nathaniel Thomson
Director

Dated: 30 August 2012

CCP BIDCO PTY LTD (ACN 156 611 540)
TAKEOVER BID FOR CLEARVIEW WEALTH LIMITED

NOTICE OF VARIATION OF TAKEOVER OFFER
INCREASE IN OFFER PRICE & EXTENSION OF OFFER PERIOD

TO: ClearView Wealth Limited (ACN 106 248 248) (ClearView)
 Australian Securities and Investments Commission (ASIC)
 ASX Limited (ACN 008 624 891)

Each holder of ClearView shares to whom the Offer has been made

This is a notice given by CCP BidCo Pty Ltd (ACN 159 362 428) (CCP Bidco) in relation to the offers dated 6 August 2012 made under its off-market takeover bid for all of the ordinary shares in ClearView (the Offers) pursuant to its replacement bidder's statement (Bidder's Statement).

In accordance with section 650D of the Corporations Act 2001 (Cth), CCP Bidco gives notice that:

- (a) it varies the Offers by increasing the consideration under the Offers to \$0.55 cash per ClearView Share;
- (b) accordingly, all references in the Bidder's Statement to "\$0.50" when referring to the Offer Price or consideration are replaced with references to "\$0.55"; and
- (c) extending the period during which the Offers will remain open so that the Offer Period will now close at 7.00pm (Sydney time) 14 September 2012 (unless further extended).

The terms of the Offers in section 9.6(c) of the Bidder's Statement provides that: "If you accept this Offer, CCP Bidco is entitled to all Rights in respect of Your ClearView Shares. CCP Bidco may require you to provide all documents necessary to vest title to those Rights in CCP Bidco, or otherwise to give it the benefit or value of those Rights. If you do not give those documents to CCP Bidco, or if you have received the benefit of those Rights, CCP Bidco will deduct from the consideration otherwise due to you the amount (or value, as reasonably assessed by CCP Bidco) of those Rights, together with the value (as reasonably assessed by CCP Bidco) of the franking credits, if any, attached to the Rights." [emphasis added]

Accordingly, CCP Bidco is entitled to deduct from the cash consideration payable under the Offers in respect of a ClearView Share, the amount of any Rights (as defined in the Bidder's Statement), including any dividends and franking credits, which attach to that ClearView Share after 6 August 2012 (being the date of the Offers) and which is not received by CCP Bidco. ClearView has declared an ordinary dividend of \$0.018 per share and announced an intention to pay a special dividend of \$0.022 per share. CCP Bidco:

- will not exercise its rights under section 9.6(c) of the Offer terms in respect of the cash amount of the \$0.018 dividend announced by ClearView on 20 August 2012 and the proposed \$0.022 special dividend announced by ClearView on 29 August 2012 (Dividends), nor will it deduct from the increased Offer the value (if any) of any franking credits attaching to the Dividends; and
- will exercise its rights under section 9.6(c) of the Offer terms in respect of the cash amount of, and the value of any franking credits attached to, any dividend or distribution announced, declared or paid by ClearView after 6 August 2012 and prior to the close of the Offer, other than the Dividends. The Offer price will be reduced by any such amounts.

Words defined in the ASX Settlement Operating Rules have the same meaning in this notice, unless the context requires otherwise.

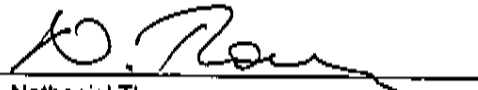
The increased Offer will apply to all ClearView shareholders who accept CCP Bidco's Offer, including those ClearView shareholders who have already accepted the Offer. Details of the funding arrangements in respect of

the revised Offer are described in the second supplementary bidder's statement lodged with ASIC on 30 August 2012.

A copy of this notice was lodged with ASIC on 30 August 2012. Neither ASIC nor any of its officers takes any responsibility for the contents of this notice.

This notice has been approved by a unanimous resolution of the directors of CCP Bidco.

Signed for and on behalf of by CCP BidCo Pty Ltd.



Nathaniel Thomson
Director

Dated: 30 August 2012

CCP BIDCO PTY LTD (ACN 156 611 540)
TAKEOVER BID FOR CLEARVIEW WEALTH LIMITED
NOTICE FREEING TAKEOVER OFFER FROM CERTAIN DEFEATING CONDITIONS

To: ClearView Wealth Limited (ACN 106 248 248) (**ClearView**)
ASX Limited (ACN 008 624 691)

For the purposes of section 650F of the *Corporations Act 2001* (Cth), CCP BidCo Pty Ltd (ACN 159 362 428) (**CCP Bidco**) gives notice declaring that:

1. Its takeover offers dated 6 August 2012 under its off-market takeover bid for all of the ordinary shares in ClearView and the contracts formed by the acceptance of any of the offers contained in its replacement bidder's statement (**Bidder's Statement**) are free from the conditions in the following paragraphs of section 9.7 of the Bidder's Statement:
 - (b) – No other outstanding securities;
 - (c) – No material adverse change;
 - (e) – No regulatory actions;
 - (f) – No prescribed occurrence;
 - (g) – No additional capital expenditure, material acquisitions or disposals; and
 - (h) – Index out; and
2. Its voting power in ClearView is 12.20%.

Signed for and on behalf of CCP BidCo Pty Ltd



Mr Nathaniel Thomson
Director

Dated: 30 August 2012