

# Appendix 3C

## Announcement of buy-back (except minimum holding buy-back)

Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity	ABN/ARSN
ClearView Wealth Limited	83 106 248 248

We (the entity) give ASX the following information.

### Information about buy-back

1	Type of buy-back	Selective buy-back
2	+Class of shares/units which is the subject of the buy-back (eg, ordinary/preference)	Ordinary shares
3	Voting rights (eg, one for one)	One for one
4	Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding)	Fully paid
5	Number of shares/units in the +class on issue	678,855,751
6	Whether shareholder/unitholder approval is required for buy-back	Shareholder approval required and received on 20 November 2018 at the ClearView Wealth Limited Annual General Meeting.

+ See chapter 19 for defined terms.

7	Reason for buy-back	The Unvested Shares are held by certain Contractor Participants who have not satisfied the vesting conditions (or are incapable of satisfying the vesting conditions) under the terms of the individual Invitation (“Eligible Contractors”). The ESP provides that Unvested Shares can be bought back and cancelled. The Board has determined that a selective buy back is the most appropriate mechanism to buy back the Unvested Shares and considers that it is in the interests of the Company and all Shareholders that the Unvested Shares be bought back and cancelled by the Company. The Buy Back Agreement which the Company will use to effect the buy back of the Unvested Shares was entered into pursuant to the ESP and on is terms consistent with the ESP. ( <i>Capitalised terms have the meaning given in the ClearView Wealth Limited Executive Share Plan Rules (“ESP”)</i> ).
8	Any other information material to a shareholder’s/unitholder’s decision whether to accept the offer (eg, details of any proposed takeover bid)	Shareholder approval was sought and received via Special Resolution at the ClearView Wealth Limited Annual General Meeting on 20 November 2018.

### On-market buy-back

9	Name of broker who will act on the company’s behalf	n/a
10	Deleted 30/9/2001.	
11	If the company/trust intends to buy back a maximum number of shares - that number  Note: This requires a figure to be included, not a percentage.	n/a
12	If the company/trust intends to buy back shares/units within a period of time - that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	n/a

13	If the company/trust intends to buy back shares/units if conditions are met - those conditions	n/a
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### Employee share scheme buy-back

14	Number of shares proposed to be bought back	n/a
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15	Price to be offered for shares	n/a
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### Selective buy-back

16	Name of person or description of class of person whose shares are proposed to be bought back	In accordance with the ESP, the Company is proposing to conduct a selective buy back from the Eligible Contractors, who are certain Contractor Participants who were issued Shares under the ESP subject to certain vesting conditions or performance conditions which have not been satisfied within the time specified in the Invitation or have become incapable of being satisfied.
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17	Number of shares proposed to be bought back	1,781,633
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18	Price to be offered for shares	The offer price is the lower of the original acquisition price for the individual parcel of Unvested Shares or the amount owing by the Eligible Contractor under its loan with the Company.
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### Equal access scheme

19	Percentage of shares proposed to be bought back	n/a
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20	Total number of shares proposed to be bought back if all offers are accepted	n/a
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21	Price to be offered for shares	n/a
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<sup>+</sup> See chapter 19 for defined terms.

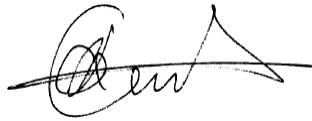
22 +Record date for participation in offer

Cross reference: Appendix 7A, clause 9.

n/a

## Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.



Sign here:

..... Date: 20/11/18  
(Company secretary)

Print name: Athol Chiert