ClearView

Market release

22 July 2026

Update on the proposed acquisition of ClearView by Zurich – APRA Approval received

ClearView Wealth Limited (ASX: CVW) ("**ClearView**") refers to the proposed acquisition of all of the ClearView Shares by Zurich Financial Services Australia Limited ("**Zurich**") by way of a members' scheme of arrangement (the "**Scheme**") pursuant to a scheme implementation deed between ClearView and Zurich ("**SID**"), which ClearView announced to the ASX on 24 February 2026.[1]

APRA Approval received

As explained in the Scheme Booklet, under the SID, implementation of the Scheme is conditional on the approval by the Treasurer of the Commonwealth of Australia (or their delegate) of the proposed acquisition of all of the ClearView Shares by Zurich by way of the Scheme under the *Financial Sector (Shareholdings) Act 1998* (Cth) ("**APRA Approval**").[2]

ClearView is pleased to advise that APRA Approval has been received and, accordingly, the APRA Approval Condition Precedent described in Section 6.4(a)(viii) of the Scheme Booklet has been satisfied.

Implementation of the Scheme remains subject to the satisfaction (or, if applicable, waiver) of certain other Conditions Precedent, including ClearView Shareholder approval of the Scheme at the Scheme Meeting and final Court approval of the Scheme at the Second Court Hearing.[3]

Scheme Meeting and ClearView Directors' recommendation

The Scheme Meeting, at which ClearView Shareholders will vote on the Scheme, will be held as a hybrid meeting at 10:00am (Sydney time) on Monday, 27 July 2026. Proxy appointments in respect of the Scheme Meeting can be made by completing the Scheme Meeting Proxy Form and lodging it in one of the ways described in Section 3 of the Scheme Booklet (including by appointing a proxy online at www.investorvote.com.au[4]) by 10:00am (Sydney time) on Saturday, 25 July 2026.

The ClearView Directors continue to unanimously recommend that ClearView Shareholders vote in favour of the Scheme at the Scheme Meeting, in the absence of a Superior Proposal and subject to the Independent Expert continuing to conclude that the Scheme is in the best interests of ClearView Shareholders. Each ClearView Director who holds or controls ClearView Shares at the time of this announcement intends to vote, or cause to be voted, all of the ClearView Shares that he or she holds or controls in favour of the Scheme at the Scheme Meeting, subject to those same qualifications.[5]

The Scheme Booklet, which was despatched to ClearView Shareholders on Friday, 26 June 2026, contains detailed information about the Scheme, including information about how to attend and vote at, and instructions for how to appoint a proxy in respect of, the Scheme Meeting. ClearView Shareholders should read the Scheme Booklet carefully and in its entirety before making a decision as to whether or not to vote in favour of the Scheme at the Scheme Meeting.

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[1] Capitalised terms used, but not defined, in this announcement have the meanings given to them in the explanatory statement in respect of the Scheme prepared by ClearView dated 23 June 2026 ("**Scheme Booklet**"). A copy of the Scheme Booklet was released to the ASX by ClearView on 23 June 2026 (see ClearView's ASX announcement entitled "*Proposed acquisition of ClearView by Zurich – Scheme Booklet registered by ASIC*" on that date).
[2] See Sections 6.4(a)(viii) and 6.4(b)(viii) of the Scheme Booklet for more information.
[3] See Section 6.4 of the Scheme Booklet for more information on the Conditions Precedent.
[4] You will need your SRN or HIN and 'Control Number' for your shareholding (which are included on your Scheme Meeting Proxy Form), and the lodgement of your Scheme Meeting Proxy Form will need to be authenticated in the manner set out on that website.
[5] See the Scheme Booklet for details of the interests of each ClearView Director in ClearView Shares and the Scheme. ClearView Shareholders should have regard to these interests when considering the ClearView Directors' unanimous recommendation in respect of the Scheme.

This announcement was authorised for release to the ASX by the ClearView Continuous Disclosure Committee.

ENDS

For further information, please contact:

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