

Future Strength

At member meetings held in Adelaide on 13 August 2009, Lifeplan members overwhelmingly approved the proposal to merge with Australian Unity. Over 98 percent of members voted in favour of the merger, which will take place after final regulatory and court approvals are received. Following final court approval, the effective date of the merger is intended to be 31 August 2009. The proposed merger will create an even stronger mutual organisation that will be well placed to expand member services and face the competitive challenges and opportunities of the future.

Lifeplan

- ✓ A long and successful history serving members for almost 170 years.
- ✓ Focus in niche financial markets.
- ✓ Strength in investment bonds, education savings plans and funeral bonds.

Australian Unity

- ✓ A long and successful history serving members for almost 170 years.
- ✓ Diversity in financial services, healthcare and retirement living.
- ✓ Broad experience and expertise in funds management.

Merger Highlights

- ✓ Lifeplan and Australian Unity have highly complementary businesses, similar histories and compatible cultures.
- ✓ Both organisations have developed market leadership positions and unique specialist expertise largely in products that do not compete with each other.
- ✓ The merged organisation would have an expanded presence across Australia.
- ✓ The merged organisation would benefit from the combined experience of both management teams, leading to transfers of operational excellence that would create efficiencies and improve product offerings.



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Future
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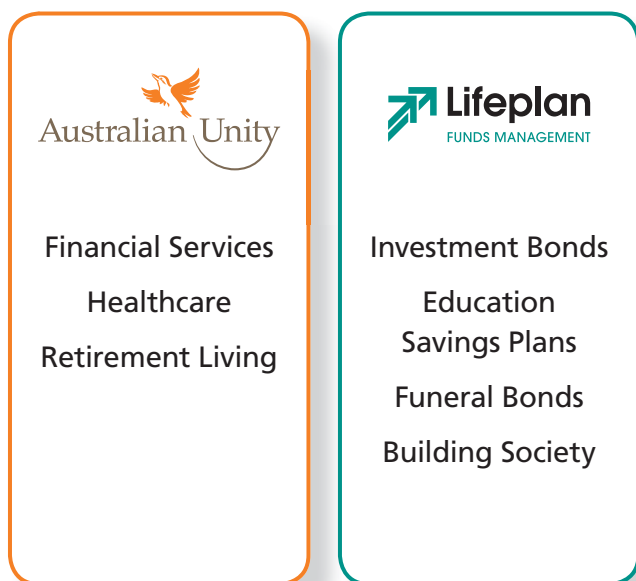
About Lifeplan

Lifeplan Funds Management (Lifeplan) is a specialist retail funds management organisation and market leader in the investment bond and funeral bond markets, and a leading provider of education savings plans. Lifeplan has in excess of \$1.5 billion in funds under management (as at 30 June 2009) and employs 128 staff. Lifeplan also offers loans and term deposits through its Building Society. The company has grown through innovative product development and also through successful strategic mergers, building its niche business focus.

About Australian Unity

Australian Unity is a national financial services, healthcare and retirement living company that is focused on providing products and services that make a difference to the wellbeing of members, customers, employees and communities. The organisation has more than 400,000 customers, close to \$6.0 billion in funds under management (as at 31 July 2009), revenue of over \$600 million and employs 1250 staff. The company has grown through continually evolving the services and products needed by the communities it serves, as well as through successful strategic mergers.

Currently



As a Merged Organisation



Benefits to Lifeplan Members

- ✓ The merger would help protect the security and benefits of members' existing products.
- ✓ The merger would proactively strengthen both Lifeplan and Australian Unity during unprecedented economic times.
- ✓ Members would become customers and members of a larger Australian company with similar history, culture and values that would be well-placed to face the competitive challenges and opportunities of the future.

Benefits to Lifeplan Customers

- ✓ Customers would benefit from operational synergies and the economies of scale of an anticipated \$7.5 billion in combined funds under management, which would result in a greater ability to control management expenses.
- ✓ No change to existing products or benefits as a result of the merger.
- ✓ No change to customers' relationships with Lifeplan personnel as a result of the merger.

Brand and Products

- ✓ Lifeplan name and brand would be retained.
- ✓ Lifeplan product range would be continued and improved.
- ✓ The Australian Unity and Lifeplan investment bonds businesses would be combined and form the market leader in this specialist area.

Financial Advisers and Funeral Directors

- ✓ For Lifeplan and Australian Unity's valued supporters it would be "business as usual".
- ✓ Investor/adviser directed portfolio choices would remain.

Employees

- ✓ Greater certainty in difficult economic times.
- ✓ Operating structure of the merged organisation would be finalised and jointly implemented following the vote of members.
- ✓ Lifeplan's Adelaide office would be maintained and Australian Unity would expand its South Australian presence.

Strategic Direction

- ✓ To continue and enhance the existing business plans, products and services of both organisations.
- ✓ To increase market share positions in key niche markets.
- ✓ To improve efficiencies and capital utilisation.

At a Glance... a Natural Fit!

Lifeplan	Australian Unity	Future Strength
Strong presence and technical expertise in key niche financial markets.	Strong and diversified presence in the growing financial services, healthcare and retirement living markets.	Members' products and services would benefit from the strength of improved specialist technical expertise, diversification and scale.
Specialist, technical expertise in developing modern, tax-effective solutions in investment bonds, education savings plans and funeral bonds.	Skilled, strongly performing and specialist asset management capabilities.	Members' products and services would benefit from the complementary expertise of two successful organisations merged into a combined business.
Well established national distribution networks, including a South Australian brand, customer base and local presence.	Strong presence across the eastern seaboard, particularly Victoria and New South Wales.	The merged organisation would benefit from an expanded national presence, continuation of both brands and continued strong South Australian presence.
In excess of \$1.5 billion in funds under management (as at 30 June 2009).	Close to \$6.0 billion in funds under management (as at 31 July 2009).	Members would benefit from the scale of an anticipated \$7.5 billion in combined funds under management.
Approximately 157,000 customers including some 148,000 members.	Approximately 400,000 customers including some 183,000 members.	Lifeplan members would become members of a larger mutual organisation, with around 560,000 customers and up to 330,000 members.
History as a trusted part of the community for almost 170 years.	History as a trusted part of the community for almost 170 years.	The merged organisation would continue to operate based on strong community values and involvement.

More Information

For Lifeplan members and customers call **1300 1300 38** or visit www.lifeplan.com.au/futurestrength

For Australian Unity members and customers call **13 29 39** or visit www.australianunity.com.au/futurestrength



Lifeplan Funds Management
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Australian Unity
Australian Unity Limited
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