Allan Gray-Orbis Global Fund of Funds

ALLANGRAY

Fund managers:	Ian Liddle (The underlying Orbis funds are managed by Orbis)
Inception date:	3 February 2004
Class:	A

Fund description

The Fund invests in a mix of equity and absolute return funds managed by Allan Gray's offshore investment partner, Orbis Investment Management Limited. The typical net equity exposure of the Fund is between 40% and 75%. The Orbis Optimal SA funds included in the Fund use exchange-traded derivative contracts on stock market indices to reduce net equity exposure. In these funds, the market exposure of equity portfolios is effectively replaced with cash-like exposure, plus or minus Orbis' skills in delivering returns above or below the market. Returns are likely to be less volatile than those of an international equity-only fund. Although the Fund is fully invested outside South Africa, the units in the Fund are priced and traded daily in rands.

ASISA unit trust category: Foreign - Asset Allocation - Flexible

Fund objective and benchmark

The Fund aims to create long-term wealth for investors without exceeding a maximum net equity exposure limit of 75%. It aims to outperform the average return of funds subject to similar constraints without taking on more than their average risk. The Fund's benchmark is a portfolio made up 60% by the FTSE World Index, including income, and 40% the JP Morgan Global Government Bond index.

How we aim to achieve the Fund's objective

The Fund invests in equity and absolute return funds managed by our offshore investment partner, Orbis Investment Management Limited. Within all of the underlying funds, Orbis uses in-house research to identify companies around the world whose shares can be purchased for less than Orbis' assessment of their long-term intrinsic value. This long-term perspective enables them to buy shares which are shunned by the stock market because of their unexciting or poor short-term prospects, but which are relatively attractively priced if one looks to the long term. This is the same approach as that used by Allan Gray to invest in South African equities, except that Orbis is able to choose from many more shares, listed internationally.

Depending on our assessment of the potential returns on global stock markets relative to their risk of capital loss, we actively manage the Fund's net exposure to equities by varying its exposure to the underlying Orbis funds. By varying the Fund's overall exposure to equities and also its geographic exposure, through selecting between the Orbis regional equity funds, we seek to enhance the Fund's long-term returns and to manage its risk. The Fund's currency exposure is actively managed both within the underlying Orbis funds and through our selection of Orbis funds.

Suitable for those investors who

- Seek long-term capital growth from a diversified international equity portfolio without being fully exposed to stock market risk
- Wish to invest in international assets without having to personally expatriate rands
- Are comfortable with taking on some risk of market and currency fluctuation and potential capital loss, but typically less than that of an equity fund
- Typically have an investment horizon of more than five years
- Wish to use the Fund as a foreign medium equity 'building block' in a diversified multi-asset class portfolio

Minimum investment amounts

Minimum lump sum per investor account:	R20 000
Additional lump sum:	R500
Minimum debit order*:	R500

*Only available to South African residents.

Fund information on 30 September 2012

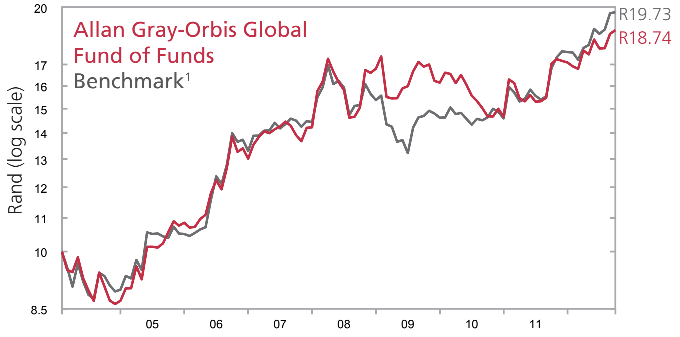
Fund size:	R6 892m
Fund price:	R15.87

Income distributions for the last 12 months

To the extent that income earned in the form of dividends and interest exceeds expenses in the Fund, the Fund will distribute any surplus annually.	**31 Dec 2011**
Cents per unit	No distribution

Performance net of all fees and expenses

Value of R10 invested at inception with all distributions reinvested



% Returns	Fund		Benchmark[1]		CPI inflation[2]	
	ZAR	US$	ZAR	US$	ZAR	US$
Unannualised: Since inception	87.4	58.9	97.3	67.3	62.3	23.5
Annualised: Since inception	7.5	5.5	8.2	6.2	5.8	2.5
Latest 5 years	6.1	2.2	6.3	2.4	6.4	2.1
Latest 3 years	3.5	0.4	10.3	7.0	4.6	2.2
Latest 2 years	13.0	3.8	16.1	6.6	5.2	2.7
Latest 1 year	10.0	7.5	17.2	14.6	5.0	1.7
Year-to-date (unannualised)	9.6	7.1	12.0	9.5	3.6	1.4
Risk measures (since inception)						
Maximum drawdown[3]	-24.2	-34.2	-25.1	-37.5	n/a	n/a
Percentage positive months[4]	53.8	62.5	53.8	63.5	n/a	n/a
Annualised monthly volatility[5]	13.6	12.0	12.5	11.3	n/a	n/a

1. 60% of the FTSE World Index including income and 40% of the JP Morgan Global Government Bond Index (Source: Bloomberg), performance as calculated by Allan Gray as at 30 September 2012.
2. This is based on the latest numbers published by I-Net Bridge as at 31 August 2012.
3. Maximum percentage decline over any period. The maximum rand drawdown occurred from 23 October 2008 to 14 October 2010 and maximum benchmark drawdown occurred from 23 October 2008 to 30 June 2009. Drawdown is calculated on the total return of the Fund/benchmark (i.e. including income).
4. The percentage of calendar months in which the Fund produced a positive monthly return since inception.
5. The standard deviation of the Fund's monthly return. This is a measure of how much an investment's return varies from its average over time.

Total expense ratio (TER)

The TER for the year ending 30 June 2012 is 1.70% and included in this is a performance fee of 0.25% and trading costs of 0.15%. The annual management fee rate charged by Orbis in the underlying funds for the three months ending 30 September 2012 was 1.13% (annualised). These figures are inclusive of VAT, where applicable. Fund returns are quoted after deduction of costs incurred within the Fund so the TER should not be deducted from Fund returns (refer to page 2 for further information).

Annual management fee

Allan Gray is paid a marketing and distribution fee by Orbis and charges no further fees. The underlying Orbis funds have their own fee structures, these can be found at www.orbis.com.

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Fund manager quarterly commentary as at 30 September 2012

As a contrarian investor, Orbis is always trying to find companies whose likely future will be much better than their perceived future. Orbis does this by comparing its assessment of the company's long-term, fundamental value with its share price. The greatest opportunities tend to arise when there is a wide discrepancy between the two.

The US healthcare sector provides an illustration. The Allan Gray Global Fund of Funds has very little exposure to the pharmaceutical sector, but favours health insurers, mainly WellPoint, Aetna, and Humana. To put this in perspective, pharmaceutical stocks account for 6% of the S&P 500, while health insurers have a mere 1% weighting.

These health insurers have several appealing characteristics. They offer attractive long-term earnings and cash flow growth, are deeply out of favour with investors, and trade at depressed valuations due to fears which Orbis regards as short-term.

Orbis' view is that the future for these companies will likely be much better than the stock market's current perception. Valuations on health insurance shares are not far from where they were during the darkest days of the US healthcare reform debate, despite considerably greater clarity on what the new legislation will mean for the industry. On average, these companies generate free cash flow per share equivalent to 13% of their current share prices. Put differently, it would take less than eight years for them to generate enough cash to cover the cost of buying these companies today – and shareholders would still own the businesses outright.

In contrast, the pharmaceutical sector is now trading close to its highest valuation level in about five years and is currently in favour with investors seeking stable, mid-single digit dividend yields. For many large pharmaceutical companies, patents on key drugs have or will soon expire, while those in the pipeline appear to offer little growth potential. While pharmaceuticals may seem to be a 'safer' place to hide at the moment, Orbis' view is that clients will be more richly rewarded in the long run by investing in high quality health insurers, which are currently trading at attractive valuations relative to their peers and their history.

Another such example is Japanese insurer NKSJ Holdings. One way to value NKSJ is to break it down into three parts: its life insurance business, its property and casualty (P&C) insurance business, and its excess capital. Of late, the value in NKSJ's profitable life insurance franchise has been overshadowed by the P&C business. There, a poor pricing environment has dragged down earnings, but Orbis research suggests that P&C profits should improve over the medium term. Taken together, Orbis believes these businesses are worth meaningfully more than NKSJ's current market value.

Both NKSJ and the health insurers are currently valued at attractive metrics, but not all cheap shares are compelling investment opportunities. Through in-depth fundamental research, Orbis has been able to gain conviction in both of these attractive stocks.

Top 10 share holdings on 30 September 2012

Company	% of portfolio
INPEX	3.3
NetEase	3.3
Micron Technology	2.8
WellPoint	2.6
NKSJ	2.5
Telefonaktiebolaget LM Ericsson	2.3
Rakuten	2.0
Google	2.0
Humana	2.0
Baker Hughes	1.9
Total	**24.7**

Fund allocation on 30 September 2012

	%
Orbis Global Equity	31.7
Orbis Japan Equity (US$)	8.0
Orbis Japan Equity (yen)	2.0
Foreign equity funds	**41.7**
Orbis Optimal SA (US$)	47.7
Orbis Optimal SA (euro)	10.7
Foreign absolute return funds	**58.4**
Total	**100.0**

Geographical exposure of funds on 30 September 2012

Region	Net equity exposure (%)	Hedged equity exposure (%)	Fund currency exposure (%)
North America	14	17	62
Europe	9	9	21
Japan	18	8	2
Asia ex-Japan	8	6	15
Other	1	1	1
Total	**49**	**41**	**100**

Note: There may be slight discrepancies in the totals due to rounding.

Tel 0860 000 654 or +27 (0)21 415 2301 Fax 0860 000 655 or +27 (0)21 415 2492 info@allangray.co.za www.allangray.co.za

The availability of the Fund is subject to offshore capacity constraints. Please contact our Client Service Centre for further information about any constraints that may apply.

Disclaimer

A fund of funds unit trust may only invest in other unit trusts, which levy their own charges, that could result in a higher fee structure for these portfolios. The Fund may be closed to new investments at any time in order to be managed in accordance with its mandate. Permissible deductions may include management fees, brokerage, STT, auditor's fees, bank charges and trustee fees. Unit trusts are traded at ruling prices and can engage in borrowing and scrip lending. The Fund may borrow up to 10% of the market value of the portfolio to bridge insufficient liquidity. Allan Gray Unit Trust Management (RF) Proprietary Limited ("the Company") is a member of the Association for Savings & Investment SA (ASISA). Allan Gray Proprietary Limited, an authorised financial services provider, is the appointed investment manager of the Company. The Company is incorporated and registered under the laws of South Africa and is supervised by the Financial Services Board. The Company has been approved by the Regulatory Authority of Botswana to market its unit trusts in Botswana, however it is not supervised or licensed in Botswana.

Unit price

Unit trust prices are calculated on a net asset value basis, which is the total market value of all assets in the portfolio including any income accruals and less any permissible deductions from the portfolio divided by the number of units in issue. Forward pricing is used and Fund valuations take place at approximately 16:00 each business day. Purchase and redemption requests must be received by the manager by 14:00 each business day to receive that day's price. Fluctuations and movements in exchange rates may also cause the value of underlying international investments to go up or down.

Fees

A schedule of fees, charges and maximum commissions is available on request from the manager. Commission and incentives may be paid and if so, would be included in the overall costs.

TER

*TERs are shown for class A units only

The Total Expense Ratio (TER) is the percentage of the fund's average assets under management that has been used to pay the fund's operating expenses over the past year. The TER includes the annual management fees that have been charged (both the fee at benchmark and any performance component charged), trading costs (including brokerage, STT, STRATE and insider trading levy), VAT and other expenses. Since unit trust expenses vary, the current TER cannot be used as an indication of future TERs. All Allan Gray performance figures are quoted after the deduction of costs incurred within the Fund so the TER is not a new cost. A higher TER ratio does not necessarily imply a poor return, nor does a low TER imply a good return. Instead, when investing, the investment objective of the Fund should be aligned with the investor's objective and compared against the performance of the Fund. TERs should then be used to evaluate whether the Fund performance offers value for money.

Performance

Collective Investment Schemes in Securities (unit trusts) are generally medium- to long-term investments. The value of units may go down as well as up and past performance is not necessarily a guide to the future. Performance figures are from Allan Gray Proprietary Limited and are for lump sum investments with income distributions reinvested.