FUND DETAILS AT 31 JULY 2008

Fund objective:

The Fund's investment strategy is to earn a higher rate of return than the market value-weighted average of its sector, excluding the Allan Gray Balanced Fund, without assuming greater risk.

Suitable for those investors who:

- Seek long-term wealth creation.
- Have an appetite for risk similar to the average person investing in pension funds.
- Typically have an investment horizon of three years plus
- Wish to delegate the asset allocation decision to Allan Gray.

Compliance with Prudential Investment Guidelines:

Retirement Funds: The portfolio is managed to comply with the limits of Annexure A to Regulation 28 of the Pension Funds Act. Exposures in excess of the limits will be corrected immediately, except where due to market value fluctuations or capital withdrawals, in which case they will be corrected within a reasonable time period. Allan Gray Unit Trust Management Limited does not monitor compliance by retirement funds with section 19(4) of the Pension Funds Act (item 9 of Annexure A to Regulation 28).

 Price:
 R 48.58

 Size:
 R 23 539 m

 Minimum lump sum:
 R 5 000

 Minimum monthly:
 R 500

 Subsequent lump sums:
 R 500

 No. of share holdings:
 54

 Income distribution: 01/07/07 - 30/06/08 (cents per unit)
 Total 100.99

Distributes bi-annually. To the extent that the total expenses exceed the income earned in the form of dividends and interest, the Fund will not make a distribution.

Annual management fee:

The annual management fee rate is dependent on the return of the Fund relative to its benchmark, the daily average return weighted by market value of funds in both the Domestic Asset Allocation Prudential Medium and Prudential Variable Equity categories excluding the Allan Gray Balanced Fund, over a rolling two-year period. The fee hurdle (above which a fee greater than the minimum fee of 0.5% is charged) is performance equal to the benchmark minus 5%. For performance equal to the benchmark a fee of 1.0% (excl. VAT) per annum is payable. The manager's sharing rate is 10% of the under- and outperformance of the benchmark over a rolling two-year period and a maximum fee of 1.5% (excl. VAT) applies. The annual management fee is calculated on the daily value of the Fund excluding any assets invested in the Orbis Funds. Assets invested in the Orbis Funds incur a management fee. These along with other expenses are included in the Total Expense Ratio.

COMMENTARY

The South African stockmarket continued to fall away from its May highs, decreasing by over 8% in July. As mentioned in previous commentaries, the Fund's equity exposure has been held at levels significantly below the maximum allowed by Regulation 28 (as explained above in the 'Compliance with Prudential Investment Guidelines' section). Despite this lower equity exposure and the relative outperformance of the shares the Fund holds, the Fund is now showing a negative return over the latest year.

While negative returns are never welcome, we caution against a knee-jerk reaction. By the end of July, the FTSE/JSE All Share Index was down by more than 15% from its May high, which means at the very least that shares were offering 15% better value than they were at the top. Investors in the Fund can expect us to manage the equity exposure of the Fund in the same way that we manage the equity exposure of our Regulation 28 compliant institutional clients (mainly pension funds). Hopefully this means that investors, who have similar needs to the average pension fund and for whom the Balanced Fund is well-suited, can take a long-term view on their investment in the Fund and leave the asset allocation decisions to us.

However, it is important to stress that investors should not expect the Fund to deliver the very high real returns that it has earned over the last five years, as the stockmarket is no longer offering the kind of starting values that made these returns possible.

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BALANCED FUND

TOP 10 SHARE HOLDINGS AT 30 JUNE 2008*

Company	% of portfolio		
SABMiller	6.9		
Remgro	6.7		
MTN Group	6.1		
Richemont	5.2		
Anglogold Ashanti	4.8		
Sasol	4.4		
Harmony Gold Mining Co	3.7		
Sappi	3.4		
Sanlam	2.9		
Standard Bank Group	2.8		

^{*} The 'Top 10 Share Holdings' table is updated quarterly.

TOTAL EXPENSE RATIO*

	Included in TER			
Total expense ratio	Trading costs	Performance component	Fee at benchmark	Other expenses
1.82%	0.15%	0.45%	1.16%	0.06%

*A Total Expense Ratio (TER) is a measure of a portfolio's assets that are relinquished as operating expenses. It is expressed as a percentage of the average value of the portfolio, calculated for the year to the end of June 2008. Included in the TER is the proportion of costs that are incurred by the performance component, fee at benchmark, trading costs (including brokerage, VAT, STT, STRATE and insider trading levy) and other expenses. These are disclosed separately as percentages of the net asset value. A higher TER ratio does not necessarily imply a poor return, nor does a low TER imply a good return. The current TER cannot be regarded as an indication of future TERs. The information provided is applicable to class A units.

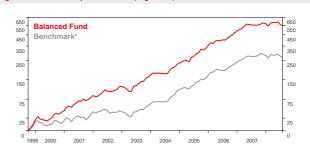
ASSET ALLOCATION

Asset class	% of fund		
Net SA equities	58.9		
Hedged SA equities	10.5		
Listed property	1.3		
Commodities (New Gold)	2.2		
Bonds	3.1		
Money market and cash	9.4		
Foreign	14.6		
Total	100.0		

Total net SA and foreign equity exposure: 66.8%.

PERFORMANCE

Fund performance shown net of all fees and expenses as per the TER disclosure. Long-term cumulative performance (log scale)



% Returns	Fund	Benchmark*
Since inception (unannualised)	546.5	266.1
Latest 5 years (annualised)	22.9	20.6
Latest 3 years (annualised)	18.1	15.6
Latest 1 year	-1.2	-2.2
Risk measures (Since inception month end prices)		
Maximum drawdown**	-12.5	-19.2
Percentage positive months	69.8	67.9
Annualised monthly volatility	10.4	10.6

- * The daily average return weighted by market value of funds in both the Domestic Asset Allocation Prudential Medium and Prudential Variable Equity categories excluding the Allan Gray Balanced Fund. Source: Micropal, performance as calculated by Allan Gray as at 31 July 2008.
- ** Maximum percentage decline over any period.

The FTSE/JSE All Share Index is calculated by FTSE International Limited ("FTSE") in conjunction with the JSE Limited ("JSE") in accordance with standard criteria. The FTSE/JSE Africa Series is the proprietary information of FTSE and the JSE individually properties of the proprietary information of FTSE and the JSE individually properties in the FTSE/JSE All Share Index values and constituent lists vests in FTSE and the JSE individually. All their rights are reserved. Collective Investment Schemes in Securities (unit trusts) are generally medium to long-term investments. The value of participatory interests (units) may go down as well as up and past performance is not necessarily a guide to the future. 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 accrual and less any permissible deductions from the portfolio divided by the number of units in issue. Declaration of income accruals are made bi-annually. Different classes of units apply to the Fund and are subject to different fees and charges. Fund valuations take place at approximately 16h00 each business day. Purchase and repurchase requests may be received by the manager by 14h00 each business day. Performance figures from Allan Gray Limited (GIPS compliant) are for all market value of the portfolio to bridge insufficient liquidity. A schedule of fees and charges and maximum commissions is available on request from Allan Gray Unit Trust Management Limited. Commission and incentives may be paid and if so, would be included in the overall costs. Unit trusts are traded at ruling prices and can engage in borrowing and scrip lending. Forward pricing is used. This Fund may be capped at any time in order to be managed in accordance with the mandate. Member of the Fund should be evaluated as part of the financial planning process. All Allan Gray performance figures and values are quoted after the deduction of costs incurred within the Fund so the TER is not a new cost.