

BALANCED FUND

FUND DETAILS AT 31 AUGUST 2008

Sector: Domestic AA - Prudential - Variable Equity
Inception date: 1 October 1999
Fund managers: Ian Liddle, Duncan Artus, Delphine Govender,
Andrew Lapping, Simon Raubenheimer
(Foreign assets are invested in Orbis funds.)

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 49.18
Size: R 23 816 m
Minimum lump sum: R 5 000
Minimum monthly: R 500
Subsequent lump sums: R 500
No. of share holdings: 57

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 stabilised somewhat in August after falling almost 20% from its peak in June and July. So while the market pauses for breath, we can take the opportunity to review the future long-term return prospects for investors in the Fund.

More than two-thirds of the Fund is exposed to stockmarket risk (and return). A great deal of the Fund's very good long-term returns have come from the fantastic performance of the South African stockmarket. We have been saying for more than a year that the real returns generated by the South African stockmarket over the last five years are unlikely to be sustained over the next five. Thus investors in the Fund should not expect the stockmarket to be the same engine of super returns for the Fund as it has been over the last five years.

However, more than 80% of the Fund is exposed to the returns (positive or negative) from our stockpicking decisions. This is because the portion of the Fund invested in local and foreign hedged equities will generate cash-like returns plus or minus the out/underperformance of our selected equities. We remain optimistic on the potential for our selected equities to outperform as we believe that their profits will prove more resilient than those of the average company in a downturn.

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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*

Total expense ratio	Included in TER			
	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

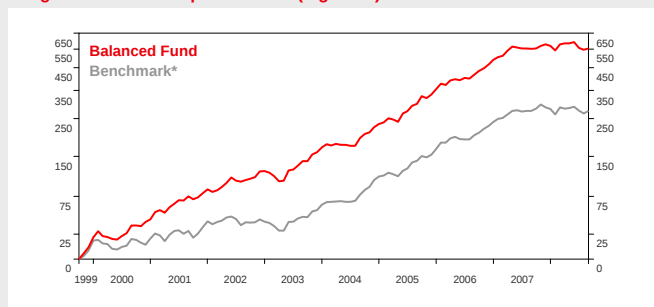
Asset class	% of fund
Net SA equities	61.0
Hedged SA equities	8.5
Listed property	1.3
Commodities (New Gold)	2.1
Bonds	1.9
Money market and cash	10.8
Foreign	14.4
Total	100.0

Total net SA and foreign equity exposure: 68.9%.

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)	554.5	275.1
Latest 5 years (annualised)	22.3	20.8
Latest 3 years (annualised)	18.0	16.1
Latest 1 year	0.4	0.2
Risk measures (Since inception month end prices)		
Maximum drawdown**	-12.5	-19.2
Percentage positive months	70.1	68.2
Annualised monthly volatility	10.3	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 August 2008.

** Maximum percentage decline over any period.

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