ALLAN GRAY

BALANCED FUND

FUND DETAILS AT 31 AUGUST 2009

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 funds in both the Prudential Medium Equity sector and the Prudential Variable Equity 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.

Price:	R 49.24
Size:	R 28 545 m
Minimum lump sum per investor account:	R 20 000
Minimum lump sum per fund:	R 5 000
Minimum debit order per fund:	R 500
Additional lump sum per fund:	R 500
No. of share holdings:	58
Income distribution: 01/07/08 - 30/06/09 (cents per unit)	Total 424.12

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.

Income distributions are higher than normal because the Fund was a shareholder of Remgro and Richemont when they unbundled in October 2008. For more information about this, please contact our Client Service Centre or refer to our website, details of which are below.

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 Fund continued to reduce its net equity exposure by selling shares into the recent stock market strength. The Fund's net equity exposure is down to 66.5% and its net exposure to SA equities is down to 52.6%.

The FTSE/JSE All Share Index has doubled in US dollar terms from its low in October last year, and the South African equity market and many other emerging equity markets are close to their record highs relative to developed markets.

The strength in the rand continues to surprise us, but we are making use of the opportunity to top-up the Fund's foreign exposure to its maximum 20% limit.

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TOP 10 SHARE HOLDINGS[1]

Company	% of portfolio
SABMiller	6.8
MTN Group	4.9
Anglogold Ashanti	4.9
British American Tobacco	4.4
Sasol	3.9
Remgro	3.5
Sanlam	3.0
Harmony Gold Mining Co	2.3
Compagnie Fin Richemont SA	2.1
Standard Bank Group	2.0

[1] The Top 10 Share Holdings at 30 June 2009. Updated quarterly.

TOTAL EXPENSE RATIO FOR THE YEAR ENDED 30 JUNE 2009[2]

Total expense ratio	Included in TER			
	Trading costs	Performance component	Fee at benchmark	Other expenses
1.73%	0.06%	0.49%	1.15%	0.03%

[2] A Total Expense Ratio (TER) is a measure of a portfolio's assets that are relinquished as operating expenses. The total operating expenses are expressed as a percentage of the average value of the portfolio, calculated for the year to the end of June 2009. 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.

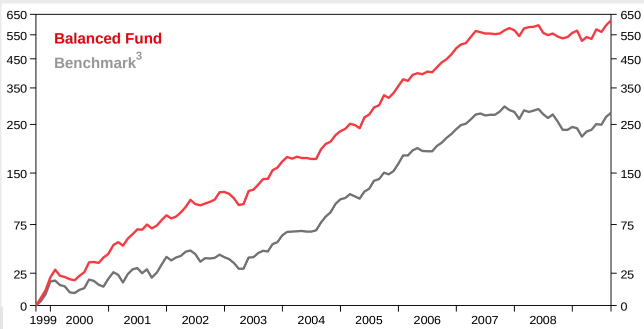
ASSET ALLOCATION AS AT 31 AUGUST 2009

Asset class	% of portfolio
Net SA equities	52.6
Hedged SA equities	0.0
Listed property	0.0
Commodities (New Gold)	3.0
Bonds	4.3
Money market and cash	20.4
Foreign	19.7
Total	100

Total net SA and foreign equity exposure: 66.5%.

PERFORMANCE

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



% Returns	Fund	Benchmark [3]
Since inception (unannualised)	616.9	279.4
Latest 5 years (annualised)	19.5	16.4
Latest 3 years (annualised)	11.4	7.9
Latest 1 year	9.5	1.1
Risk measures (Since inception month end prices)		
Maximum drawdown[4]	-15.4	-20.5
Percentage positive months	68.9	66.4
Annualised monthly volatility	10.6	10.9

[3] 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: Morningstar, performance as calculated by Allan Gray as at 31 August 2009.**

[4] Maximum percentage decline over any period.