Allan Gray Balanced Fund

Fund managers:	Ian Liddle, Duncan Artus, Andrew Lapping, Simon Raubenheimer (Most foreign assets are invested in Orbis funds)
Associate fund managers:	Ruan Stander, Jacques Plaut
Inception date:	1 October 1999
Class:	A

Fund description

The Fund invests in a mix of shares, bonds, property, commodities and cash. The Fund may buy foreign assets up to a maximum of 25% of the Fund (with an additional 5% for African ex-SA investments). The Fund typically invests the bulk of its foreign allowance in a mix of funds managed by Orbis Investment Management Limited, our offshore investment partner. The maximum net equity exposure of the Fund is 75% and we may use exchange-traded derivative contracts on stock market indices to reduce net equity exposure from time to time. The Fund is managed to comply with the investment limits governing retirement funds. Returns are likely to be less volatile than those of an equity-only fund.

ASISA unit trust category: South African - Multi Asset - High Equity

Fund objective and benchmark

The Fund aims to create long-term wealth for investors within the constraints governing retirement funds. It aims to outperform the average return of similar funds without assuming any more risk. The Fund's benchmark is the market value-weighted average return of funds in the South African – Multi Asset – High Equity category (excluding the Allan Gray Balanced Fund).

How we aim to achieve the Fund's objective

We seek to buy shares at a discount to their intrinsic value. We thoroughly research companies to assess their intrinsic value from a long-term perspective. This long-term perspective enables us 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. If the stock market offers few attractive shares we may increase the Fund's weighting to alternative assets such as bonds, property, commodities and cash, or we may partially hedge the Fund's stock market exposure. By varying the Fund's exposure to these different asset classes over time, we seek to enhance the Fund's long-term returns and to manage its risk. The Fund's bond and money market investments are actively managed.

Suitable for those investors who

- Seek steady long-term capital growth
- Are comfortable with taking on some risk of market fluctuation and potential capital loss, but typically less than that of an equity fund
- Wish to invest in a unit trust that complies with retirement fund investment limits
- Typically have an investment horizon of more than three years

Minimum investment amounts

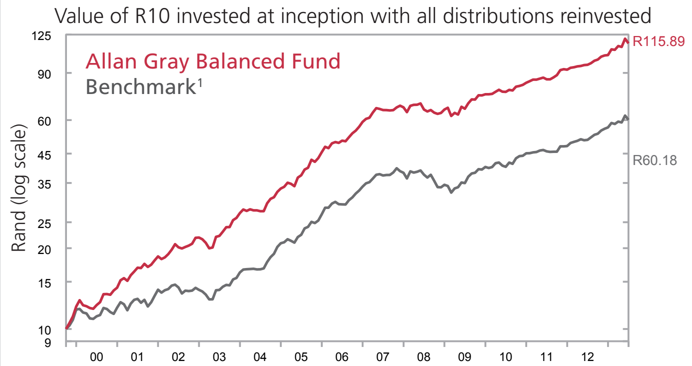
Minimum lump sum per investor account:	R20 000
Additional lump sum:	R500
Minimum debit order*:	R500

*Only available to South African residents.

Fund information on 30 June 2013

Fund size:	R70 349m
Fund price:	R73.61
Number of share holdings:	105

Performance net of all fees and expenses



% Returns	Fund	Benchmark[1]	CPI inflation[2]
Unannualised:			
Since inception	1058.9	501.8	117.8
Annualised:			
Since inception	19.5	13.9	5.9
Latest 10 years	18.0	15.7	5.4
Latest 5 years	12.0	9.9	5.7
Latest 3 years	14.9	14.4	5.3
Latest 2 years	16.6	14.5	5.6
Latest 1 year	20.1	18.9	5.6
Year-to-date (unannualised)	10.5	6.8	2.6
Risk measures (since inception)			
Maximum drawdown[3]	-15.4	-20.5	n/a
Percentage positive months[4]	70.3	69.1	n/a
Annualised monthly volatility[5]	9.6	9.9	n/a

1. The current benchmark is the market value-weighted average return of funds in the South African – Multi Asset – High Equity category (excluding the Allan Gray Balanced Fund). Since inception to 31 January 2013 the benchmark was the market value-weighted average return of the funds in both the Domestic Asset Allocation Medium Equity and Domestic Asset Allocation Variable Equity sectors of the previous ASISA Fund Classification Standard, excluding the Allan Gray Balanced Fund. Source: Morningstar, performance as calculated by Allan Gray as 30 June 2013.
2. This is based on the latest numbers published by I-Net Bridge as at 31 May 2013.
3. Maximum percentage decline over any period. The maximum drawdown occurred from 20 May 2008 to 27 October 2008 and maximum benchmark drawdown occurred from 20 May 2008 to 10 March 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 31 March 2013 is 1.40%, including a performance fee of 0.14% and trading costs of 0.07% and including fees charged in the underlying Orbis funds. The annual management fee rate for the three months ending 30 June 2013 including management fees charged on the underlying Orbis funds was 2.15% (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

The annual management fee rate is dependent on the return of the Fund relative to its benchmark over a rolling two-year period. The current benchmark is the market value-weighted average return of funds in the South African – Multi Asset – High Equity category (excluding the Allan Gray Balanced Fund). Since inception to 31 January 2013 the benchmark was the market value-weighted average return of the funds in both the Domestic Asset Allocation Medium Equity and Domestic Asset Allocation Variable Equity sectors of the previous ASISA Fund Classification Standard, excluding the Allan Gray Balanced Fund. 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 out- and underperformance 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 within the Orbis funds. These fees and other expenses are included in the total expense ratio.

Allan Gray Balanced Fund

Fund manager quarterly commentary as at 30 June 2013

Central banks fulfil an important role, but the financial press seems to overestimate their importance. A layman would surely be surprised to hear that there is an expectation for central bankers to grow employment by printing money and holding interest rates low. Surely there are many other important factors which are determining unemployment rates?

This overestimation of the importance of central banks and a short-term mind-set result in obsessive analysis of each word spoken by a central banker, looking for clues as to when money printing will be 'tapered' and short-term interest rates will rise back up to historical norms. We strive to look past the 'noise' and focus on factors which are important for making sound long-term investment decisions. What is important?

Overall corporate profits in relation to revenues or GDP are high compared to their history. While very successful companies may resist mean reversion for generations, it is harder for an index representative of all businesses to fight the powerful pull of mean reversion. If competition or the economic cycle don't do the job of depressing profit margins, then regulators and labour stand ready to stake a greater claim on companies' value added, leaving less for shareholders.

The deleveraging trend which started in 2007/08 is powerful and it continues. The low CPI inflation rates in developed markets, despite unprecedented global money creation, testify to the strength of the deflationary trend which so terrifies the central bankers. If there is widespread acknowledgement by lenders and borrowers that an economy is saddled with too much debt, can the central bankers really force continued credit expansion over the long term?

The current level of sovereign budget deficits is unsustainable. In South Africa's case, our reliance on foreigners to fund our budget deficit is also probably unsustainable should our underlying economy continue to stagnate.

Our efforts are focused on bottom-up stock-picking, but when making asset allocation decisions, such as the Fund's current full foreign exposure and below average equity exposure, these are the types of long-term 'big picture' factors which we consider – not whether the US Federal Reserve's quantitative easing programme will be tapered at the upcoming meeting or the next.

Please see the Allan Gray Equity Fund factsheet for commentary on the South African stock market.

Top 10 share holdings on 30 June 2013 (SA and Foreign) (updated quarterly)

Company	% of portfolio
Sasol	5.9
British American Tobacco	5.8
SABMiller	4.1
Standard Bank	2.5
Remgro	2.4
Anglo American[6]	1.9
Sanlam	1.5
Reinet Investments SA	1.3
Micron Technology	1.2
Investec	1.2
Total	**27.8**

6. Including Anglo American Stub Certificates.

Asset allocation on 30 June 2013

Asset class	Total	SA	Foreign
Net Equity	55.7	41.9	13.8
Hedged Equity	15.4	2.5	12.8
Property	0.8	0.6	0.2
Commodities	2.8	2.8	0
Bonds	9.5	9.4	0.1
Money Market and Bank Deposits	15.8	13.2	2.7
Total (%)	**100.0**	**70.4**	**29.6**[7,8]

7. This includes African ex-SA assets.
8. The Fund is above its foreign exposure limit due to market value movements.

Since inception, the Fund's month-end net equity exposure has varied as follows:

Minimum	49.3% (February 2000)
Average	63.3%
Maximum	72.7% (July 2004)

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 biannually.	31 Dec 2012	30 Jun 2013
Cents per unit	63.4551	63.9191

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

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Compliance with Regulation 28

The Fund is managed to comply with Regulation 28 of the Pension Funds Act. Exposures in excess of the limits will be corrected immediately, except where due to a change in the fair value or characteristic of an asset, e.g market value fluctuations, in which case they will be corrected within a reasonable time period. Allan Gray Unit Trust Management (RF) Proprietary Limited does not monitor compliance by retirement funds with section 19(4) of the Pension Funds Act (item 6 of Table 1 to Regulation 28).

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.