

Fund description and summary of investment policy

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 40%. The Fund's net equity exposure may be reduced from time to time using exchange-traded derivative contracts on stock market indices. 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 or a balanced fund.

ASISA unit trust category: South African – Multi Asset – Low Equity

Fund objective and benchmark

The Fund aims to provide a high degree of capital stability and to minimise the risk of loss over any two-year period, while producing long-term returns that are superior to bank deposits. The Fund's benchmark is the daily interest rate, as supplied by FirstRand Bank Limited, plus 2%.

How we aim to achieve the Fund's objective

A major portion of the Fund is typically invested in money market instruments. We seek to deploy the Fund's cash by investing in shares when they can be bought at a significant 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 allocate a low weight to shares or partially hedge the Fund's stock market exposure in consideration of the Fund's capital preservation objectives. The Fund may also invest in bonds, property and commodities. The Fund's bond and money market investments are actively managed.

Suitable for those investors who

- Are risk-averse and require a high degree of capital stability
- Seek both above-inflation returns over the long term, and capital preservation over any two-year period
- Require some income but also some capital growth
- Wish to invest in a unit trust that complies with retirement fund investment limits

Minimum investment amounts

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

*Only available to investors with a South African bank account.

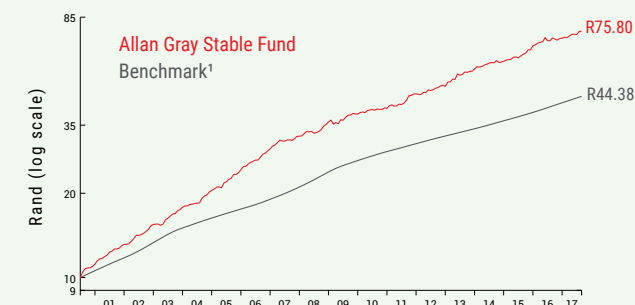
Fund information on 31 August 2017

Fund size	R44.4bn
Number of units	811 524 949
Price (net asset value per unit)	R35.07
Class	A

- The Fund's benchmark is the daily interest rate, as supplied by FirstRand Bank Limited plus 2%, performance as calculated by Allan Gray as at 31 August 2017.
- This is based on the latest numbers published by INET BFA as at 31 July 2017.
- Maximum percentage decline over any period. The maximum drawdown occurred from 12 May 2006 to 14 June 2006. Drawdown is calculated on the total return of the Fund (i.e. including income).
- The percentage of calendar months in which the Fund produced a positive monthly return since inception.
- 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.
- These are the highest or lowest consecutive 12-month returns since inception. This is a measure of how much the Fund and the benchmark returns have varied per rolling 12-month period. The Fund's highest annual return occurred during the 12 months ended 30 April 2006 and the benchmark's occurred during the 12 months ended 30 June 2003. The Fund's lowest annual return occurred during the 12 months ended 31 May 2017 and the benchmark's occurred during the 12 months ended 31 January 2014. All rolling 12-month figures for the Fund and the benchmark are available from our Client Service Centre on request.

Performance net of all fees and expenses

Value of R10 invested at inception with all distributions reinvested



% Returns	Fund	Benchmark ¹	CPI inflation ²
Cumulative:			
Since inception (1 July 2000)	658.0	343.8	159.3
Annualised:			
Since inception (1 July 2000)	12.5	9.1	5.7
Latest 10 years	9.4	8.1	6.0
Latest 5 years	9.8	7.2	5.7
Latest 3 years	9.1	7.7	5.2
Latest 2 years	10.0	8.1	5.3
Latest 1 year	5.9	8.3	4.6
Year-to-date (not annualised)	6.0	5.4	3.2
Risk measures (since inception)			
Maximum drawdown ³	-4.1	n/a	n/a
Percentage positive months ⁴	80.1	100.0	n/a
Annualised monthly volatility ⁵	4.3	0.7	n/a
Highest annual return ⁶	23.3	14.6	n/a
Lowest annual return ⁶	2.8	6.2	n/a

Meeting the Fund objective

Since inception and over the latest 10 and five-year periods, the Fund has outperformed its benchmark and CPI inflation, while providing a high degree of capital stability. The Fund aims to minimise the risk of loss over any two-year period. The lowest annual return number, in the 'Performance net of all fees and expenses' table, show that the Fund has not yet experienced a negative return over any rolling 12-month period.

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 quarterly.	30 Sep 2016	31 Dec 2016	31 Mar 2017	30 Jun 2017
Cents per unit	34.6935	24.4266	35.5995	27.5280

Annual management fee

Allan Gray charges a fee based on the net asset value of the Fund excluding the portion invested in Orbis funds. The fee rate is calculated daily by comparing the Fund's total performance over the last two years, to that of the benchmark. If the Fund's return over two years is equal to or less than 0%, Allan Gray will not charge a fee.

Fee for performance equal to the Fund's benchmark: 1.00% p.a. excl. VAT

For each percentage of two-year performance above or below the benchmark we add or deduct 0.1%, subject to the following limits:

Maximum fee: 1.50% p.a. excl. VAT

Minimum fee: 0.50% p.a. excl. VAT

This means that Allan Gray shares in approximately 20% of annualised performance relative to the benchmark.

A portion of the Fund may be invested in Orbis funds. Orbis charges performance-based fees within these funds that are calculated based on each Orbis fund's performance relative to its own benchmark. Orbis pays a marketing and distribution fee to Allan Gray.

Total expense ratio (TER) and Transaction costs

The annual management fees charged by both Allan Gray and Orbis are included in the TER. The TER is a measure of the actual expenses incurred by the Fund over a 3-year period (annualised). Since Fund returns are quoted after deduction of these expenses, the TER should not be deducted from the published returns (refer to page 4 for further information). Transaction costs are disclosed separately.

Top 10 share holdings on 30 June 2017 (SA and Foreign) (updated quarterly)⁸

Company	% of portfolio
Sasol	3.4
British American Tobacco	1.9
Standard Bank	1.9
Remgro	1.8
Old Mutual	1.6
Naspers	1.6
Barclays Africa	1.3
BHP Billiton	1.1
XPO Logistics	0.8
AbbVie	0.8
Total (%)	16.2

Total expense ratio (TER) and Transaction costs

TER and Transaction costs breakdown for the 3-year period ending 30 June 2017	%
Total expense ratio	1.65
Fee for benchmark performance	1.05
Performance fees	0.43
Other costs excluding transaction costs	0.02
VAT	0.15
Transaction costs (including VAT)	0.08
Total investment charge	1.73

Top credit exposures on 30 June 2017 (SA and Foreign) (updated quarterly)^{7,8}

Issuer	% of portfolio
FirstRand Bank	7.1
Nedbank	6.1
Absa Bank	5.5
Investec Bank	4.8
Standard Bank	3.7
African Bank	1.8
Sanlam	1.5
Total (%)	30.5

7. All credit exposure 1% or more of portfolio.

Asset allocation on 31 August 2017⁸

Asset Class	Total	South Africa	Africa ex-SA	Foreign ex-Africa
Net equity	36.8	25.3	0.9	10.6
Hedged equity	13.1	2.0	0.0	11.0
Property	2.5	1.7	0.0	0.8
Commodity-linked	3.8	3.4	0.0	0.4
Bonds	19.5	17.1	1.0	1.4
Money market and bank deposits	24.3	22.1	0.6	1.5
Total (%)	100.0	71.7	2.5	25.8⁹

8. Underlying holdings of Orbis funds are included on a look-through basis.

9. Up to 25% of the Fund's value can be invested outside of Africa and 5% in Africa outside of South Africa. Market movements periodically cause the Fund to move beyond these limits. This must be corrected within 12 months.

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

Minimum	(January 2010) 12.4%
Average	23.8%
Maximum	(August 2004) 39.4%

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

It may seem odd that the Fund's equity exposure has increased as the South African economic and political risk has risen over the past year. Senior politicians are increasingly calling for unorthodox economic policy that does not work and puts savings at risk. Equity is considered a 'risk asset' as equity prices move around more than say short-dated deposits. But the real risks for all savers are the permanent loss of capital that comes from buying overvalued assets or the loss of purchasing power through inflation. The best way to protect against these two evils is to own undervalued real assets.

The FTSE/JSE All Share Index (ALSI) price is down slightly over the past three years, despite Naspers, the largest share in the index, doubling over the period. Excluding Naspers, the ALSI returned -3% a year over the past three years. This means we have the opportunity to acquire assets for less than people were willing to pay three years ago despite inflation averaging 6% over the period. Granted, many shares were grossly overvalued three years ago and are now only beginning to approach fair value after substantial price declines.

Fortunately, our bottom-up research indicates that there are an increasing number of equities that should give investors a solid real return from here. Buying these businesses, that are trading below fair value both protects

investors from a permanent capital loss and wards off the inflation risk. A business with a 5% dividend yield that grows the dividend in line with inflation of say 6% results in a return of 11%, outside of any change in rating. This compares to the return on a 12-month deposit of 8%. As equity prices have fallen, we have been able to identify an increasing number of equities that we think should give investors returns that exceed inflation by 5%. We have replaced cash with these equity investments.

Foreign investors have bought R38bn of South African bonds over the past 6 months as emerging market bonds are very much in favour. The Fund has minimal exposure to fixed-rate bonds, as we think these assets pose a risk of permanent capital loss. Instead, the Fund has greater exposure to floating-rate notes, which pose a far lower risk of capital loss while providing a yield pick-up over cash.

The strengthening rand over the past 18 months has detracted from the Fund's returns. The local currency may have run its course and we have used the opportunity of levels below R13/US\$ to top up offshore exposure.

Commentary contributed by Andrew Lapping

**Fund manager quarterly
commentary as at
30 June 2017**

Management Company

Allan Gray Unit Trust Management (RF) Proprietary Limited (the 'Management Company') is registered as a management company under the Collective Investment Schemes Control Act 45 of 2002, in terms of which it operates 11 unit trust portfolios under the Allan Gray Unit Trust Scheme, and is supervised by the Financial Services Board ('FSB'). The Management Company is incorporated under the laws of South Africa and 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. Allan Gray Proprietary Limited (the 'Investment Manager'), an authorised financial services provider, is the appointed Investment Manager of the Management Company and is a member of the Association for Savings & Investment South Africa (ASISA). The trustee/custodian of the Allan Gray Unit Trust Scheme is Rand Merchant Bank, a division of FirstRand Bank Limited. The trustee/custodian can be contacted at RMB Custody and Trustee Services: Tel: +27 (0)87 736 1732 or www.rmb.co.za

Performance

Collective Investment Schemes in Securities (unit trusts or funds) 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 future performance. Movements in exchange rates may also cause the value of underlying international investments to go up or down. The Management Company does not provide any guarantee regarding the capital or the performance of the Fund. Performance figures are provided by the Investment Manager and are for lump sum investments with income distributions reinvested. Where annualised performance is mentioned, this refers to the average return per year over the period. Actual investor performance may differ as a result of the investment date, the date of reinvestment and dividend withholding tax.

Fund mandate

The Fund may be closed to new investments at any time in order to be managed according to its mandate. Unit trusts are traded at ruling prices and can engage in borrowing and scrip lending. The Fund may borrow up to 10% of its market value to bridge insufficient liquidity.

Unit price

Unit trust prices are calculated on a net asset value basis, which is the total market value of all assets in the Fund including any income accruals and less any permissible deductions from the Fund 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 Management Company by 14:00 each business day to receive that day's price. Unit trust prices are available daily on www.allangray.co.za

Fees

Permissible deductions may include management fees, brokerage, Securities Transfer Tax (STT), auditor's fees, bank charges and trustee fees. A schedule of fees, charges and maximum commissions is available on request from Allan Gray.

Total expense ratio (TER) and Transaction costs

The total expense ratio (TER) is the annualised percentage of the Fund's average assets under management that has been used to pay the Fund's actual expenses over the past three years. The TER includes the annual management fees that have been charged (both the fee at benchmark and any performance component charged), VAT and other expenses like audit and trustee fees. Transaction costs (including brokerage, Securities Transfer Tax [STT], STRATE and FSB Investor Protection Levy and VAT thereon) are shown separately. Transaction costs are a necessary cost in administering the Fund and impact Fund returns. They should not be considered in isolation as returns may be impacted by many other factors over time including market returns, the type of financial product, the investment decisions of the investment manager and the TER. Since Fund returns are quoted after the deduction of these expenses, the TER and Transaction costs should not be deducted again from published returns. As unit trust expenses vary, the current TER cannot be used as an indication of future TERs. 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. The TER and other funds' TERs should then be used to evaluate whether the Fund performance offers value for money. The sum of the TER and Transaction costs is shown as the Total investment charge.

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. The Management Company does not monitor compliance by retirement funds with section 19(4) of the Pension Funds Act (item 6 of Table 1 to Regulation 28).

Foreign exposure

This fund may invest in foreign funds managed by Orbis Investment Management Limited, our offshore investment partner.

Important information for investors

Need more information?

You can obtain additional information about your proposed investment from Allan Gray free of charge either via our website www.allangray.co.za or via our Client Service Centre on **0860 000 654**.