

Fund report and commentary – 31 December 2008

Overview: The Greencape Wholesale Broadcap Fund (Fund), posted a return of -15.73% (after fees)* compared with the S&P/ASX 300 Accumulation Index (benchmark), which returned -18.48%.

Performance							
	Quarter (%)	1 year (%)	2 years (%) p.a.	3 years (%) p.a.	Inception (%) p.a.		
Greencape Wholesale Broadcap Fund	-15.73	-36.87	-10.52	-	-2.43		
Growth return	-16.44	-39.51	-16.28	-	-7.90		
Distribution return	0.72	2.64	5.76	-	5.47		
S&P/ASX 300 Accumulation Index	-18.48	-38.92	-15.75	-	-8.71		
Active return (net)	2.75	2.05	5.23	-	6.28		

Returns are calculated after fees have been deducted, assuming reinvestment of distributions. No allowance is made for tax. Past performance is not a reliable indicator of future performance.

Investment objective

The Fund aims to provide capital growth over the medium to long term investment horizon through a diversified portfolio of large, mid and small capitalisation Australian shares and provide returns above the benchmark, the S&P/ASX 300 Accumulation Index, over rolling three-year periods.

Investment manager

Greencape Capital Pty Ltd

Investment strategy

Greencape is an active, bottom-up stock picker. Whilst not targeting a specific investment style and investing in stocks displaying 'value' and 'growth' characteristics, Greencape's focus is on a company's qualitative attributes, which will generally lead to 'growth' oriented portfolios. This is an outcome of Greencape's bottom up process. As such, Greencape's investment style may be classified as 'growth at a reasonable price' (GARP).

Distribution frequency

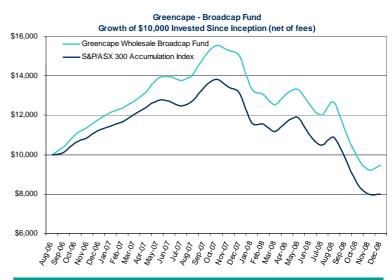
Quarterly

Suggested minimum investment timeframe

At least five years







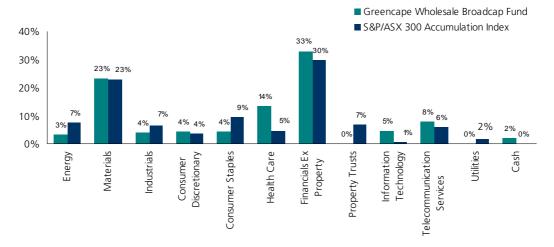
Asset allocation					
	Current (%)	Range (%)			
Securities	99	85 - 100			
Cash	1	0-15			
Fund facts					
	Greencape Wholesale Broadcap				
		Fund			
Inception date		11/09/2006			
APIR code		HOW0034AU			
Fees					
	Greencape Wh	olesale Broadcap			
	Greencape Wh	olesale Broadcap Fund			
Entry fee	Greencape Wh				
Entry fee 2007/08 ICR	Greencape Wh	Fund			
	Greencape Wh	Fund Nil			
2007/08 ICR	15% of the Fund's	Fund Nil 2.58% 0.95%p.a. after management			
2007/08 ICR Management fee	15% of the Fund's	Fund Nil 2.58% 0.95%p.a.			
2007/08 ICR Management fee	15% of the Fund's	Fund Nil 2.58% 0.95%p.a. after management			



Fund report and commentary – 31 December 2008



Sector exposures as at 30 November 2008



Market Review

In the December quarter the S&P/ASX 200 Accumulation Index dropped 18.3%, marking the 5th consecutive quarter of negative returns and the single largest annual fall (38.4%) on record, returning the market to levels last reached in 2004. This was only the 2nd time the Australian share market has experienced falls in five consecutive quarters, the previous occasion being the 1989/1990 "recession we had to have" when the market fell 29.4%.

The historical magnitude of the fall can be seen in the following chart:

					2001					
					2000					
					1998					
					1997					
					1996					
					1969 1966					
					1964					
					1961	2007				
					1956	2006				
					1955	2005				
					1953	2003				
					1949	1999				
					1946	1995				
					1945	1989				
					1944	1988 1978				
					1943 1939	1978				
					1935	1972				
					1928	1958				
					1926	1957				
					1924	1954				
					1920	1947				
				1992	1918	1942				
				1984	1917	1936				
			0000	1976	1914	1934				
			2002 1994	1971 1962	1913 1912	1932 1931				
			1994	1962	1912	1931				
			1982	1948	1910	1925				
			1981	1940	1909	1923		1993		
			1965	1938	1907	1922	2004	1985		
			1960	1937	1906	1921	1991	1979		
		1990	1952	1916	1905	1919	1963	1968	1986	
	1974	1973	1941	1915	1904	1908	1950	1967	1980	
2008	1930	1970	1929	1901	1902	1903	1933	1959	1975	1983
			-20% to		0% to	10% to	20% to	30% to	40% to	50% to
40%	-30%	-20%	-10%	0%	10%	20%	30%	40%	50%	60%





Money Management LONSEC FUND MANAGER OF THE YEAR 2008 WINNEP





Fund report and commentary – 31 December 2008

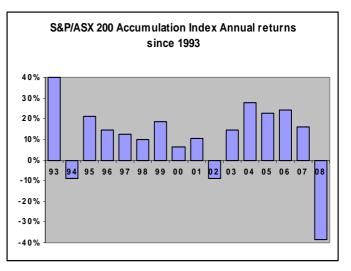
The December quarter featured two particularly weak months, October down 12.6%, and November down a further 6.2%. October's weak performance was driven by the frequent release of poor and deteriorating economic data. In particular employment data in the US and Europe weakened considerably as did Chinese economic activity, illustrated by falling electricity generation. The deterioration in China's economic growth resulted in further falls in hard commodity stocks with particular weakness in mining contractor/service providers due to concerns lower commodity prices will lead to lower production volumes. Indeed, the December quarter saw a large list of mining and related infrastructure projects being delayed or cancelled.

"I do know that the American economy, over a period of time, will do very well, and people who own a piece of it will do well. But they shouldn't own it on leverage. That's what people have learned in this period, that you've got to be able to play out your hand and it's a big mistake to let somebody else be in a position where they can sell you out."

24/09/08

All sectors' returns were negative for the December quarter with the traditional defensive sectors outperforming, albeit because they declined the least!

	Dec Quarter	2008
Market (S&P/ASX 200 AI)	- 18.3%	- 38.4%
Best performing sectors:		
Utilities	- 4.8%	- 30.3%
Healthcare	- 7.3%	- 9.1%
Telecommunications	- 8.7%	- 17.5%
Worst performing sectors:		
Property Trusts	- 32.9%	- 54.0%
Industrials	- 25.1%	- 45.6%
Materials	- 25.1%	- 40.7%
Consumer Discretionary	- 24.6%	- 53.9%
Energy	- 21.3%	- 16.7%



Investors punished any stock considered dependent on debt markets for further capital, particularly listed property trusts. There were a number of examples of banks refusing to refinance debts, resulting in corporates desperately relying on the equity market as a funding source.









Fund report and commentary – 31 December 2008

The energy sector was weak with the oil price hitting multi year lows in December, despite OPEC jawboning about production cuts. October and November also included the bank reporting season which featured a continuing trend of growing bad debts, increased

"High risk and high leverage proved to be a fatal combination. It always does."

Glen Stevens, RBA Governor, 17/09/08.

funding costs and an urgent desire to recapitalise balance sheets. The banks performed poorly during the quarter as all major banks, except for ANZ, raised equity through placements/rights issues.

Globally interest rates continued to fall, and many governments announced substantial fiscal stimulus programs designed to restore consumer confidence. This has supported sentiment towards retailers in the short term.

Company Visits and Observations

 Retailers approached Christmas very cautiously, with evidence of deep discounting emerging early in this key shopping season. Whilst confidence from retailers has clearly been boosted by

"The timing is what the timing is" Bob Every, Chairman Wesfarmers re Coles Acquisition. AFR 17/11/2008

falling interest rates, falling petrol prices and government fiscal stimulus packages, it has been offset by low consumer confidence due to job security concerns.

- In November we visited the United States, during which we noted the following observations of US companies:
 - Companies are very focused on managing their balance sheets, including locking in debt funding or increasing free cash flow to repay debt (often via cutting growth capital expenditure).
 - Management of multinationals believe that emerging economies are better positioned compared to previous downturns. This should assist in rejuvenating global growth.
 - Cost pressures are now easing including input costs (commodities), labour (more workers now available) and rents (from rising vacancies).

"... the business cycle. It is not dead, even though it has been muted for the past two decades." Alan Greenspan, The Age of Turbulence 2007

 Companies have very limited or no visibility on a recovery in US consumer spending.







Fund report and commentary – 31 December 2008

- Almost all companies we spoke to during the quarter were reducing or delaying their capital expenditure where possible, including defensive businesses that are highly cash generative.
- Many companies we spoke to are increasingly focused on generating additional cash flow by reducing their working capital. To achieve this,

"During times of dislocation, market shares become more fluid" Mark Joiner CFO NAB, 21/10/08

companies are using a combination of delaying their own supplier payments whilst increasing their focus on timely debtor collection. Clearly this is a zerosum game for the economy as a whole so there will be winners and losers, which we think will be determined largely by the relative bargaining powers of companies within their respective supply chains.

 Some companies with strong balance sheets are using this period of financial stress to position themselves to pick-up assets at large discounts to previously traded multiples, and as such we believe will be long term beneficiaries of this

"AIG would be doing fine now, I think, if they'd never heard of the word derivative." Warren Buffett CNN interview 24/09/08

period of economic turmoil. QBE is one such company, recently acquiring a large US lender property insurer (November) and PMI Australia (August), which has a 40% market share of Australia's residential mortgage insurance industry, along with other smaller acquisitions at favourable prices.

- Regulatory risk appears to have been underappreciated by the market with the recent example of Telstra being excluded from the federal government's RFP process for the National Broadband Network. This follows on from the recent government regulatory changes which impacted Tattersalls (loss of gaming licence) and Healthscope (rise in the threshold of income level for the private health insurance rebate). Other regulatory changes witnessed during the quarter were the government's guarantee on bank deposits, negatively impacting non-bank lenders including state governments, and a temporary ban on the short-selling of shares.
- The quarter saw huge drops in a number of commodities, some of which were:
 - The Baltic Dry Index (International shipping freight rates) declined 76% for the quarter and 93% from its high in May.









Fund report and commentary – 31 December 2008

 Oil (WTI) dropped 61% for the quarter to US\$39 a barrel and was off 73% from its peak of US\$145 in July.

Fund Outlook

Markets currently provide compelling value but also considerable risk to earnings. This stems from the considerable uncertainty with respect to the global GDP growth trends, the role China and other emerging economies will play and how successful the globally co-ordinated monetary and fiscal stimuli is.

"It is possible that we are witnessing the early part of a new phase where the household spending and borrowing dynamic is different from the past decade and a half." Glen Stevens, RBA Governor, 17/09/08.

The trade-off between valuation and earnings risk is also very much prevalent at the stock level and is central to our current focus and ensuing portfolio positioning.

Relative to our last quarterly report our portfolio is more balanced, having taken profits in certain defensive positions at full prices whilst selectively increasing our exposure to high quality companies offering compelling upside, but also short term earnings risk. We remain happy holders of defensive names such as CSL, Tatts Group and Healthscope that continue to offer solid valuation

"It's nice to have a lot of money, but you don't want to keep it around forever. I prefer buying things. Otherwise it's a little like saving up sex for your old age." Warren Buffett CNN interview 24/09/08

appeal. On the other side of the ledger we have been selling our position in Woolworths at levels above our fundamental valuation.

Any information contained in this publication is current as at 31/12/08 unless otherwise specified and is provided by Challenger Managed Investments Ltd ABN 94 002 835 592 AFSL 234 668, the issuer of the Fund. It should be regarded as general information only rather than advice. It has been prepared without taking account of any person's objectives, financial situation or needs. Because of that, each person should, before acting on any such information, consider its appropriateness, having regard to their objectives, financial situation and needs. Each person should obtain a Product Disclosure Statement (PDS) relating to the product and consider that Statement before making any decision about the product. A copy of the PDS can be obtained from your financial planner, our Investor Services team on 13 35 66, or on our website: www.challenger.com.au. If you acquire or hold one of our products, we will receive fees and other benefits, which are disclosed in the PDS for the product. We and our employees do not receive any specific remuneration for any advice provided to you. However, financial advisers (including some Challenger group companies) may receive fees or commissions if they provide advice to you or arrange for you to invest with us. Some or all of the Challenger group companies and their directors may benefit from fees, commissions and other benefits received by another group company.







