# Financial Statements



ORBIS SICAV JAPAN EQUITY *Fund* 

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### DIRECTORY

### Registered office and mailing address

Orbis SICAV - Japan Equity Fund 31, Z.A. Bourmicht L-8070 Bertrange Luxembourg

### Directors

Allan W B Gray (Chairman) Orbis Investment Management Limited Bermuda

John C R Collis Bermuda

William B Gray Orbis Investment Management Limited Bermuda

Claude Kremer Arendt & Medernach Luxembourg

Austin J O'Connor Consultant Luxembourg

David T Smith Ecosse Limited Bermuda Allan W B Gray was the Chairman and a Director of the Orbis Funds, Orbis Investment Management Limited and Orbis Management Limited (B.V.I.) Limited. He retired effective 1 January 2016.

John C R Collis is a Director of the Orbis Funds.

William B Gray is the President and a Director of the Orbis Funds and Orbis Investment Management Limited and the Portfolio Manager of Orbis Investment Management Limited and Orbis Investment Management (B.V.I.) Limited.

Claude Kremer is a Partner of Arendt & Medernach in Luxembourg.

Austin J O'Connor is an independent consultant in Luxembourg.

David T Smith is the Managing Director of Ecosse Limited.

### **APPOINTMENTS**

### Manager

Orbis Investment Management (Luxembourg) S.A. 155, rue Cents L-1319 Luxembourg Luxembourg

### **Portfolio Managers**

In relation to the Asia ex-Japan Equity Fund, the Japan Equity Fund and the Japan Core Equity Fund: Orbis Investment Management (B.V.I.) Limited Orbis House 25 Front Street Hamilton HM 11 Bermuda

In relation to the Global Equity Fund, the Global Balanced Fund and the International Equity Fund: Orbis Investment Management Limited Orbis House 25 Front Street Hamilton HM 11 Bermuda

*In relation to the Europe Equity Fund:* Orbis Portfolio Management (Europe) LLP 15 Portland Place London W1B 1PT United Kingdom

### Placing Agent

Orbis Investment Management Limited Orbis House 25 Front Street Hamilton HM 11 Bermuda

### Custodian, Administrator, Paying Agent, Domiciliary, Registrar and Transfer Agent

Citibank Europe plc\* Luxembourg Branch 31, Z.A. Bourmicht L-8070 Bertrange Luxembourg \*Effective 1 January 2016 following the merger of Citibank International Limited and Citibank Europe plc

#### Legal Adviser in Luxembourg

Arendt & Medernach 41A, Avenue John F. Kennedy L-2082 Luxembourg Luxembourg

#### **Investment Advisors**

In relation to Orbis Investment Management (B.V.I.) Limited and Orbis Portfolio Management (Europe) LLP: Orbis Investment Management Limited Orbis House 25 Front Street Hamilton HM 11 Bermuda

In relation to Orbis Investment Management Limited: Orbis Investment Advisory Limited 15 Portland Place London W1B 1PT United Kingdom

Orbis Portfolio Management (Europe) LLP 15 Portland Place London W1B 1PT United Kingdom

Orbis Gestion S.A. Avenue de Rumine 7 1005 Lausanne Switzerland

Orbis Investment Management (U.S.), LLC 600 Montgomery Street, Suite 3800 San Francisco, CA 94111 United States of America

Orbis Investment Advisory (Hong Kong) Limited Suites 1802-1805 18th Floor, Chater House 8 Connaught Road Central, Hong Kong

#### Auditor

Ernst & Young, Société anonyme 35E, Avenue John F. Kennedy L-1855 Luxembourg Luxembourg

#### **ORBIS SICAV**

### **REPORT OF THE INDEPENDENT AUDITOR**

To the Shareholders of Orbis SICAV - Japan Equity Fund, Luxembourg

We have audited the financial statements (the "full financial statements") of Orbis SICAV and of each of its Funds (the "Company") for the year ended 31 December 2015 from which the accompanying abridged financial statements were derived, in accordance with International Standards on Auditing as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier". In our report dated 26 January 2016 we expressed an unqualified opinion on the full financial statements. These abridged financial statements on pages 4 - 10 comprise the statement of net assets of Orbis SICAV - Japan Equity Fund as at 31 December 2015, the statement of operations and changes in net assets for the year then ended, the schedule of investments as at 31 December 2015, and a summary of significant accounting policies and other explanatory notes to the financial statements.

In our opinion, the accompanying abridged financial statements are consistent, in all material respects, with the full financial statements from which they were derived.

For a complete understanding of the scope of our audit and of the Company's and of each of its Fund's financial position as at 31 December 2015 and of the results of their operations and changes in their net assets for the year then ended, the abridged financial statements should be read in conjunction with the full financial statements and our audit report thereon.

Supplementary information included in the abridged financial statements has been reviewed in the context of our mandate but has not been subject to specific audit procedures carried out in accordance with the standards described above. Consequently, we express no opinion on such information. However, we have no observation to make concerning such information in the context of the abridged financial statements taken as a whole.

ERNST & YOUNG Société anonyme Cabinet de révision agréé

M Jerguson

Michael Ferguson

Luxembourg 26 January 2016

# JAPAN EQUITY FUND

## STATEMENT OF NET ASSETS (¥ MILLIONS)

As at 31 December	2015
Assets	
Investments in Transferable Securities at Cost	191,769
Unrealised Appreciation	31,985
Investments in Transferable Securities at Fair Value	223,754
Other Assets	
Cash and Cash Equivalents	563
Accounts Receivable and Accrued Income	186
Due from Brokers	148
Total Other Assets	897
Total Assets	224,651
Liabilities	
Due to Brokers	116
Accounts Payable and Accrued Expenses	229
Net Unrealised Loss on Forward Currency Contracts	380
Total Liabilities	725
Net Assets	223,926

See accompanying notes on page 7



# JAPAN EQUITY FUND

# STATEMENT OF OPERATIONS AND CHANGES IN NET ASSETS (¥ MILLIONS)

For the Year Ended 31 December	2015
Investment Income	3,973
Dividends and Interest	3,973
Expenses	3,215
Manager's Fees	3,031
Administration, Custody Fees and Other	184
Net Investment Income	758
Net Gain (Loss) from Investments and Currencies	23,422
Realised	29,229
Unrealised	(5,807)
Increase in Net Assets Resulting from Operations	24,180
Shareholders' Activity During the Year	
Subscriptions	
Orbis Funds	52,620
Shareholders	9,840
Switches Between Funds	12,793
Redemptions	
Orbis Funds	(59,982)
Shareholders	(15,174)
Switches Between Funds	(12,636)
Increase in Net Assets	11,641
Net Assets at Beginning of Year	212,285
Net Assets at End of Year	223,926

See accompanying notes on page 7



# JAPAN EQUITY FUND

### SCHEDULE OF INVESTMENTS AT 31 DECEMBER 2015 (¥ MILLIONS)

<b>Transferable Securities</b>	Trans	ferabl	e Sec	curities
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		% of
Security (Ranked by sector)	Fair Value	Net Assets
Cyclicals		30
Daito Trust Construction	15,701	7
INPEX	12,765	6
Nissan Motor	10,564	5
Honda Motor	7,789	3
Mitsui Mining and Smelting	7,355	3
SEGA SAMMY HOLDINGS	4,637	2
Asahi Kasei	4,513	2
Positions less than 1%	2,785	1
Consumer Non-Durables		29
Mitsubishi	15,693	7
Sumitomo	14,596	7
Sundrug	9,741	4
TSURUHA Holdings	9,132	4
Ship Healthcare Holdings	8,109	4
Rakuten	3,394	2
Positions less than 1%	3,475	2
Financials		19
Sumitomo Mitsui Financial Group - Common and ADR	16,628	7
Aflac	8,066	4
Sony Financial Holdings	4,401	2
Sompo Japan Nipponkoa Holdings	4,351	2
T&D Holdings	3,446	2
Dai-ichi Life Insurance	2,959	1
J Trust	2,732	1
Information and Communication		15
NEXON	12,718	6
Nippon Television Holdings	9,976	4
SoftBank Group	9,969	4
Positions less than 1%	716	-
Technology		8
Yokogawa Electric	9,003	4
Brother Industries	3,353	1
Canon	2,900	1
Wacom	2,286	1
	223,754	100

May not sum due to rounding

See accompanying notes on page 7

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#### **ORBIS SICAV**

### NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2015

### General

Orbis SICAV (the "Company") qualifies as an open-ended investment company with variable capital (Société d'Investissement à Capital Variable ("SICAV")), with limited liability under Part I of the Luxembourg law of 17 December 2010 (as amended) on undertakings for collective investment.

The Company is structured as an umbrella fund, providing both individual and institutional investors with an opportunity to invest in a variety of funds. The Company currently offers shares in the Asia ex-Japan Equity Fund, the Europe Equity Fund, the Global Balanced Fund, the Global Equity Fund, the International Equity Fund, the Japan Core Equity Fund and the Japan Equity Fund. Each Fund's share capital consists of one or more of the following share classes: Base Refundable Reserve Fee, Core Refundable Reserve Fee, Fee Reserve, Founding Refundable Reserve Fee, Institutional Investor, Investor, No Fee, Yen and Zero Base Refundable Reserve Fee. These share classes differ with respect to their eligibility requirements and the management fees applied.

A separate pool of assets is maintained for each Fund. A Fund is not a separate legal entity. All of these Funds together comprise the Orbis SICAV single legal entity. Under Luxembourg law, the rights of the shareholders and creditors of a Fund which arise in connection with the creation, operation or liquidation of the Fund are limited to the assets of that Fund and the assets of the Fund are exclusively available to satisfy such rights.

This abridged version of the Annual Report of Orbis SICAV - Japan Equity Fund (the "Fund") does not contain certain Luxembourg legal and regulatory disclosure requirements as included in the complete version of the Annual Report. A complete version of the Annual Report is available upon request and free of charge at the registered office of the Company 15 days prior to the Annual General Meeting of Shareholders of the Company.

#### Significant Accounting Policies

These financial statements have been prepared in accordance with Luxembourg legal and regulatory requirements applicable to investment funds.

**Investments.** Investments are recorded as of the trade date and are stated at their fair values. Investments in marketable securities are valued at their closing prices and forward currency contracts at their mid prices. If these prices are unavailable or considered unrepresentative of fair value, a price considered fair by the Manager will be used. The amounts realised may differ from these valuations due to variations in pricing, exchange rates, trading volumes and regulations.

Foreign Currency Translation. Assets, liabilities and forward currency contracts denominated in foreign currencies are translated into Japanese yen using exchange rates prevailing at the year-end. Income and expenses in foreign currencies are translated into Japanese yen at the exchange rates prevailing at the dates of the transactions. Translation exchange gains and losses are included in the Statement of Operations and Changes in Net Assets. The unrealised gains or losses on forward currency contracts are included in the Statement of Net Assets and the movement in the unrealised gains or losses is included in the Statement of Operations and Changes and Changes in Net Assets.

Income and Expenses. The accrual basis is used to recognise income and expenses. Dividends are accrued, net of withholding taxes, on the ex-date of the dividend once the ex-date and amount are known with reasonable certainty. Realised gains and losses on investments are based on average cost. All income and expenses which can be allocated directly to individual share classes are charged to those share classes. Income and expenses which do not relate specifically to a particular share class are allocated between the share classes pro rata to their Net Asset Values.

Accounting Estimates. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

### Taxes

Under current law and practice, the Company is not liable to Luxembourg taxes on income or capital gains, nor are dividends paid by the Company liable to any Luxembourg withholding tax. Income and capital gains on the Company's investments, however, may be subject to withholding or capital gains taxes in certain countries.

The Fund is subject to a tax (taxe d'abonnement) in Luxembourg on the net assets attributable to its Investor share classes of 0.05% per annum and to its No Fee, Refundable Reserve Fee and Fee Reserve share classes of 0.01% per annum, such tax being payable quarterly and calculated on the net assets of each share class at the end of each calendar quarter.

### Share Capital

At 31 December 2015, the Fund offers Investor shares in Japanese yen and in euro and Core, Founding and Zero Base Refundable Reserve Fee and No Fee shares in Japanese yen. The No Fee shares are offered to collective investment schemes portfolio-managed by the Portfolio Manager or one of its affiliates. Fee Reserve shares are issued to the Portfolio Manager in relation to the performance fee.

At 31 December 2015, the following shares were issued and outstanding:

	Number of Shares	Net Asset Value per Share
		¥
Investor Shares - Yen Class	26,556,906	4,416
Class A-9 Founding Refundable Reserve Fee Shares	5,421,432	4,692
Class S-11 Founding Refundable Reserve Fee Shares	3,679,346	4,488
Class S-12 Founding Refundable Reserve Fee Shares	159,282	4,488
Class U-2 Founding Refundable Reserve Fee Shares	2,123,518	4,608
Fee Reserve Shares	105,882	4,969
No Fee Shares	4,204,956	6,426
		€
Investor Shares - Euro Class	6,985,359	29.22

### Material Contracts - Forward Currency Contracts

At 31 December 2015, the Fund held open forward currency contracts settling on or before 17 June 2016 having net contract and net fair values as set out below. These contracts expose the Fund to credit risk arising from the potential inability of a counterparty to perform under the terms of a contract. To limit its risk to the amount of any net unrealised gain, the Fund has entered into agreements whereby all its currency transactions with the counterparty to that agreement can be netted. The Fund uses the commitment approach to determine its global exposure related to derivative instruments.

Currency	Contract Value	Contract Value ¥	Fair Value ¥	Unrealised (Loss) ¥
EUR	204,022,417	27,019,306,648	26,639,127,357	(380,179,291)

### Commitments

Orbis SICAV - Global Equity, Asia ex-Japan Equity and Japan Equity Funds along with Orbis Global Equity Fund Limited have entered into an uncommitted multi-currency line of credit which may be drawn upon for the purpose of paying redemptions. The maximum which may be drawn across all these funds is US\$500 million and for each Fund cannot exceed 10% of its Net Asset Value. Drawdowns bear interest at market rates and cannot be outstanding for more than seven business days. The facility expires on 7 July 2016. During 2015 no amounts were drawn upon by the Funds.

### Custodian and Administrator Fees

Fees due in respect of custody, administration and other related services for the year amounted to \$86,155,054 of which \$16,417,917 was payable at year-end.

### **Transaction Costs**

Transaction costs, which include brokerage and other costs incurred in connection with the purchase and sale of investments, for the year amounted to ¥150,836,915 and are recorded as part of Realised Net Gain (Loss) from Investments and Currencies in the Statement of Operations and Changes in Net Assets.

### Directors' Fees and Expenses

There are no existing or proposed service contracts between any of the Directors and the Company. The Shareholders of the Company have approved Director's fees to each of Messrs Collis, Kremer, O'Connor and Smith of US\$40,000 for 2015 before withholding tax. No other Directors have received any remuneration or other direct benefit material to them.

### **Related Party Transactions**

Orbis Investment Management (Luxembourg) S.A. is the Manager, and Orbis Investment Management (B.V.I.) Limited is the Portfolio Manager of the Fund.

The Investor shares pay the Manager and the Portfolio Manager a fee which can vary between 0.5% and 2.5% per annum of weekly net assets, determined by the Investor-Yen class' rate of return versus its performance fee hurdle. The Manager and Portfolio Manager are paid a base fee by each of the Core and Founding Refundable Reserve Fee shares of between 0.30% and 0.45% per annum of their net assets. The Zero Base Refundable Reserve Fee shares do not pay a base fee. The Core and Founding Refundable Reserve Fee shares a performance related fee of 25%, and for the Zero Base Refundable Reserve Fee shares, a fee of 33%, of the share class' rate of return versus its performance fee hurdle since the last Dealing Day. At each Dealing Day, the Portfolio Manager is issued Fee Reserve shares to the extent of any performance fee accrued. The performance fee is partially refundable in the event of future underperformance, with the refund limited to the value of the Fee Reserve shares related to each investor's Refundable Reserve Fee shares and the fee subject to a high water mark should the available refund be exhausted. The No Fee shares and the Fee Reserve shares bear no fee.

For each investor in the Core and Founding Refundable Reserve Fee share classes, when the value of their related Fee Reserve shares exceeds 3% and 7% per annum of the total Net Asset Value of their Refundable Reserve Fee shares, the Portfolio Manager is paid in cash at an annualised rate of 1% and 2%, respectively, of the total Net Asset Value of those Refundable Reserve Fee shares. For each investor in the Zero Base Refundable Reserve Fee share class, payment is made at an annualised rate of 0.75% of the total Net Asset Value of their Refundable Reserve Fee shares when there is value in their related Fee Reserve shares, and increased to an annualised rate of 1.75% and 2.75% when the value of the related Fee Reserve shares exceeds 3% and 7% per annum, respectively, of the total Net Asset Value of their Refundable Reserve Fee shares.

At 31 December 2015, the value of the Fee Reserve shares in issue with respect to the following Founding Refundable Reserve Fee share classes was: A-9–317,000,974 and U-2–2208,400,882.

Performance fees (refunds) for the year amounted to: A-9 – ¥113,616,713, S-11– (¥91,318), S-12 – (¥3,830), and U-2 – ¥48,051,845 of which ¥36,829,069 were receivable at year-end.

The Manager and Portfolio Manager have agreed that for the year ended 31 December 2015 the operating expenses, excluding the Manager's fees, brokerage and transaction costs and interest, attributable to the Investor shares will be capped at 0.20% per annum and to each of the Refundable Reserve Fee, Fee Reserve and No Fee share classes will be capped at 0.15% per annum.

At the year-end, other Orbis funds held 16,337,190 Investor-Yen shares and all the No Fee shares in the Fund. Other related parties, which include institutional and other clients managed on a discretionary basis and the Directors and Officers of the Orbis funds and of their Managers and Investment Advisors, held 1,147,608 Investor-Yen shares and 16,423 Investor-Euro shares in the Fund excluding their indirect holdings via other Orbis funds.

The Portfolio Manager holds all the Fee Reserve shares.

Certain of the Company's Directors also act as executives and directors of related companies, details of which are provided on page 1 of this report.

### NOTICES

Annual General Meeting. In accordance with Luxembourg law, notice of the Annual General Meeting of Orbis SICAV - Japan Equity Fund (the "Fund") will be sent to Shareholders shortly prior to the scheduled date of the meeting on 2 May 2016.

Notice to Persons in the European Economic Area (EEA). The Fund, a sub-fund of Orbis SICAV, a UCITS IV compliant Luxembourg fund, is admitted for public marketing in Ireland, Luxembourg, the Netherlands, Norway and the United Kingdom. Persons located in any EEA member state will only be permitted to subscribe for shares in the Fund under certain circumstances as determined by, and in compliance with, applicable law.

EU Savings Directive. Orbis' assessment is that the Fund is effectively exempt from the application of the European Union Savings Directive 2003/48/EC of 3 June 2003 on taxation of savings income in the form of interest payments. Payments from the Fund, including dividends and redemption proceeds to residents of the European Union, should not be subject to having tax withheld by paying agents under the Directive.

Supplemental Disclosure under the Distance Marketing of Financial Services Directive. Disclosure requirements arising from the European Council Distance Marketing Directive (No. 2002/65/EC) apply to financial services supplied at a distance to consumers in the European Union. The Fund has determined that for the purposes only of meeting the Directive requirements, the Luxembourg Distance Marketing of Consumer Financial Services Law of 2006 shall apply to the establishment of relations with prospective and current Members entitled to the benefit of the Directive. The Fund is required to provide specified information to prospective and current Members. This specified information, which is provided in English, is contained in the Fund's Prospectus, Application Form and (for Members who elect to view their account online at www.orbis.com) the terms of use of Orbis' website. These services are not a type of financial service to which cancellation rights apply.

**Other.** This Report does not constitute a financial promotion, a recommendation, an offer to sell or a solicitation to buy shares or units of the Fund. Subscriptions are only valid if made on the basis of the current Prospectus of the Fund. Certain capitalised terms are defined in the Glossary section of the Fund's Prospectus, a copy of which is available upon request. Orbis Investment Management (B.V.I.) Limited is licensed to conduct investment business by the Bermuda Monetary Authority. This Report is approved for issue in the United Kingdom by Orbis Investment Advisory Limited, 15 Portland Place, London, England W1B 1PT; a firm authorised and regulated by the Financial Conduct Authority.

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