



BROMLEY CIVIC CENTRE, STOCKWELL CLOSE, BROMLEY BRI 3UH

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DATE: 29 October 2013

To: Members of the
PENSIONS INVESTMENT SUB-COMMITTEE

Councillor Paul Lynch (Chairman)

Councillor Julian Grainger (Vice-Chairman)

Councillors Eric Bosshard, Russell Mellor, Neil Reddin FCCA, Richard Scoates and Stephen Wells

Glenn Kelly (Non-Voting Staff Representative)

A meeting of the Pensions Investment Sub-Committee will be held at Bromley Civic Centre on **THURSDAY 7 NOVEMBER 2013 AT 7.30 PM**

MARK BOWEN

Director of Corporate Services

Copies of the documents referred to below can be obtained from
www.bromley.gov.uk/meetings

A G E N D A

- 1 **APOLOGIES FOR ABSENCE AND NOTIFICATION OF SUBSTITUTE MEMBERS**
- 2 **DECLARATIONS OF INTEREST**
- 3 **CONFIRMATION OF MINUTES OF THE MEETING HELD ON 17TH OCTOBER 2013 EXCLUDING THOSE CONTAINING EXEMPT INFORMATION (Pages 3 - 4)**
- 4 **QUESTIONS BY MEMBERS OF THE PUBLIC ATTENDING THE MEETING**
In accordance with the Council's Constitution, questions to this Committee must be received in writing four working days before the date of the meeting. Therefore please ensure that questions are received by the Democratic Services Team by 5pm on Friday 1st November 2013.
- 5 **PENSION FUND PERFORMANCE Q2 2013/14 (Pages 5 - 28)**

6 LOCAL GOVERNMENT ACT 1972 AS AMENDED BY THE LOCAL GOVERNMENT (ACCESS TO INFORMATION) (VARIATION) ORDER 2006 AND FREEDOM OF INFORMATION ACT 2000

The Chairman to move that the Press and public be excluded during consideration of the items of business referred to below as it is likely in view of the nature of the business to be transacted or the nature of the proceedings that if members of the Press and public were present there would be disclosure to them of exempt information.

Items of Business

Schedule 12A Description

**7 CONFIRMATION OF EXEMPT MINUTES –
17TH OCTOBER 2013 (Pages 29 - 30)**

Information relating to the financial or business affairs of any particular person (including the authority holding that information)

**8 INVESTMENT STRATEGY PHASE 3 - FIXED
INCOME**

Report to follow

Information relating to the financial or business affairs of any particular person (including the authority holding that information)

9 PENSION FUND - INVESTMENT REPORT

Printed copies of reports from the Council's Fund Managers are circulated to Sub-Committee Members with this agenda. Representatives of Baillie Gifford will be attending the meeting for this item.

Information relating to the financial or business affairs of any particular person (including the authority holding that information)

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PENSIONS INVESTMENT SUB-COMMITTEE

Minutes of the meeting held at 7.00 pm on 17 October 2013

Present

Councillor Paul Lynch (Chairman)
Councillor Julian Grainger (Vice-Chairman)
Councillors Eric Bosshard, Russell Mellor and Stephen Wells

Also Present

13 APOLOGIES FOR ABSENCE AND NOTIFICATION OF SUBSTITUTE MEMBERS

Apologies were received from Councillor Neil Reddin and Councillor Richard Scoates.

14 DECLARATIONS OF INTEREST

Members present declared an interest as members of the Bromley Local Government Pension Scheme.

15 CONFIRMATION OF MINUTES OF THE MEETING HELD ON 18TH SEPTEMBER 2013 EXCLUDING THOSE CONTAINING EXEMPT INFORMATION

The minutes were agreed.

16 LOCAL GOVERNMENT ACT 1972 AS AMENDED BY THE LOCAL GOVERNMENT (ACCESS TO INFORMATION) (VARIATION) ORDER 2006 AND FREEDOM OF INFORMATION ACT 2000

RESOLVED that the Press and public be excluded during consideration of the items of business referred to below as it is likely in view of the nature of the business to be transacted or the nature of the proceedings that if members of the Press and public were present there would be disclosure to them of exempt information.

**The following summaries
refer to matters
involving exempt information**

17 CONFIRMATION OF EXEMPT MINUTES - 18TH SEPTEMBER 2013

The exempt minutes were agreed.

**18 REVISED INVESTMENT STRATEGY - GLOBAL EQUITIES
MANAGER SELECTION**

Report RES13188

Members agreed on the selection of Fund Managers for Phase 2 (Global Equities) of the revised Investment Strategy for the L B Bromley Pension Fund.

The Meeting ended at 10.47 pm

Chairman

Report No.
RES13202

London Borough of Bromley

PART 1 - PUBLIC

Decision Maker: Pensions Investment Sub-Committee

Date: 7th November 2013

Decision Type: Non-Urgent Non-Executive Non-Key

Title: PENSION FUND PERFORMANCE Q2 2013/14

Contact Officer: Martin Reeves, Principal Accountant (Technical & Control)
Tel: 020 8313 4291 E-mail: martin.reeves@bromley.gov.uk

Chief Officer: Director of Finance

Ward: All

1. Reason for report

This report includes summary details of the investment performance of Bromley's Pension Fund for the first two quarters of the financial year 2013/14. It also contains information on general financial and membership trends of the Pension Fund and summarised information on early retirements. More detail on investment performance is provided in a separate report from the Fund's external advisers, AllenbridgeEpic, which is attached as Appendix 6. Representatives of Baillie Gifford will be present at the meeting to discuss performance, economic outlook/prospects and other matters relating to both the balanced mandate they have run for several years and the Diversified Growth Fund (DGF) mandate they have run since December 2012. Baillie Gifford have provided a brief commentary and this is attached as Appendix 3.

RECOMMENDATION

2.1 The Sub-Committee is asked to note the report.

Corporate Policy

1. Policy Status: Existing policy. The Council's Pension Fund is a defined benefit scheme operated under the provisions of the Local Government Pension Scheme (LGPS) Regulations 2007, for the purpose of providing pension benefits for its employees. These regulations allow local authorities to use all the established categories of investments, e.g. equities, bonds, property etc, and to appoint external investment managers who are required to use a wide variety of investments and to comply with certain specific limits.
 2. BBB Priority: Excellent Council.
-

Financial

1. Cost of proposal: No cost
 2. Ongoing costs: Recurring cost. Total administration costs estimated at £2.0m (includes fund manager/actuary fees, Liberata charge and officer time)
 3. Budget head/performance centre: Pension Fund
 4. Total current budget for this head: £35.0m expenditure (pensions, lump sums, etc); £38.8m income (contributions, investment income, etc); £601.8m total fund market value at 30th September 2013)
 5. Source of funding: Contributions to Pension Fund
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Staff

1. Number of staff (current and additional): 0.4 FTE
 2. If from existing staff resources, number of staff hours: c 14 hours per week
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Legal

1. Legal Requirement: Statutory requirement. Local Government Pension Scheme (LGPS) Regulations 2007 and LGPS (Administration) Regulations 2008
 2. Call-in: Call-in is not applicable.
-

Customer Impact

1. Estimated number of users/beneficiaries (current and projected): 5,035 current employees; 4,817 pensioners; 4,670 deferred pensioners as at 30th September 2013
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Ward Councillor Views

1. Have Ward Councillors been asked for comments? No.
2. Summary of Ward Councillors comments: N/A

3. COMMENTARY

Fund Value

3.1 The market value of the Fund rose during the September quarter to £601.8m (£582.4m as at 30th June 2013). The comparable value one year ago (as at 30th September 2012) was £509.2m. At the time of finalising this report (as at 25th October 2013), the Fund value had risen further to £621.3m. Historic data on the value of the Fund, together with details of distributions of the revenue fund surplus cash to the fund managers and movements in the value of the FTSE 100 index, are shown in a table and in graph form in Appendix 1. Members will note that the Fund value tracks the movement in the FTSE 100 fairly closely, even though, since 2006, only around 30% of the fund has been invested in the UK equity sector.

Performance targets

3.2 Up to 2006, the Fund managers' target was to outperform the local authority universe average by 0.5% over rolling three year periods. As a result of a review of the Fund's management arrangements in 2006, however, both the managers at that time were set performance targets relative to their strategic benchmarks. Baillie Gifford's target for the balanced portfolio is to outperform the benchmark by 1.0% - 1.5% over three-year periods, while Fidelity's target is 1.9% outperformance over three-year periods. Since then, the WM Company has measured their results against these benchmarks, although, at total fund level, it continues to use the local authority indices and averages. Other comparisons with local authority averages may be highlighted from time to time to demonstrate, for example, whether the benchmark itself is producing good results.

3.3 In 2012, following a further review of the Fund's investment strategy, the Sub-Committee agreed to maintain the high level 80%/20% split between growth seeking assets (representing the long-term return generating part of the Fund's assets) and protection assets (aimed at providing returns to match the future growth of the Fund's liabilities). The growth element would, however, comprise a 10% investment in Diversified Growth Funds (DGF - a completely new mandate) and a 70% allocation to global equities. The latter would involve the elimination of our current arbitrary regional weightings, which would provide new managers with greater flexibility to take advantage of investment opportunities in the world's stock markets, thus, in theory at least, improving long-term returns. A 20% protection element would remain in place for investment in corporate bonds and gilts.

3.4 It was agreed that this would be implemented in three separate phases and, following presentations by a short-list of four prospective managers to the November meeting, Phase 1 (a 10% allocation to Diversified Growth Funds) was implemented on 6th December 2012 with a transfer of £50m from Fidelity's equity holdings (£25m to each of the two successful companies, Baillie Gifford and Standard Life). Baillie Gifford's benchmark return is 3.5% above base rate and, in the September quarter, they matched the benchmark return of 1.0%. Standard Life's benchmark is 5% above the 6 month Libor rate and they achieved a return of 0.2% in the September quarter (against a benchmark of 1.4%). Returns and market values are shown in the following table.

	Initial Investment 06/12/12	Market Value 31/03/13	Market Value 30/09/13	Benchmark return Sept quarter	Portfolio return Sept quarter	Market Value 25/10/13
	£m	£m	£m	%	%	£m
Baillie Gifford	25.0	26.5	26.0	1.0	1.0	26.4
Standard Life	25.0	26.1	26.0	1.4	0.2	26.2

Investment returns for 2013/14 (short-term)

3.5 A summary of the two balanced fund managers' performance in the first two quarters of 2013/14 is shown in the following table and more details are provided in Appendix 2. Baillie Gifford returned +3.9% in the September quarter (1.1% above the benchmark) while Fidelity returned +3.3% (0.3% above benchmark). The "Total Fund" returns shown below include the two Diversified Growth Fund manager returns shown separately in paragraph 3.4.

Quarter	Baillie Gifford		Fidelity		Total Fund		LA Ave	LA Ave
	BM %	Return %	BM %	Return %	BM %	Return %	Return %	Ranking (1 – 100)
Jun-13	-1.4	-0.5	-1.2	0.5	-1.0	-0.2	-0.8	22
Sept-13	2.7	3.9	3.0	3.3	3.4	2.6	n/a	n/a
Cumulative	1.3	3.4	1.8	3.8	2.4	2.4	n/a	n/a
Year to Sept 2013	14.9	19.1	14.9	20.1	14.1	18.3	n/a	n/a
Year to June 2013	16.6	19.5	16.1	21.9	15.7	19.7	15.1	3

Bromley's local authority universe ranking for the June quarter was in the 22nd percentile and, in the year to 30th June 2013, was in the 3rd percentile. This was a very good year overall, with the returns for all four quarters being in the top quartile. More detailed information on performance is provided in AllenbridgeEpic's report (Appendix 6). Local authority averages and rankings for the September quarter are not yet available and will be reported to the next meeting.

Investment returns for 2002-2013 (medium/long-term)

3.6 The Fund's medium and long-term returns also remain very strong. Long-term rankings to 30th June 2013 (in the 8th percentile for three years, in the 3rd percentile for five years and the 2nd percentile for ten years) were very good and underlined the fact that Bromley's performance has been particularly strong in the last few years as the investment strategy driven by the revised benchmark adopted in 2006 has bedded in. Returns and rankings for individual financial years ended 31st March are shown in the following table:

Year ended 31 st March	Baillie Gifford Balanced Return	Fidelity Return	Baillie Gifford DGF Return	Standard Life DGF Return	Whole Fund Return	Whole Fund Ranking
	%	%	%	%	%	
2013/14 (Q1 & Q2)	3.4	3.8	-1.9	-0.3	2.4	n/a
2012/13	16.9	18.3	5.9	4.3	16.8	4
2011/12	2.9	1.4	-	-	2.2	74
2010/11	10.7	7.1	-	-	9.0	22
2009/10	51.3	45.9	-	-	48.7	2
2008/09	-21.1	-15.1	-	-	-18.6	33
2007/08	3.2	0.6	-	-	1.8	5
2006/07	1.9	3.2	-	-	2.4	100
2005/06	29.8	25.9	-	-	27.9	5
2004/05	11.2	9.9	-	-	10.6	75
2003/04	23.6	23.8	-	-	23.7	52
2002/03	-20.2	-19.9	-	-	-20.0	43
2001/02	2.5	-0.5	-	-	1.0	12
3 year ave to 30/09/13	10.6	10.2	n/a	n/a	10.0	n/a
5 year ave to 30/09/13	12.9	12.5	n/a	n/a	12.5	n/a
10 year ave to 30/06/13	10.5	10.0	n/a	n/a	10.0	n/a

- 3.7 The Fund's Statement of Investment Principles (approved in September 2011) includes the following as one of the good governance principles the Fund is required to comply with: "Returns should be measured quarterly in accordance with the regulations; a longer time frame (three to seven years) should be used in order to assess the effectiveness of fund management arrangements and review the continuing compatibility of the asset/liability profile". Given the long-term nature of pension fund liabilities, this reinforces the point that Pension Fund management is a long-term business and that medium and long-term returns are of greater importance than short-term returns.
- 3.8 The following table sets out comparative returns over 3, 5 and 10 years for the two balanced managers over periods ended 30th September 2013 and 30th June 2013. Baillie Gifford's returns for 3, 5 and 10 years ended 30th September 2013 (10.6%, 12.9% and 10.5% respectively) compare favourably with those of Fidelity (10.2%, 12.5% and 9.8% respectively).

	Baillie Gifford			Fidelity		
Annualised returns	Return	BM	+/-	Return	BM	+/-
	%	%	%	%	%	%
Returns to 30/09/13						
3 years (01/10/10-30/09/13)	10.6	8.2	+2.2	10.2	9.0	+1.1
5 years (01/10/08-30/09/13)	12.9	10.0	+2.7	12.5	10.0	+2.3
10 years (01/10/03-30/09/13)	10.5	8.7	+1.7	9.8	8.5	+1.2
Returns to 30/06/13						
3 years (01/07/10-30/06/13)	12.8	10.6	+2.0	12.4	11.2	+1.1
5 years (01/07/08-30/06/13)	9.6	7.9	+1.6	10.0	7.8	+2.0
10 years (01/07/03-30/06/13)	10.4	8.8	+1.5	10.0	8.8	+1.2

Fund Manager Comments on performance and the financial markets

- 3.9 Baillie Gifford have provided a brief commentary on recent developments in financial markets, their impact on the Council's Fund and the future outlook. This is attached as Appendix 3.

Early Retirements

- 3.10 Details of early retirements by employees in Bromley's Pension Fund in the current year and in previous years are shown in Appendix 4.

4. POLICY IMPLICATIONS

- 4.1 The Council's Pension Fund is a defined benefit scheme operated under the provisions of the Local Government Pension Scheme (LGPS) Regulations 2007, for the purpose of providing pension benefits for its employees. These regulations allow local authorities to use all the established categories of investments, e.g. equities, bonds, property, etc, and to appoint external investment managers who are required to use a wide variety of investments and to comply with certain specific limits.

5. FINANCIAL IMPLICATIONS

- 5.1 Details of the actual position to 30th September 2013 for the 2013/14 Pension Fund Revenue Account are provided in Appendix 5 together with fund membership numbers. A net surplus of £3.9m was achieved in the first half-year (mainly due to investment income) and total membership numbers rose by 269. The overall proportion of active members, however,

continues to decline and has fallen from 36.4% at 31st March 2012 to 34.7% at 30th September 2013.

6 LEGAL IMPLICATIONS

- 6.1 The statutory provisions relating to the administration of the Local Government Pension Scheme are contained in the Local Government Pension Scheme (LGPS) Regulations 2007 and LGPS (Administration) Regulations 2008, which are made under the provisions of Section 7 of the Superannuation Act 1972.

Non-Applicable Sections:	Legal and Personnel Implications
Background Documents: (Access via Contact Officer)	Analysis of portfolio returns (provided by WM Company). Monthly and quarterly portfolio reports of Fidelity, Baillie Gifford and Standard Life. Quarterly Investment Report by AllenbridgeEpic

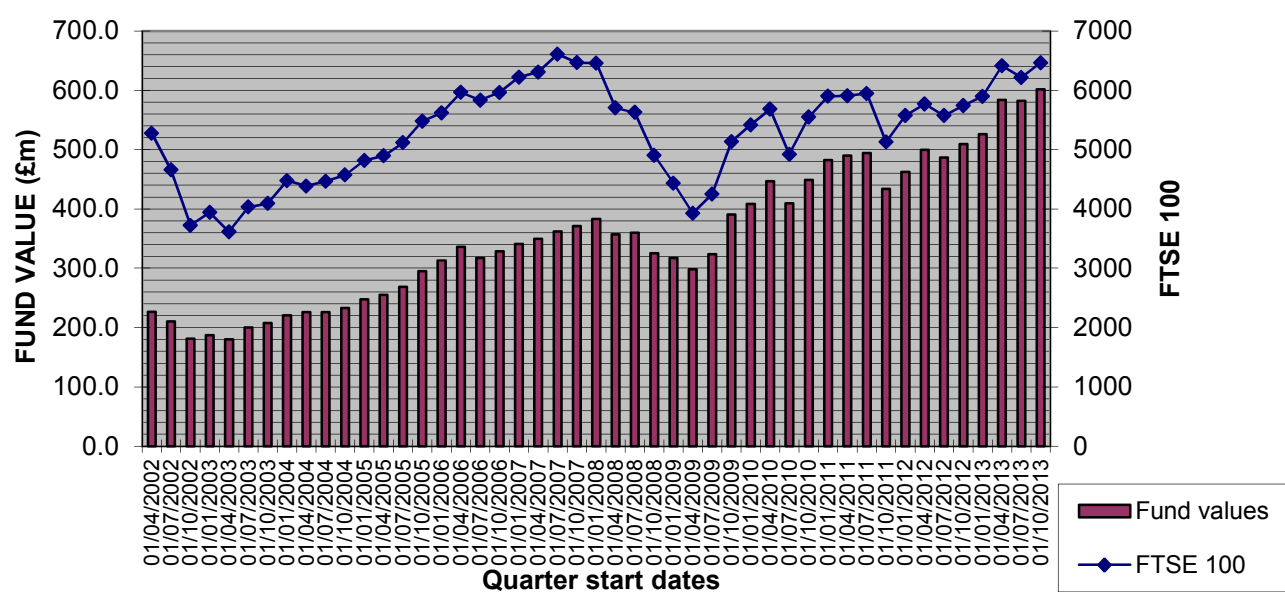
MOVEMENTS IN MARKET VALUE & FTSE100 INDEX

Market Value as at	Fidelity #	Baillie Gifford (main)	CAAM	Baillie Gifford (DGF)	Standard Life (DGF)	Total	Revenue Surplus Distributed to Managers*	FTSE 100 Index
	£m	£m	£m	£m	£m	£m	£m	
31 Mar 2002	112.9	113.3	-	-	-	226.2	0.5	5272
31 Mar 2003	90.1	90.2	-	-	-	180.3	-	3613
31 Mar 2004	112.9	113.1	-	-	-	226.0	3.0	4386
31 Mar 2005	126.6	128.5	-	-	-	255.1	5.0	4894
31 Mar 2006	164.1	172.2	-	-	-	336.3	9.1	5965
31 Mar 2007	150.1	156.0	43.5	-	-	349.6	4.5	6308
31 Mar 2008	151.3	162.0	44.0	-	-	357.3	2.0	5702
31 Mar 2009	143.5	154.6	-	-	-	298.1	4.0	3926
31 Mar 2010	210.9	235.5	-	-	-	446.4	3.0	5680
31 Mar 2011	227.0	262.7	-	-	-	489.7	3.0	5909
31 Mar 2012	229.6	269.9	-	-	-	499.5	-	5768
31 Mar 2013	215.7	315.6	-	26.5	26.1	583.9	-	6412
30 Jun 2013	216.5	314.1	-	25.8	26.0	582.4	-	6215
30 Sep 2013	223.5	326.3	-	26.0	26.0	601.8	-	6462
25 Oct 2013	231.8	336.9	-	26.4	26.2	621.3	-	6721

* Distribution of cumulative surplus during the year.

£50m equity sale 06/12/12 to fund new DGF allocations.

PENSION FUND - QUARTERLY VALUES AND FTSE100 INDEX



BALANCED FUND MANAGER PORTFOLIO RETURNS AND HOLDINGS

BAILLIE GIFFORD - Balanced Portfolio returns and holdings												
	Quarter End 30/09/13				Quarter End 30/06/13				Quarter End 31/03/13			
	Weighting		Returns		Weighting		Returns		Weighting		Returns	
	BM	Actual	BM	Actual	BM	Actual	BM	Actual	BM	Actual	BM	Actual
	%	%	%	%	%	%	%	%	%	%	%	%
UK Equities	25.0	21.7	5.6	10.8	25.0	20.5	-1.7	0.3	25.0	20.4	10.3	10.4
Overseas Equities												
- USA	18.0	18.4	-0.8	-0.4	18.0	20.2	2.2	3.3	18.0	20.0	17.7	20.6
- Europe	18.0	21.6	7.0	5.7	18.0	21.0	0.8	0.8	18.0	21.1	10.0	15.3
- Far East	9.5	10.4	1.9	4.1	9.5	10.6	-2.5	-0.7	9.5	10.7	14.8	17.1
- Other Int'l	9.5	11.3	-2.2	-1.0	9.5	11.9	-7.5	-5.8	9.5	12.5	5.4	6.2
UK Bonds	18.0	13.5	1.3	1.3	18.0	13.9	-3.3	-3.7	18.0	12.9	1.2	2.0
Cash	2.0	3.1	0.0	0.0	2.0	1.9	0.1	-0.1	2.0	2.4	0.1	0.3
TOTAL	100.0	100.0	2.7	3.9	100.0	100.0	-1.4	-0.5	100.0	100.0	9.7	11.9
FIDELITY - Balanced Portfolio returns and holdings												
	Quarter End 30/09/13				Quarter End 30/06/13				Quarter End 31/03/13			
	Weighting		Returns		Weighting		Returns		Weighting		Returns	
	BM	Actual	BM	Actual	BM	Actual	BM	Actual	BM	Actual	BM	Actual
	%	%	%	%	%	%	%	%	%	%	%	%
UK Equities	32.5	32.3	5.6	7.0	32.5	32.7	-1.7	2.0	32.5	32.7	10.3	14.4
Overseas Equities												
- USA	11.5	12.8	-1.6	-0.4	11.5	13.3	2.9	3.2	11.5	12.6	18.2	18.0
- Europe	11.5	10.5	7.2	5.7	11.5	9.5	1.0	2.5	11.5	9.6	10.3	10.4
- Japan	4.5	5.9	0.6	0.9	4.5	6.1	4.0	5.9	4.5	6.2	19.6	22.5
- SE Asia	5.0	5.5	0.6	-0.3	5.0	4.6	-7.5	-6.0	5.0	5.7	9.2	9.0
- Global	9.5	9.4	1.2	1.3	9.5	9.5	1.0	0.0	9.5	9.5	15.5	14.8
UK Bonds	25.5	23.2	1.3	1.4	25.5	24.1	-3.4	-3.4	25.5	23.5	1.2	1.5
Cash	0.0	0.4	0.0	-0.2	0.0	0.2	0.1	0.0	0.0	0.2	0.1	-0.5
TOTAL	100.0	100.0	3.0	3.3	100.0	100.0	-1.2	0.5	100.0	100.0	9.6	11.5
NB. Fidelity benchmarks recalculated following sale of £50m of equity investments to fund new DGF mandates												
WHOLE FUND - Portfolio returns and holdings (including DGF mandates)												
	Quarter End 30/09/13				Quarter End 30/06/13				Quarter End 31/03/13			
	Weighting		Returns		Weighting		Returns		Weighting		Returns	
	BM	Actual	BM	Actual	BM	Actual	BM	Actual	BM	Actual	BM	Actual
	%	%	%	%	%	%	%	%	%	%	%	%
UK Equities	n/a	23.7	5.6	8.8	n/a	23.2	-1.7	1.2	n/a	23.1	10.3	12.5
Overseas Equities												
- USA	n/a	14.7	-1.1	-0.4	n/a	15.8	2.4	3.3	n/a	15.5	17.9	19.8
- Europe	n/a	15.6	7.1	5.7	n/a	14.9	0.9	1.2	n/a	15.0	10.1	14.0
- Far East	n/a	9.9	0.6	5.2	n/a	9.7	-1.7	-0.2	n/a	10.1	13.9	16.5
- Other Int'l	n/a	6.1	-2.2	-1.0	n/a	6.4	-7.5	-5.8	n/a	6.8	5.4	6.2
- Global	n/a	3.5	0.0	1.3	n/a	3.6	1.0	0.0	n/a	3.5	15.5	14.8
UK Bonds	n/a	16.0	1.3	1.3	n/a	16.4	-3.4	-3.6	n/a	15.6	1.2	1.8
Cash	n/a	1.8	0.0	-0.1	n/a	1.1	0.1	-0.1	n/a	1.4	0.1	0.2
DGF mandates	n/a	8.7	1.2	0.6	n/a	8.9	1.2	-1.7	n/a	9.0	1.2	4.4
TOTAL	n/a	100.0	2.6	3.4	n/a	100.0	-1.0	-0.2	n/a	100.0	8.8	11.0

Baillie Gifford Report for the quarter ended 30 September 2013

Investment Performance to 30 September 2013

	Fund (%)	Benchmark (%)	Difference (%)
Five Years (p.a.)	12.9	10.0	3.0
Three Years (p.a.)	10.6	8.2	2.3
One Year	19.1	14.9	4.2
Quarter	3.9	2.7	1.1

Performance background

Stockmarkets enjoyed a positive quarter, with all regions rising by mid-high single figure percentages (when measured in their local currencies at least, a stronger pound mean sterling investors saw slightly lower returns). This caps a strong 12 months for equities, which have risen by almost 20%. Meanwhile, bonds were roughly flat, as the market grappled with the conflicting forces of yields which are likely to rise in the long term versus the short-term efforts of central banks to keep interest rates low.

Unlike the second quarter, there was no single big event dominating investors' moods, although there was some excitement in September when the US Federal Reserve decided to put off the beginning of the end of its quantitative easing programme. At the time of writing, the American government has shut down due to ongoing political squabbles. We may have to return to this topic in our next report to you, but, for now, we will continue to focus our analysis on company fundamentals rather than 'big picture' events that are near-impossible to predict.

Our performance was ahead of the benchmark over the year. No one theme dominated, with positive contributions from such diverse holdings as online clothes retailer ASOS; Swedish group Hexpol, which makes polymer compounds; US auto parts retailer O'Reilly; and Japanese price comparison website Kakaku.com. Our holdings in Emerging Markets stocks have been weaker, as concerns about slowing growth in those areas mounted, but we are happy to hold on to these positions in the expectation of a long-term tailwind of economic development.

Portfolio Review

As our characteristically modest trading activity implies, there has been little change to the broad outline of the portfolio. As bottom-up stock pickers, focused on analysing business fundamentals, the overall shape of the portfolio is an output: we do not set out with an objective in mind when choosing which stocks to own beyond the simple one of identifying good businesses whose merits are not reflected in their share price. We select businesses to own which we believe will grow significantly in value over the next five to ten years, and which by doing so will bring lasting benefit to our clients.

At the stock level, we have sold out of Hays, the UK recruitment specialist which has been losing market share to conventional and online competitors. Also in the UK, we sold Spirent Communications which has failed to capitalise on growing online data usage as we had hoped and expected. In Japan, meanwhile, the announcement of a share offer at Olympus was the trigger for us to exit the holding. We admire the company's endoscopes franchise, but believe that the capital raising is further evidence that the company is not necessarily being managed in the best interests of outside shareholders.

New purchases in the period included Jardine Matheson, the Singaporean-listed trading company with interests in Asian supermarkets, vehicle distribution and property. We also took a holding in the cruise ship operator Carnival. High profile operational issues and the economic downturn have been a drag on the share price, but there are structural reasons to like the industry (growing demand and limited competition). Our timing, however, has proved poor in the short term, as, soon after we bought, the company admitted its near-term profits will be lower than expected. While disappointing, we will focus on the long-term attractions of the business and hope for smoother sailing from here!

Outlook

We note the market's recent obsession with Federal Reserve tapering, and, while such market movements may be noise, we are intrigued to see how robust economic growth proves to be as monetary stimulus is removed. Humans adapt so quickly to new environments that near-zero interest rates have come to feel almost normal. They are of course anything but. The authorities may be slow to withdraw the medicine, but they need to make sure that the patient doesn't become addicted before they do. Regardless of this concern, we are confident that the merit of honest entrepreneurial endeavour will endure, and that owning companies that exhibit such endeavour will create value for our clients.

EARLY RETIREMENTS

A summary of early retirements by employees in Bromley's Pension Fund in the current year and in previous years is shown in the table below. With regard to retirements on ill-health grounds, this allows a comparison to be made between their actual cost and the cost assumed by the actuary in the triennial valuation. If the actual cost of ill-health retirements significantly exceeds the assumed cost, the actuary will be required to consider whether the employer's contribution rate should be reviewed in advance of the next full valuation. In the three year period 2007-2010, the long-term cost of early retirements on ill-health grounds was well below the actuary's assumption in the 2007 valuation of £800k p.a. In the latest valuation of the fund (as at 31st March 2010), the actuary assumed a figure of £82k in 2010/11, rising with inflation in the following two years. In 2012/13, there were two ill-health retirements with a long-term cost of £235k, and, in the first two quarters of 2013/14, there were two ill-health retirements with a long-term cost of £52k. Provision was made in the Council's budget for these costs and contributions have been made to reimburse the Pension Fund, as result of which the level of costs had no impact on the employer contribution rate.

The actuary does not make any allowance for other early retirements, however, because it is the Council's policy to fund these in full by additional voluntary contributions. In 2012/13, there were 45 other (non ill-health) retirements with a total long-term cost of £980k and, in the first two quarters of 2013/14, there were 15 with a total long-term cost of £297k. Provision has been made in the Council's budget for severance costs arising from LBB staff redundancies and contributions were made to the Pension Fund in both years to offset these costs. The costs of non-LBB early retirements have been recovered from the relevant employers.

Long-term cost of early retirements	Ill-Health		Other	
	No	£000	No	£000
Qtr 1 – Jun 13 - LBB	-	-	5	38
- Other	-	-	-	-
- Total	-	-	5	38
2013/14 total to date - LBB	2	52	14	292
- Other	-	-	1	5
- Total	2	52	15	297
Actuary's assumption - 2010 to 2013		82 p.a.		N/a
- 2007 to 2010		800 p.a.		N/a
Previous years – 2012/13	2	235	45	980
- 2011/12	6	500	58	1,194
- 2010/11	1	94	23	386
- 2009/10	5	45	21	1,033
- 2008/09	6	385	4	256

PENSION FUND REVENUE ACCOUNT AND MEMBERSHIP

	Final Outturn 2012/13 £'000's	Estimate 2013/14 £'000's	Actual to 30/09/13 £'000's
INCOME			
Employee Contributions	5,483	5,400	2,770
Employer Contributions	22,002	21,400	10,370
Transfer Values Receivable	1,883	3,000	2,850
Investment Income	8,411	9,000	4,720
Total Income	<u>37,779</u>	<u>38,800</u>	<u>20,710</u>
EXPENDITURE			
Pensions	21,994	23,000	11,680
Lump Sums	5,539	7,000	3,690
Transfer Values Paid	2,536	3,000	530
Administration	1,889	2,000	900
Refund of Contributions	4	-	-
Total Expenditure	<u>31,962</u>	<u>35,000</u>	<u>16,800</u>
Surplus/Deficit (-)	<u>5,817</u>	<u>3,800</u>	<u>3,910</u>
MEMBERSHIP			
	31/03/2013		30/09/2013
Employees	5,065		5,035
Pensioners	4,731		4,817
Deferred Pensioners	4,457		4,670
	<u>14,253</u>		<u>14,522</u>

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REPORT PREPARED FOR

**London Borough of Bromley
Pension Fund
for the period ending
30 September 2013**

28 October 2013

Alick Stevenson

AllenbridgeEpic Investment Advisers Limited (AllenbridgeEpic)

AllenbridgeEpic Investment Advisers Limited is a subsidiary of Allenbridge Investment Solutions LLP

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Risk Warning

This quarterly report by your adviser, Alick Stevenson, of AllenbridgeEpic Investment Advisers (AllenbridgeEpic), provides a summary of performance and an analysis of the investments of the London Borough of Bromley Pension Fund for the three months ending 30 September 2013.

This document is directed only at the person identified above on the basis of our investment advisory agreement with you. No liability is admitted to any other user of this report and if you are not the named recipient you should not seek to rely upon it. It is issued by AllenbridgeEpic Investment Advisers Limited, an appointed representative of Exception Capital LLP which is Authorised and Regulated by the Financial Conduct Authority

Market Update 3 Q 2013

“The two most powerful warriors are patience and time”

Leo Tolstoy

The end of the third quarter saw the US market run into the buffers, as Democrat and Republican members of Congress and the Senate sparked off a situation whereby the US government was effectively forced to shut down, leaving little room for negotiation over the 17 October deadline for an increase in Government borrowing, as Republicans tried to link their approval to an increase in the debt ceiling to concessions on President Obama’s Health Bill.

This intransigence spooked markets which not only fell back from their recent highs, but increased their volatility, (with the VIX index at its highest levels for 12 months), and combined to threaten the nascent global economic recovery. However, as most economic commentators felt, the politicians eventually decided to increase the debt ceiling, but only on a temporary basis, enabling the US Government to get back to work and avoid what some suggested might have led to a payment default on maturing government T-bills. Markets reacted sharply, regaining ground lost in the interregnum: one side effect might well be to push the start of tapering of QE in the US into the early part of 2014.

Interestingly though, there has been very little change in the main economic indicators, with the broad trend still one of gentle improvement in the US, Japan and the UK, whilst in some emerging markets, growth is actually slowing. In Europe overall, the outlook is still poor, but less “terminal” in the South and recovering slowly in the North. The “crisis” in the US has once again pushed the residual problems within the EU off centre stage and whilst the ECB recently announced it will start to review some 300 European Bank balance sheets; everyone knows that a significant number are undercapitalised, are carrying large amounts of partially written down debt, and generally are “not fit for purpose” as one commentator put it recently.

Also in Europe, whilst Chancellor Merkel gained enough votes to become Chancellor once again, her previous coalition partner fell at the last fence. Discussions continue between the parties in an attempt to form a centre/left coalition (previously centre/right).

In the UK Chancellor Osborne was delighted to hear that the IMF had raised their growth forecasts for the UK once again, however, despite this improvement, UK growth is still below its long term trend line.

Janet Yellen, the current deputy to Bernanke, has been nominated as the new head of the Federal Reserve to replace Chairman Bernanke when he retires early next year. She is thought to be supportive of continuing QE and if appointed, may use the recent government shut down as an excuse to delay tapering given the absence of almost one month’s economic statistics.

Executive Summary

At the end of September the fund value rose to £601.7m (£582.3m at 30 June 2013), and is £92.5m up (£509.2m) on the same period last year.

A report covering the interview stage of the global equity section of the three phase asset reorganisation is included in the papers for the meeting.

Overall investment performance reflected the turbulent market conditions during the quarter, with an aggregated fund performance of 3.4% against a benchmark of 2.6%. Strong 12 month performance continues with a return of 18.3% against the benchmark of 14.1%.

Fidelity outperformed its benchmark for the quarter with a return of 3.3% against a benchmark return of 3.0%.

Baillie Gifford returned +3.9% against their benchmark of 2.7% for the same period.

On the new diversified growth portfolios, neither manager had a good quarter. Baillie Gifford posted a benchmark return of +1.0% whilst Standard Life returned 0.2% against their benchmark of +1.4%.

Fund Value

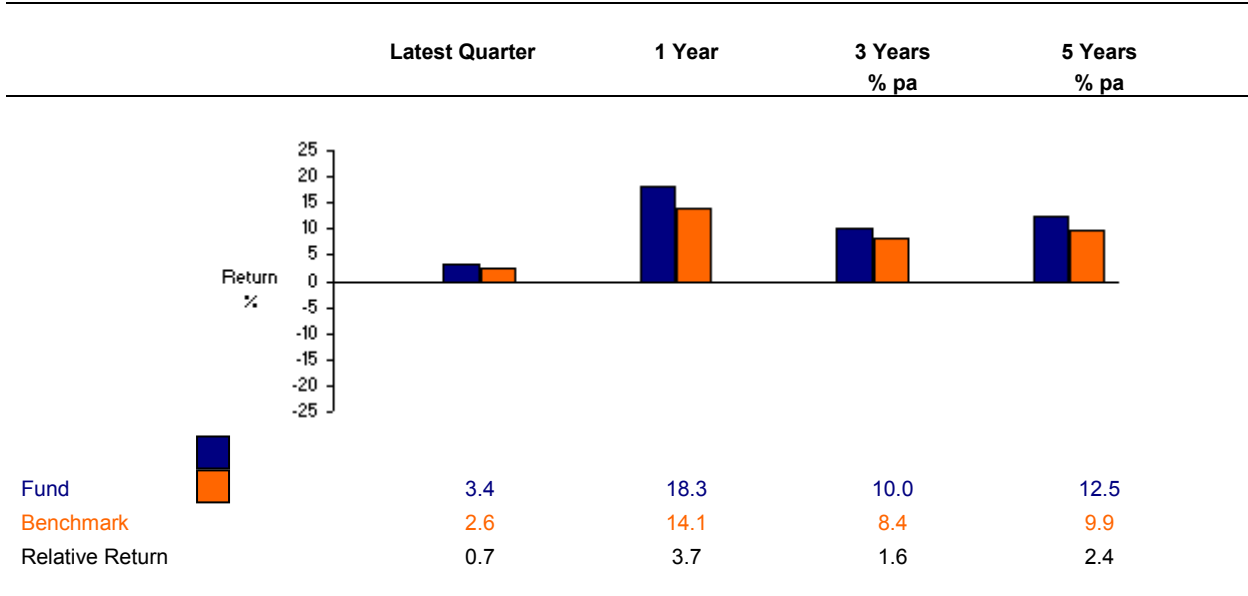
Asset Class	Manager BG	Fid	BG	SL	Total	SAA	Actual
Equities	272.1	170.7			442.8	70.0	73.6
Fixed	44.1	52.0			96.1	20.0	16.0
cash	10.0	0.8			10.8		1.8
DGF			26.0	26.0	52.0	10.0	8.6
Total	326.2	223.5	26.0	26.0	601.7	100.0	100.0

Source: Fidelity, Baillie Gifford and Standard Life

Members should note the actual investment in equities is overweight the current strategic benchmark, whilst fixed income and DGF are underweight. No remedial action is recommended at this time, as it is planned to rebalance assets to the strategic benchmark at the time Phase 3 of the Investment Restructuring Programme is completed.

Fund Investment Performance Highlights

Fund Returns



The graphs show the performance of the Fund and Benchmark over the latest period and longer term.

The relative return is the degree by which the Fund has out or underperformed the Benchmark over these periods
= Data not available for the full period

The fund was ahead of the benchmark for the quarter by 0.7%,

Over the twelve month period though, the fund has delivered a strong positive performance of 18.3% and is ahead of the benchmark by 3.7%.

For the “benchmark” three year rolling period the fund has maintained its positive performance with returns of 10.0% pa against a benchmark of 8.4% pa,

Over the five year period, both Fidelity and Baillie Gifford have contributed in almost equal proportion to the 2.4% pa over benchmark performance (12.5% pa versus the benchmark of 9.9% pa).

The returns from the new diversified growth fund managers have yet to make any significant impact over the longer period returns.

Manager Changes

There were no changes in senior investment personnel which would affect the running of the existing portfolios

Fund Governance and Voting

Comprehensive reviews covering governance and responsible investing, together with detailed schedules on governance engagement and voting actions during the period are included in the quarterly reports for the period.

Investment Manager Reviews

Members should note that the historic portfolios managed by Baillie Gifford and Fidelity are referred to as “multi asset” and the new Baillie Gifford and Standard Life portfolios as “DGF”.

Baillie Gifford (DGF)

The manager delivered benchmark performance this quarter as concerns over the outcome of the political hiatus in the USA spooked world markets. Listed equities were the strongest performer although these gains were offset by negative returns in emerging market bonds.

For the quarter the fund had an investment return of 1.0 % but since inception remains ahead by +2.8%.

A chart showing the various asset allocations is shown on Page 10 of this report.

Baillie Gifford (Multi Asset)

The manager has a composite benchmark calculated by weighting six indices by set percentage allocations and an out performance target of 1.0% to 1.5% before fees over rolling three year periods.

At the end of the period, assets under management rose to £273.9m from £262.8m (30 June 2013).

The manager achieved benchmark returns for the quarter at 4.2%.

The pooled funds and those assets managed on a segregated basis will shortly be transferred into or be sold and reinvested in the new Global Equity mandate awarded to Baillie Gifford. Surplus assets may also be used to fund the new mandates awarded to MFS and BlackRock.

Baillie Gifford Pooled Funds

There are no perceived concentration or liquidity risks with the pooled fund investments shown on the next page, although there is a continuing trend to disinvest from the Emerging Markets Growth Fund in favour of the Active Gilts Fund.

Baillie Gifford Funds	Total Fund value 30-Sep-13 £M	Total Fund value 30-Jun-13 £M	Number of Investors 30-Sep-13	Number of Investors 30-Jun-13	largest single Investor by %	Bromley Investment by value £M	Bromley Investment by %	Bromley Ranking by number
EM Growth	494.7	505.1	609	637	31.0	20.3	4.1	6
EM Leading Co's	435.5	426.5	118	114	41.8	16.6	3.8	8
Japan Small co's	106.5	87.6	190	182	13.5	3.8	3.7	11
Active Gilts	72.5	77.2	351	315	48.6	13.7	18.7	2
Inv Grade Bonds	232.9	235.4	138	130	47.7	30.4	12.8	2

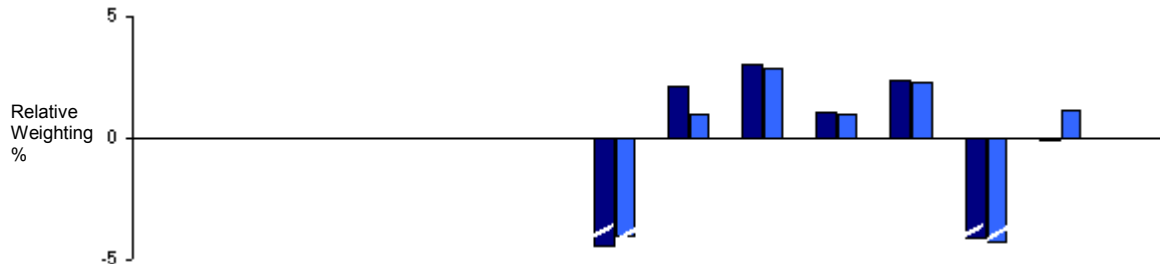
Source: Baillie Gifford

Baillie Gifford Investment Performance Attribution

The relative performance can be attributed to the effects of stock selection and asset allocation as detailed below:

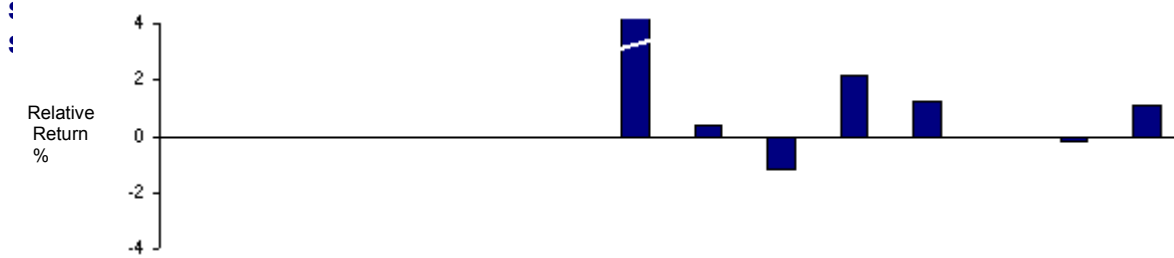
	UK Equities	N. America	Europe ex UK	Tot Far East	Other Intl.	UK Bonds	Cash/ Alts	Total Fund
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Asset Allocation



Fund Start	20.5	20.2	21.0	10.6	11.9	13.9	1.9	100.0
Fund End	21.7	18.4	21.6	10.4	11.3	13.5	3.1	100.0
BM Start	25.0	18.0	18.0	9.5	9.5	18.0	2.0	100.0
BM End	25.7	17.4	18.7	9.4	9.0	17.8	1.9	100.0
Impact	-0.1	-	0.1	-	-0.1	0.1	-	-0.1
Diff	-4.5	2.2	3.0	1.1	2.4	-4.1	-0.1	0.0

-4.0 1.0 2.9 1.0 2.3 -4.2 1.1 0.0



Fund	10.8	-0.4	5.7	4.1	-1.0	1.3	-0.0	3.9
Benchmark	5.6	-0.8	7.0	1.9	-2.2	1.3	0.1	2.7
Impact	1.0	0.1	-0.3	0.2	0.1	-	-	1.2
	5.0	0.4	-1.2	2.2	1.2	0.0	-0.2	1.1

An asset allocation decision will have a positive impact if a Fund is invested more heavily than its Benchmark in an area that has performed well.

Conversely, a positive benefit would be derived from having a relatively low exposure to an area that has performed poorly.

Stock selection will have a positive impact if the Fund has outperformed the Benchmark in a particular area.

The impact of both asset allocation and stock selection is weighted by the level of investment in the area.

not invested in this area for the entire period

- indicates a value less than 0.05 and greater than -0.05

Fidelity Investment Management (Multi Asset)

Historically, the manager has used a composite benchmark calculated by weighting seven indices by set percentage allocations and an out performance target of 1.9% pa before fees over rolling three year periods. With the reduction in equity holdings in December 2012, the out performance target is now 1.7%pa before fees over the rolling three year period.

At the end of the period, assets under management rose by £0.8m to £216.5m

Investment performance for the quarter was positive to benchmark (+3.3% versus 3.0 %).

For the rolling twelve month period the fund is ahead of the benchmark by 4.5% (20.1% v 14.9%).

The rolling three year figures show a return of 10.2% pa against the benchmark of 9.0% pa, and over the five years 12.5% pa versus 10.0% pa.

N.B With the out performance target added to the benchmark, Fidelity is running behind benchmark plus target over the rolling three year period before fees

At the Global Equity Manager selection meeting on 17 October 2013, three managers were appointed to manage the new global as opposed to regional equity structure. As a result Fidelity will lose all their equity assets to fund the two new mandates.

Fidelity Pooled Funds

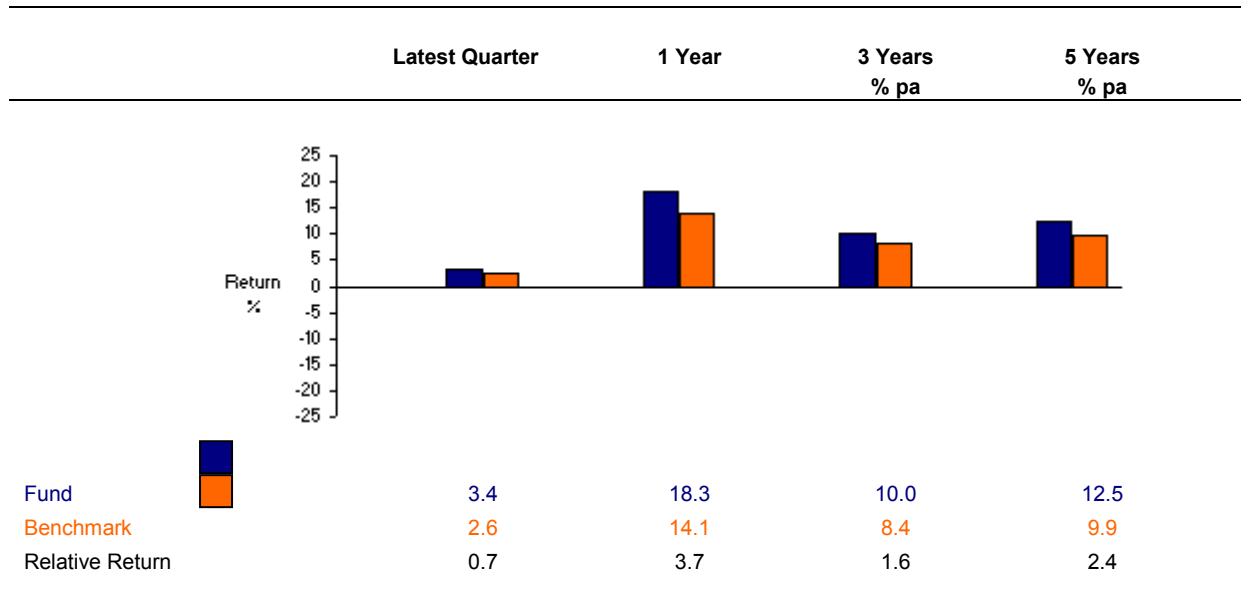
The following table shows the values of the various OEIC's in which the Fund is invested.

Fidelity Fund	Total Fund value 30-Sep-13 £M	Total Fund value 30-Jun-13 £M	Number of Investors 30-Sep-13	Number of Investors 30-Sep-12	largest single Investor £M	Bromley Investment by value £M	Bromley Investment by %	Bromley Ranking
America	366.0	386.8	15	19	153.2	28.6	7	5
Europe	441.8	441.4	92	112	126.2	23.3	4.7	4
Japan	444.0	457.5	105	101	98.9	13.4	2.9	7
South East Asia	247.4	248.2	83	95	51.2	12.2	5	6
Global Focus	118.5	114.9	17	16	32.3	21	17.8	3
Aggregate Bond	513.4	504.4	38	28	168.6	52	10.1	3

Source: FIM

Total Fund Review

Fund Returns



The graphs show the performance of the Fund and Benchmark over the latest period and longer term.

The relative return is the degree by which the Fund has out or underperformed the Benchmark over these periods

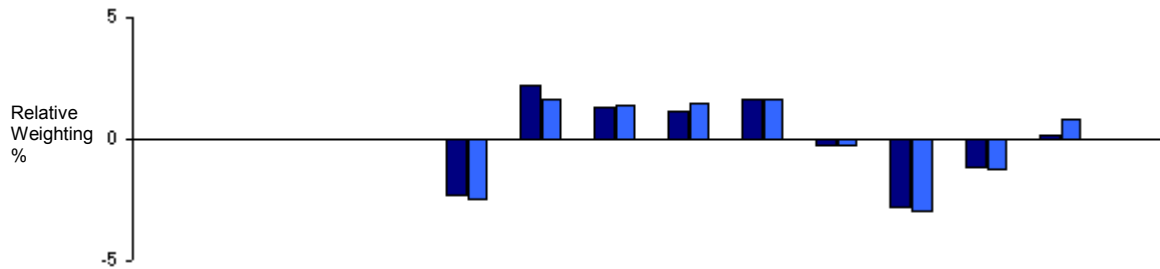
= Data not available for the full period

Asset Allocation and Stock Selection

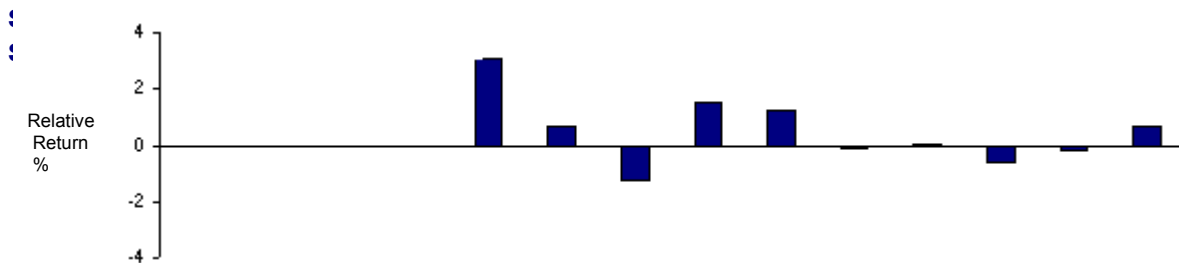
The relative performance can be attributed to the effects of stock selection and asset allocation as detailed below:

	UK Equities	N. America	Europe ex UK	Tot Far East	Other Intl.	Global	UK Bonds	Multi Asset	Cash	Total Fund
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Asset Allocation



Fund Start	23.2	15.8	14.9	9.7	6.4	3.5	16.4	8.9	1.1	100.0
Fund End	23.7	14.7	15.6	9.9	6.1	3.5	16.0	8.6	1.8	100.0
BM Start	25.5	13.6	13.6	8.6	4.8	3.8	19.2	10.0	1.0	100.0
BM End	26.2	13.1	14.2	8.4	4.5	3.8	19.0	9.9	1.0	100.0
Impact	-0.1	-0.1	0.1	-	-0.1	-	-	-	-	-0.1
Diff	-2.3	2.2	1.3	1.1	1.7	-0.3	-2.8	-1.1	0.1	0.0
	-2.5	1.6	1.4	1.5	1.6	-0.3	-3.0	-1.2	0.8	0.0



Fund	8.8	-0.4	5.7	2.5	-1.0	1.3	1.3	0.6	-0.0	3.4
Benchmark	5.6	-1.1	7.1	1.0	-2.2	1.4	1.3	1.2	0.1	2.6
Impact	0.7	0.1	-0.2	0.1	0.1	-	-	-0.1	-	0.8
	3.0	0.7	-1.3	1.5	1.2	-0.1	0.0	-0.6	-0.2	0.7

An asset allocation decision will have a positive impact if a Fund is invested more heavily than its Benchmark in an area that has performed well.

Conversely, a positive benefit would be derived from having a relatively low exposure to an area that has performed poorly.

Stock selection will have a positive impact if the Fund has outperformed the Benchmark in a particular area.

The impact of both asset allocation and stock selection is weighted by the level of investment in the area.

not invested in this area for the entire period

- indicates a value less than 0.05 and greater than -0.05

Diversified Growth Funds

The following chart highlights the asset allocation differences between **Baillie Gifford** and Standard Life in sourcing investment returns.

With the two managers only funded in December 2012 it is far too early to draw any conclusions or make comments on asset allocation or investment performance.

		Baillie Gifford %	Baillie Gifford £m	Standard Life %	Standard Life £m	Total DGF £m	Total DGF %
Value at 30 September 2013			26.0		26.0	52.0	
Asset Class							
Global equities		18.2	4.7	29	7.5	12.3	24.1
Private equity		3.5	0.9			0.9	1.8
Property		1.7	0.4			0.4	0.9
Global REITS				5	1.3	1.3	2.6
Commodities		4.9	1.3			1.3	2.5
Bonds				4.5	1.2		
High yield		11.5	3.0	6.8	1.8	4.8	9.4
Investment grade		7.2	1.9			1.9	3.7
Emerging markets		13.1	3.4			3.4	6.7
UK corp bonds				4.9	1.3	1.3	2.5
EU corp bonds				4.9	1.3	1.3	2.5
Government		6.4	1.7			1.7	3.3
Global index linked				0.3	0.1	0.1	0.2
Structured finance		8.9	2.3			2.3	4.6
Infrastructure		3.7	1.0			1.0	1.9
Absolute return		7.0	1.8			1.8	3.6
Insurance Linked		7.4	1.9			1.9	3.8
Special opportunities		0.6	0.2	4.5	1.2	1.3	2.6
Active currency		0.0	0.0			0.0	0.0
Cash		6.0	1.6			1.6	3.1
Cash and derivatives				40.1	10.4	10.4	20.5
Total		100.1	26.0	100.0	26.0	50.8	100.0

numbers may not add due to roundings

Source: Baillie Gifford and Standard Life

The final chart on Page 11 takes the asset allocations of Baillie Gifford and Fidelity multi asset portfolios and incorporates the new diversified growth fund allocations of Baillie Gifford and Standard Life in order to create a composite picture of the overall asset allocations of the Fund.

In aggregate the Fund has 75.7% (76.3%) invested in equities, 18.5% (17.9%) in fixed interest securities and the balance of 5.8% (5.8%) in “alternatives and cash” the majority of which is held within the two diversified growth portfolios.

Overall Fund Asset Allocations

Manager Asset Class	BG multi £m	FIM multi £m	BG dgf £m	SL dgf £m	total value £m	Asset Class Total £m	Total Fund Asset Allocations %
30-Sep-13	326.3	223.4	26.0	26.0	601.7		
Equities							
UK	70.7	71.5				142.2	23.6
N America	60.0	29.2				89.2	14.8
Europe	70.5	23.3				93.8	15.6
Japan		13.4				13.4	2.2
Pac Rim	34.0	12.2				46.2	7.7
Emerging	36.9					36.9	6.1
Global		21.0	4.7	8.6		34.3	5.7
Fixed interest							
Investment grade			1.9			1.9	0.3
UK Corp				1.6		1.6	0.3
European Corp				1.3		1.3	0.2
EM Debt			3.4			3.4	0.6
High Yield			3.0	1.7		4.7	0.8
UK Gilts/Gov debt	44.2	52.0	1.7			97.9	16.3
UK IL							
European IL							
Global IL				0.1		0.1	0.0
Other							
Commodities			1.3			1.3	0.2
Private equity			0.9			0.9	0.1
Structured finance			2.3			2.3	0.4
Infrastructure			1.0			1.0	0.2
Property			0.4			0.4	0.1
Global REITS				1.1		1.1	0.2
Absolute return			1.8			1.8	0.3
Insurance linked			1.9			1.9	0.3
Special opps			0.2	1.1		1.3	0.2
Active currency			-0.1			-0.1	0.0
Cash	10.0	0.8	1.6			12.4	2.1
Cash and derivatives				10.5		10.5	1.7

Total	326.3	223.4	26.0	26.0		601.7	100.0
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Source: Baillie Gifford, Standard Life and Fidelity Investment Management

Numbers may not add due to roundings

Alick Stevenson

Senior Adviser

AllenbridgeEpic Investment Advisers

Agenda Item 7

By virtue of paragraph(s) 3 of Part 1 of Schedule 12A
of the Local Government Act 1972.

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