

▶ INVESTMENT OBJECTIVE & STRATEGY

The Fund aims to grow capital over the long term through the application of a highly disciplined value investing approach emphasizing capital preservation, and a focus on absolute return and risk. This is achieved through investing in a small number of carefully researched securities issued by companies based in Europe, Asia and the Far East. Foreign investments must have market liquidity and have sufficient high quality financial information readily available to the research team. The Fund will focus on equity securities issued by larger companies which are leaders in their field, and this will naturally limit emerging markets content. Each investment needs to show that it is significantly undervalued and has the ability to appreciate to true value within an investment time frame of 3 years - thereby contributing to our objective of achieving a margin of safety. This Fund is suitable as a core holding for those wishing exposure to undervalued foreign equities.

▶ AVAILABLE CLASSES

Class D

Fund Code: **BTG 798**

Creation Date: August 26, 1992

Management Expense Ratio (MER): 1.53%

Class F

Fund Code: **BTG 107**

Class B

Fund Code: **BTG 309**

▶ RISK METER



▶ PORTFOLIO CHARACTERISTICS

BEUTEL GOODMAN INTERNATIONAL EQUITY FUND	
P/E RATIO (CURRENT)	11.86 X
DIVIDEND YIELD	4.10 %
PRICE/BOOK VALUE	1.56 X
PRICE TO CASH FLOW	8.03 X
NO. OF STOCKS HELD	29
TURNOVER (1 YEAR)	51.92 %
BETA (5 YEAR)	1.01
STANDARD DEVIATION (5 YEAR)	15.72 %
CAPITALIZATION (AVERAGE) \$BIL	\$32.06 USD

▶ PORTFOLIO MANAGERS

BEUTEL, GOODMAN & COMPANY LTD.

GLOBAL EQUITY TEAM

Gavin Ivory, BA, CFA

Glenn Fortin, B. Comm., CFA

Ehren Mendum, B.Sc., CFA

KC Parker, MBA, CFA

Colin Ramkissoon, MBA, CFA

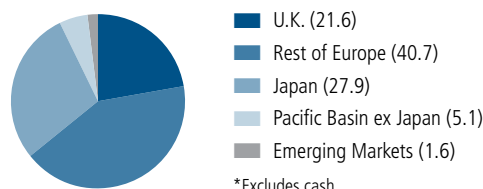
▶ TOP 10 HOLDINGS

ENI	5.8 %
ARKEMA	5.4 %
AXA	5.1 %
KINGFISHER	5.0 %
FAMILYMART CO	5.0 %
KAO CORP	4.8 %
SANOFI	4.8 %
KONECRANES OYJ	4.3 %
TAKATA CORPORATION	4.3 %
FIRSTGROUP	3.9 %
TOTAL	48.4 %

▶ SECTOR WEIGHTS VS BENCHMARK

Sector	SECTOR WEIGHTS (%)		UNDERWEIGHT/OVERWEIGHT %
	BG	MSCI EAFE C\$	
Consumer D.	19.5	10.0	9.6
Industrials	21.0	12.5	8.5
Materials	13.1	10.1	3.0
Consumer S.	13.7	11.6	2.1
Info. Tech.	5.2	4.7	0.5
Utilities	3.0	4.5	-1.6
Health Care	6.9	10.0	-3.1
Energy	4.8	9.2	-4.3
Telecom	0.0	6.1	-6.1
Financials	9.8	21.4	-11.7
Cash	3.1		

▶ ASSET CLASS WEIGHTS %*



▶ ANNUALIZED PERFORMANCE % AS AT DECEMBER 31, 2011

ANNUALIZED RETURNS	3 MTHS	6 MTHS	YTD	1 YR	3 YRS	5 YRS	10 YRS
INTERNATIONAL EQUITY FUND, CLASS D*	0.88	-13.81	-9.74	-9.74	-1.53	-9.09	-1.56
MSCI EAFE INDEX (C\$)	1.16	-11.74	-10.17	-10.17	1.19	-7.28	0.08

▶ CALENDAR PERFORMANCE % AS AT DECEMBER 31

CALENDAR RETURNS	2011	2010	2009	2008	2007	2006
INTERNATIONAL EQUITY FUND, CLASS D*	-9.74	-2.58	8.59	-25.61	-12.58	22.86
MSCI EAFE INDEX (C\$)	-10.17	2.40	12.62	-29.83	-5.72	26.30

* Mutual Fund Performance is net of fees.

▶ FUND ASSETS

\$66,208,395

The Beutel Goodman International Equity Fund is qualified for use in registered plans under the Income Tax Act of Canada. This Fund is only available for sale through Investment Advisors.

Commissions, trailing commissions, management fees and expenses all may be associated with mutual fund investments. Please read the prospectus to obtain more information before investing. The indicated rates of return are Canadian dollar historical total returns including changes in unit value and reinvestment of all distributions and do not take into account sales, redemption, distribution or optional charges or income taxes payable by any securityholder that would have reduced returns. Only periods greater than a year are

annualized. Annualized rates of return are used only to illustrate the effects of the compound growth rate and are not intended to reflect future values of the mutual fund or returns on investment in the mutual fund.

Mutual funds are not guaranteed, their values change frequently and past performance may not be repeatable. Securities noted herein are not to be construed as recommendations to buy or sell and are not representative of Beutel Goodman Managed Funds as a whole.

The Index information contained in this document has been obtained from sources believed to be reliable, but we do not represent that it is accurate or complete and it should not be relied on as such.