

Annual Management Report of Fund Performance

**B.C. ADVANTAGE FUNDS (VCC) LTD.  
ADVANTAGE VENTURE FUND**

Year ended December 31, 2010

This annual management report of fund performance contains financial highlights of the B.C. Advantage Funds (VCC) Ltd. Advantage Venture Fund (the Fund). You may contact us by calling 604-688-6877, by writing us at 1280 - 885 West Georgia Street, Vancouver, BC, V6C 3E8 or by visiting our website at [www.bcadvantagefunds.com](http://www.bcadvantagefunds.com) to request a copy, at no cost to you, of the Fund's financial statements, proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure. You may also obtain a copy of the Fund's financial statements at [www.sedar.com](http://www.sedar.com).

# ADVANTAGE VENTURE FUND

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## Management Discussion of Fund Performance

### Investment Objectives and Strategies

The Fund invests in a diversified portfolio of emerging clean tech and life science technology companies with the objective of providing long-term capital appreciation to investors.

The Fund is no longer actively raising new capital but will continue to invest in emerging life science and technology companies with the previously raised capital in accordance with to the pacing requirements as outlined in the B.C. Small Business Venture Capital Act (SBVCA). The companies in which the Fund invests must be eligible businesses in accordance with the B.C. Small Business Venture Capital Act (SBVCA). In general, this means companies based in B.C. that have less than 100 employees and carry on a business activity as specified in the SBVCA.

The Fund's strategy for achieving its objective is to invest in early stage biotech, information technology and industrial technology companies. The Fund invests in companies with superior technology, large market opportunities and experienced management. Portfolio companies include private and public companies, as well as companies from the start-up stage through to revenue generation. Where appropriate, the Fund seeks to build and mentor management in emerging companies to enhance shareholder value.

### Risk

An investment in the Fund is highly speculative and carries significant risk. An investment in the Fund is a long-term investment. Over the fiscal year, no material or significant changes occurred that affected the overall risk level associated with the Fund.

The risks of investing in the Fund include a relatively large proportion of private company investments and early-stage concentration. A significant portion of the Fund's investments are in private companies, for which no ready market exists. Valuation of private companies for which no published market exists is subject to inherent uncertainties and the resulting values may differ from values that would have been used had a ready market existed for the investments.

There is no market for the Fund's shares, and no market is expected to develop. Investors will not, typically, be able to dispose of their investment other than by way of redemption. In accordance with the SBVCA, investments in portfolio companies must be held for at least five years. As such, an investor's redemption of the Fund's shares is prohibited for at least five years from the date the Fund invests in eligible companies in accordance with the SBVCA. Practically speaking, investors will not be able to redeem their investment for six to seven years from the date they invested in the Fund.

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## Management Discussion of Fund Performance (continued)

### Impact of market conditions

The credit crisis and global economic downturn had impacted and are expected to continue to impact operating conditions for companies in all sectors and, at least in the near-term, valuations of all companies. The Fund invests in life science and technology companies in British Columbia. These companies are normally subject to a great degree of risk and, in order to achieve their business objectives, generally have capital requirements in excess of their available resources. Typically in times of market turmoil, companies with smaller capitalizations have a tendency to show greater volatility, which is also the case in market recoveries. The Fund Manager is working closely with the majority of its portfolio investments, including both publicly-traded and privately-held investments, in an effort to ensure their viability and ultimate success so as to provide long-term capital appreciation to the investors.

### Results of Operations

#### *Investment Activity*

During the fiscal year, the Fund completed investment of \$2.66 million in 6 new and existing venture investments, and disposed or partially disposed of 6 venture investments and wrote off 4 venture investments for which the Fund received proceeds of \$1.17 million and realized a net loss of \$8.89 million. As at December 31, 2010 the fair value of the Fund's portfolio investments represented 91% of the net assets of the Fund, while cash and other net assets represented 9% of net assets.

The following table summarizes changes in the composition of the Fund's investment portfolio in comparison to the prior fiscal year:

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	2010	2009
Venture Investments, Cost	\$ 50,369,983	\$ 43,491,781
Venture Investments, Fair Value	48,688,702	41,721,918
Number of Venture Investments:		
Private	21	26
Public	16	17
Life Science	5	9
Technology	11	11
	10	15

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## Management Discussion of Fund Performance (continued)

### Results of Operations (continued):

#### *Investment Activity (continued):*

##### Fair value of investments:

Of the fair value of the Fund's investments, \$33.17 million or 68% are life science companies, and \$15.52 million or 32% are technology companies. Of the fair value of the Fund's investments, \$14.73 million or 30% are public companies, and \$33.96 million or 70% are private companies.

##### Number of investments:

Of the number of the Fund's investments, 52% are life science companies and 48% are technology companies. Of the number of the Fund's investments, 76% are private companies and 24% are public companies.

#### *Investment Performance*

Over the past year, the Fund's net asset value per share decreased by \$0.94. The decrease in net asset value per share was principally due to realized loss on venture investments and operating costs incurred by the Fund in excess of investment income, which was partially offset by in the unrealized gain on venture investments (see section entitled "Financial Highlights").

The Fund's management expense ratio (MER) was 4.75% for fiscal 2010 as compared to 5.47% for 2009. Management expense ratio is based on the total expenses incurred by the Fund inclusive of management fees, all operating costs, and share issuance costs related to marketing and subscription of shares for the stated year.

Over the fiscal year, the Fund underperformed the Globefund Retail Venture Capital Index (see section entitled "Past Performance").

#### **Recent Developments**

The Fund is managed by Lions Capital Corp. (the Fund Manager). Consistent with prior periods, the Fund invests in a diversified portfolio of emerging life science and technology companies with the objective of providing long-term capital appreciation to investors. The Fund Manager has maintained the Fund's strategy of investing early in companies with superior technology.

Effective May 3, 2010, BC Advantage Funds (VCC) Ltd. temporarily suspended redemptions of shares of the Fund. Under the SBVCA, only monies from investment income, capital gains and the proceeds of disposition of investments held for five years or more may be used to finance redemptions. The Fund currently does not have sufficient funds allowable under the SBVCA to meet their redemptions. Upon achieving sufficient liquidity, redemptions will be reinstated and will be processed in the chronological order the shares became redeemable under the SBVCA.

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## Management Discussion of Fund Performance (continued)

### Recent Developments (continued)

Advantage Growth Fund:

Effective May 10, 2010 all Advantage Growth Fund common shares were exchanged for Advantage Venture Fund common shares based on the relative pricing net asset value per common share of the Advantage Growth Fund and the Advantage Venture Fund prior to exchange. Each Advantage Growth Fund common share was exchanged for 0.5861 Advantage Venture Fund common shares resulting in the issuance of 1,718,158 Advantage Venture Fund common shares. The aggregate consideration received for the issuance of 1,718,158 Advantage Venture Fund common shares was \$12,583,497 based on the net asset value per common share of the Advantage Growth Fund at the time of merger. See note 10(d) for a discussion of net asset values. The exchange was approved by resolution of the Advantage's Board of Directors. The results of the Advantage Growth Fund have been included in the financial statements of the Advantage Venture Fund since May 7, 2010.

International Financial Reporting Standards:

In February 2008, the Canadian Accounting Standards Board ("AcSB") announced that Canadian GAAP for publicly accountable enterprises will be replaced by International Financial Reporting Standards (IFRS) for fiscal years beginning on or after January 1, 2011. For investment companies, however, the AcSB agreed to extend the option to defer their changeover by two years to January 1, 2013. As a publicly accountable investment company, the Company will be required to prepare financial statements, including comparative information, in compliance with IFRS in all financial reporting prepared subsequent to January 1, 2013

### Related party transactions

In accordance with the management agreement between the Fund and the Fund Manager, the Fund Manager receives management fees equal to 2.75% of the net asset value of the Fund, calculated and paid monthly. Also in accordance with the management agreement, separate from the management fee, the Fund reimburses the Fund Manager for expenses incurred by the Fund Manager in connection with its obligations pursuant to the management agreement. The Fund Manager may also earn an equity participation amount based on the realized gains and cumulative performance of the Fund. To date, total cumulative equity participation amounts of \$40,884 have been paid to the Fund Manager. As at December 31, 2010, equity participation amounts of \$132,849 have been accrued on the Fund's financial statements.

Related party transactions are disclosed in note 9 of the Fund's audited financial statements for the years ended December 31, 2010 and 2009.

# ADVANTAGE VENTURE FUND

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### Management Discussion of Fund Performance (continued)

#### Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the past five years. This information is derived from the Fund's audited annual financial statements. The Fund commenced operations on October 1, 2002.

#### The Fund's Net Assets per Share<sup>(3)</sup>

	2010	2009	2008	2007	2006
Net assets, beginning of year	\$ 7.33	\$ 6.77	\$ 8.82	\$ 7.95	\$ 8.46
Increase (decrease) from operations:					
Total revenue	0.01	0.01	0.13	0.13	0.16
Total expenses <sup>(2)</sup>	(0.32)	(0.33)	(0.39)	(0.39)	(0.31)
Realized gain (loss) for the period	(1.16)	(0.05)	0.03	-	-
Unrealized gain (loss) for the period	0.61	0.96	(1.90)	0.93	(0.41)
Total increase (decrease) from operations <sup>(1)</sup>	(0.86)	0.59	(2.13)	0.67	(0.56)
Net assets at December 31 <sup>(1)</sup>	\$ 6.39	\$ 7.33	\$ 6.77	\$ 8.82	\$ 7.95

<sup>(1)</sup> Net assets are based on the actual number of shares outstanding as at December 31 in the year shown. The increase/decrease from operations is based on the weighted average number of shares outstanding over the financial period. For these reasons, the net assets per share at December 31 is not represented by the net assets, beginning of year adjusted for the net increase (decrease) from operations.

<sup>(2)</sup> Total expenses include any income tax expense or recovery. For additional information see the Fund's annual audited financial statements.

<sup>(3)</sup> Net assets per share are presented in accordance with Canadian generally accepted accounting principles (GAAP). Subscriptions and redemptions of common shares of the Fund are transacted at the Net Asset Value per Share of the Fund. The Net Asset Value per Share, which is a non-GAAP measure, is described in detail in the Fund's prospectus and is reconciled in note 7(d) of the Fund's financial statements for the year ended December 31, 2010.

#### Ratios and Supplemental Data

	2010	2009	2008	2007	2006
Net assets (000's) <sup>(1)</sup>	\$ 53,305	\$ 48,064	\$ 41,760	\$ 46,751	\$ 27,421
Number of shares outstanding <sup>(1)</sup>	8,340,704	6,554,382	6,171,536	5,299,900	3,449,738
MER <sup>(2)</sup>	4.68%	5.47%	5.80%	8.20%	8.36%

<sup>(1)</sup> This information is provided as at December 31 of the year shown.

<sup>(2)</sup> Management expense ratio is based on the total expenses incurred by the Fund inclusive of management fees, all operating costs and share issuance costs related to marketing and subscription of shares for the stated year, but excluding income taxes.

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## Financial Highlights (continued)

### The Fund's Net Assets per Share<sup>(3)</sup> (continued)

Portfolio turnover information has not been provided as the Fund invests in venture stage companies which, on average, are held for five to seven years. Similarly, a trading expense ratio has not been provided as the Fund neither engages in active trading, nor purchases securities in the secondary market.

### Management Fees

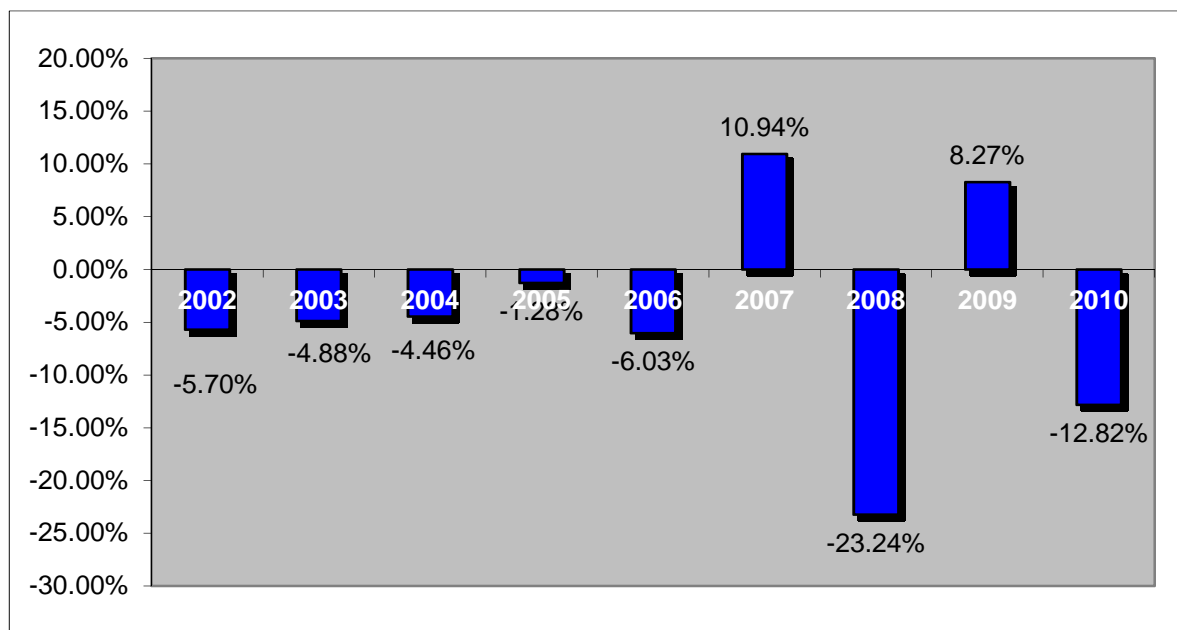
The Fund pays management fees of 2.75% of the net asset value of the Fund, calculated and paid monthly. In consideration for these management fees, the Fund Manager provides day to day management of the Fund and the Fund's venture investment portfolio, including sourcing and administration of all venture investments. The Fund Manager may also earn an equity participation amount based on realized gains and cumulative performance of the Fund. Additional information regarding equity participation is disclosed in note 7(c) of the Fund's financial statements for the year ended December 31, 2009.

### Past Performance

The Fund's returns are not guaranteed, the values of its shares change frequently and past performance may not be repeated nor can it be used as an indicator of future performance.

### Year by Year Returns

The chart below reflects the Fund's annual performance since inception in 2002 to December 31, 2010, and illustrates how the Fund's performance has changed from year to year. The chart shows in percentage terms how an investment made on the first day of each fiscal year would have increased or decreased by the last day of each fiscal year.



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## Past Performance (continued)

### Year by Year Returns (continued)

#### Annual Compound Returns

The following chart shows the Fund's annual compound returns for one year, three years, five years, and since inception as compared to the Globefund Retail Venture Capital Index (comprised of 96 retail venture capital investment funds), as at December 31, 2010.

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	Advantage Venture Fund	Globefund Industry Average
1 Year	(12.82)%	(7.46)%
3 Year	(10.19)	(9.15)
5 Year	(5.46)	(5.63)
Since Inception	(1.10)	(3.75)

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## Summary of Investment Portfolio

The following tables summarize the Fund's investment portfolio as at December 31, 2010. This is a summary only and may change due to portfolio activity in the Fund. A quarterly update is available on request.

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	Fair value	Percentage of total net assets
Life Science companies	\$ 33,165,600	62%
Technology companies	15,523,102	29
Total Venture Investments	48,688,702	91
Cash and Cash Equivalents and Restricted Cash	5,235,061	10
Other Assets less Liabilities	(618,352)	(1)
Net Assets at December 31, 2010	\$ 53,305,411	100%

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## Summary of Investment Portfolio (continued)

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	Percentage of total net assets
Public:	
Allon Therapeutics Inc.	5%
Monexa Technologies Corp.	-
Protox Therapeutics Inc.	21
Urodynamix Technologies Ltd.	1
Vigil Health Solutions Inc.	-
Private:	
Aphrodite Therapeutics Inc.	-
Aquinox Pharmaceuticals Inc.	8
CHR Investment Corp.	-
Contech Inc.	16
Contigo Systems Inc.	4
Endurance Wind Power Inc.	1
Inimex Pharmaceuticals Inc.	4
In-Motion Technology Inc.	3
Methylation Sciences Inc.	3
Mobidia Technology Inc.	8
NxtGen Emission Controls Inc.	8
Paradigm Environmental Technologies Inc.	-
Recombo Inc.	1
Redlen Technologies Inc.	4
Sirius Genomics Inc.	4
<hr/> Total Venture Investments	<hr/> 91%