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W.K. Kellogg Foundation

We also want to thank the California State Treasurer's Office and its California Capital Access Program (CalCAP) for being such important partners to PCV. 2006 was the second year of our three-year, \$1.5 million contract with CalCAP to deliver our Business Advisory Service in the four markets we serve. This contract is a true public/private partnership, with PCV matching all CalCAP dollars one-to-one with dollars we raise.

Pacific Community Ventures is a one-of-a-kind organization. We fuel economic growth in low-income California communities by investing financial and human capital in small businesses. Recently, our innovative approach led University of California faculty to vote Pacific Community Ventures (PCV) as one of the twenty-five most brilliant ideas in California in the last quarter century.

**A NOTE FROM
THE CHAIRMAN &
PRESIDENT**



Bud Colligan, Chairman



Penelope Douglas, President

We know we are on to something big here at PCV. Small business growth is critical to the development of California's underserved communities. From 2001 through 2005, California employment at companies with fewer than 100 employees grew by more than 5%, while employment at companies with 100 or more employees grew by less than 1%. Small businesses are creating most of California's new jobs. But too often, small businesses in lower-income communities are left out of the flow of capital and resources.

By helping small companies in underserved communities grow, PCV has a direct impact on California's lower-income areas. When small businesses receive an equity infusion, their growth skyrockets; a recent study of 56 firms that received equity investment through the CalPERS California Initiative showed that those with fewer than 100 employees experienced one-year California employment growth of over 30%. This gives

us even greater incentive to put the capital of our three investment funds to work, alongside the intellectual capital of our powerful business network.

A newly-released study by the Small Business Administration, using data from all fifty states over a fifteen-year period, concludes that a state's efforts to promote the growth of small businesses will have a greater effect on overall economic growth in that state than nearly any other policy option. However, despite the strong evidence that building small businesses builds communities, too little is being done to accelerate the growth of small businesses in distressed communities in California and the United States. Nearly 5 million Californians live in poverty. Nearly three-quarters of California families living in poverty have at least one working family member. Now more than ever, the need to support small businesses and their workers in lower-income California communities cannot be ignored.

We are proud of our 2006 accomplishments, many of which are detailed in this report. We will deliver greater results in 2007 and beyond. We will leverage the powerful network of business advisors, entrepreneurs, investors, donors and workers that is the heart of PCV to reach hundreds of small businesses in lower-income areas across California. PCV will help these companies to grow profitably, add quality jobs, build wealth for employees and enhance their surrounding communities. Ultimately, PCV will expand its network to bring economic opportunity and social change to lower-income communities across the United States.

If PCV is to continue working with small businesses and their employees to create sustainable economic opportunity for lower-income Americans, your financial support is critical. We can transform underserved communities into vibrant centers by investing in small businesses and the workforce in these neighborhoods.

PACIFIC COMMUNITY VENTURES

Helping Small Businesses and Their Employees in Lower-income Communities Through Four Programs:

Equity Investing
[See Page 3]

Business Advising
[See Page 5]

Employee Onramp
[See Page 7]

Knowledge Sharing
[See Page 8]

PCV Produces Impacts



Financial return



Business growth and economic opportunity in lower-income communities



Quality jobs for lower-income workers



Publication of learnings and evaluation results

- PCV Office Locations
- Directors and Advisory Board Members
- Volunteer Business Advisors
- Financed Portfolio Companies
- Advised Portfolio Companies
- IDA Participants

{ MISSION STATEMENT }

Pacific Community Ventures provides resources and capital to businesses that have the potential to bring significant economic gains to low-income communities throughout California.

EQUITY INVESTMENT

Investing Capital in Economically Underserved Areas

Pacific Community Ventures manages two equity funds that invest in growing businesses in California's underserved communities. Our third fund is on track to achieve its final close in 2007. Through our funds, PCV invests in businesses that have proven potential to realize competitive financial return AND significant social return on investment. PCV supports entrepreneurs, the companies they run, and the people they employ to create wealth in lower-income communities. PCV deploys capital alongside expertise to create economic and social change.

{ 2006 HIGHLIGHTS }

- Invested over \$2.5 million in businesses in California's lower-income communities, bringing total investment since inception to \$13.7 million.
- Sold two businesses in our portfolio, providing financial return to our investors. Combined California employment at these companies nearly tripled during the time they were in our portfolio.
- Secured significant commitments to our newest investment fund.

INVESTING WITH A MISSION PRODUCES HIGHER RETURN FOR INVESTORS AND COMMUNITIES

Members of PCV's investment team hold board seats at our portfolio companies and are actively involved with management team development and promoting business growth. Also, through PCV's business network, our business advisory service and other programs, portfolio business owners and their employees gain access to expertise and resources generally not available to small businesses in underserved areas. These services boost the growth potential and business outcomes of PCV portfolio companies—enhancing return to our investors and benefiting the local economy.

{ EQUITY INVESTMENT CRITERIA }

PCV invests in thriving businesses that are closely tied to their communities. Their products and services link them closely to California, and their enterprise value is enhanced by their workforce.

Companies typically must meet the following criteria to be considered for equity investment by PCV:

- Provide a differentiated product or service, in a growing market.
- Have annual revenues of at least \$3 million, and an established operating history.
- Have an experienced management team and independent governance.
- Be located in or near a low-income community in California.
- Employ 10-100 residents of California's lower-income communities, and provide a combination of living wages, health benefits, skill development, and wealth-creation vehicles.



PCV Fund I Investors (1999) \$6.3 million	PCV Fund II Investors (2000) \$13.7 million	PCV Fund III Investors (Expected close Spring 2007) \$35 to \$45 million
Cathay Bank Greater Bay Bank Corp Provenex (The Rockefeller Foundation) Silicon Valley Bank Wells Fargo Bank	California Public Employees' Retirement System (CalPERS) Citigroup The Community Development Financial Institutions Fund of the US Dept. of Treasury (CDFI Fund) Private Investors United Commercial Bank	Pension Funds Foundations Financial Institutions Private Investors



{ CASE STUDY }

company: **Beacon Fire & Safety**

Beacon Fire & Safety, headquartered in San Jose with additional operations in Alameda, Contra Costa, Orange, San Diego and Ventura Counties, sells, installs and services fire safety equipment, including portable extinguishers, sprinkler systems, restaurant hood systems, and alarms. PCV led an investment in Beacon in September 2004 which financed Beacon's acquisition of six fire and safety companies and its expansion into Southern California. In completing these acquisitions, Beacon provided substantial training to its employees, building a workforce with a consistently high degree of professionalism and customer service, enhancing its earnings and benefiting its workers.

When PCV invested in Beacon, the company employed 42 residents of lower-income communities. By the time of sale (January 2006) this number had grown to 67. PCV worked with Beacon's lower-income employees, delivering financial literacy workshops and opening Individual Development Accounts (IDAs). All of Beacon's lower-income employees are eligible for health insurance, job training, and 401(k) matching from the company.

In 2006, Beacon was sold to Cintas, a publicly-held company that is frequently mentioned among the best companies to work for in the United States, offering retirement, profit-sharing and stock ownership programs to its employees. Beacon's workforce was a significant component of the company's value in the transaction. The terms of the sale to Cintas include a provision where PCV and our investors continue to benefit from Beacon's solid performance through 2007. The Beacon investment is on track to deliver final financial returns at the high end of PCV's expectations.

“PCV was more than a financial partner to Beacon. PCV understood our business. Their focus on people, especially lower-income workers, helped us build and train the stable workforce that has been critical to our success. PCV was also active in helping Beacon target and complete strategic acquisitions that enabled us to profitably scale our operations, providing opportunities for our workers AND making Beacon an attractive acquisition candidate.”

— Pratap Mukherjee, Beacon CEO

BUSINESS ADVISING

Building small businesses and creating quality jobs in lower-income neighborhoods

Small businesses in lower-income communities often lack access to the human, financial or other resources they need to develop. The entrepreneurs that run these businesses frequently do not have the formal business training and the connections common to entrepreneurs in venture-backed, public or fully-banked businesses. PCV's Business Advisory Service fills these voids. Through our powerful business network, PCV offers strategic support, professional development and networking opportunities to these high-potential businesses, helping them to bring jobs and opportunities to the residents of lower-income areas.

{ HOW IT WORKS }

One-on-One Advising — PCV links volunteer business professionals – CEOs, COOs, and other executives—with entrepreneurs whose businesses employ lower-income Californians and who want help with specific challenges facing their business.

CEO Forums — Top business school professors and executives lead workshops that focus on developing leadership and management skills, bringing to small companies resources that are often only available in MBA classrooms.

Business Roundtables — PCV brings a diverse group of business executives, lawyers, and financiers together to work with an entrepreneur from a single small business on a specific business challenge. The entrepreneur receives practical advice and problem-solving strategies.

{ ACCOMPLISHMENTS 2006 }

In 2006, we opened offices and launched operations in San Diego and Fresno; with our two existing offices in San Francisco and Los Angeles, PCV's Business Advisory Service now reaches small businesses in lower-income communities across California. Since 2000, PCV's Business Advisory Service has served 122 companies with a combined total of over 3000 employees. In 2006 alone, our advising program reached 59 companies with over 2,300 employees, engaging a network of 70 volunteer advisors throughout California. Companies in PCV's portfolio pumped over \$300 million in combined revenue into the California economy in 2006.

For more information about PCV's Business Advisory Service, please visit www.pacificcommunityventures.org/ourservices/



company: **Gemini Duplication, Visalia, CA**

Gemini Duplication, located in California's Central Valley, provides document management services for the legal industry. Gemini's 18 employees—14 of whom live in lower-income communities in the Central Valley—copy and index subpoenaed documents for law firm clients.

Advising Project: In June 2006, the Central Valley Business Incubator, a PCV Community Partner, referred Dan Mora of Gemini Duplication to PCV. We matched Dan with volunteer business advisor Cynthia Garfield, an experienced management consultant and business executive. Dan and Cynthia worked together to improve Gemini's organizational structure to help Dan better manage his company's rapid growth and avoid the pitfalls that rapidly-growing companies often face.



Advisee: Dan Mora founded Gemini Duplication in July 2004 when he was just 24 years old. Prior to launching this business, Dan started at the ground level in the legal services industry as a field technician and worked his way to Account Manager.

"My priority . . . was to get ready for growth, to build an organization that could scale. Our work with Cynthia has enabled us to take a huge leap forward. We have made several key hires and are ready to take off... PCV has added tremendous value to my company. One of the biggest components of our success has been our ability to tap into the network of resources that PCV provides. I have been able to combine my real-world experiences with the advice of experts. I have been able to learn from both executives and academics. These are resources that I would not have otherwise been able to tap into."

— Dan Mora

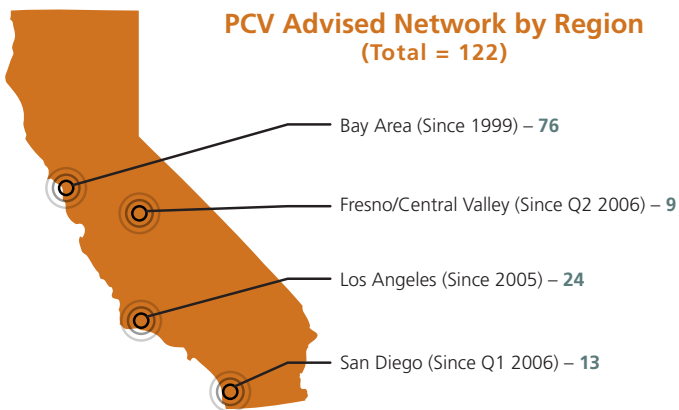


Advisor: Cynthia Garfield. Cynthia's successful career includes several executive management and university-level faculty positions. Cynthia was Director of Business Development for Arizona Technology Corporation, Director of Marketing for Ventana Corporation (now GroupSystems.com), and Director of Academic Affairs for Heald College. She offers expertise in corporate strategy, organizational design and technology transfer. Cynthia was referred to PCV by another business advisor.

"Volunteering with PCV has enabled me to utilize my professional experience to help a local Central Valley entrepreneur, and to contribute to my community. I get great satisfaction knowing that I am able to add value to Dan and his team's efforts to grow a company that will create more high-quality jobs for people from lower-income areas in our community."

— Cynthia Garfield

Advising Project Outcomes: Dan built out his management team and added 12 employees. Recognizing the importance of branding, he hired a marketing manager and engaged a local design company. Cynthia also helped Dan to see that he needed to protect Gemini's proprietary technology; Dan has since hired local legal counsel to help him guard the company's intellectual property.



EMPLOYEE ONRAMP

Helping lower-income employees achieve economic self-sufficiency

Pacific Community Ventures is a channel for reaching California's lower-income workers with innovative financial products and services. In the workplace, we deliver services designed to help lower-income employees maximize their retained income, build assets and join the financial mainstream.



{ INDIVIDUAL DEVELOPMENT ACCOUNTS }

Individual Development Accounts (IDAs), a combined financial education and 2-to-1 matched savings program, are a proven strategy for helping the working poor accumulate savings for retirement, post-secondary education or the purchase of a home. Since 2004, PCV has partnered with Lenders for Community Development and the Assets for All Alliance to deliver IDAs to lower-income employees at PCV's portfolio companies. PCV's IDA participants saved an average of 3% of their gross monthly income in 2006, when the personal savings rate in the United States was negative.

Total # of IDA accounts opened – 56
Average monthly savings – \$65.62

Asset Goals :

First Home Purchase – 41%
Post-Secondary Education for self or dependent – 33%
Retirement – 26%

{ EQUITY/WEALTH-SHARING PROGRAMS }

PCV's equity investments include requirements that non-management workers share in the wealth created through the company's profitable growth. PCV works with our financed and advised portfolio businesses to structure equity-sharing programs that empower employees to share in the "culture of ownership," participating in the upside they are helping to create.

{ NEW PROGRAMS }

In 2006, PCV identified two areas critical to improving the fragile status of the working poor, and where gaps in available services exist: access to financial services and access to affordable health coverage. In December 2006, Citibank joined forces with PCV to provide financial education workshops on site at portfolio companies to address workers' financial literacy needs. The results have been immediate in altering workers' choices. In 2007, PCV is expanding this initiative to help portfolio employees across the state set and achieve their financial goals.

At year-end 2006, we partnered with TaxAid in the Bay Area to help lower-income workers take advantage of the Earned Income Tax Credit to retain as much of their income as possible. We also initiated a relationship with San Diego Business Health Care Connection to connect small business owners and their employees to affordable health care options. These programs will continue to grow in 2007.

SHARING KNOWLEDGE

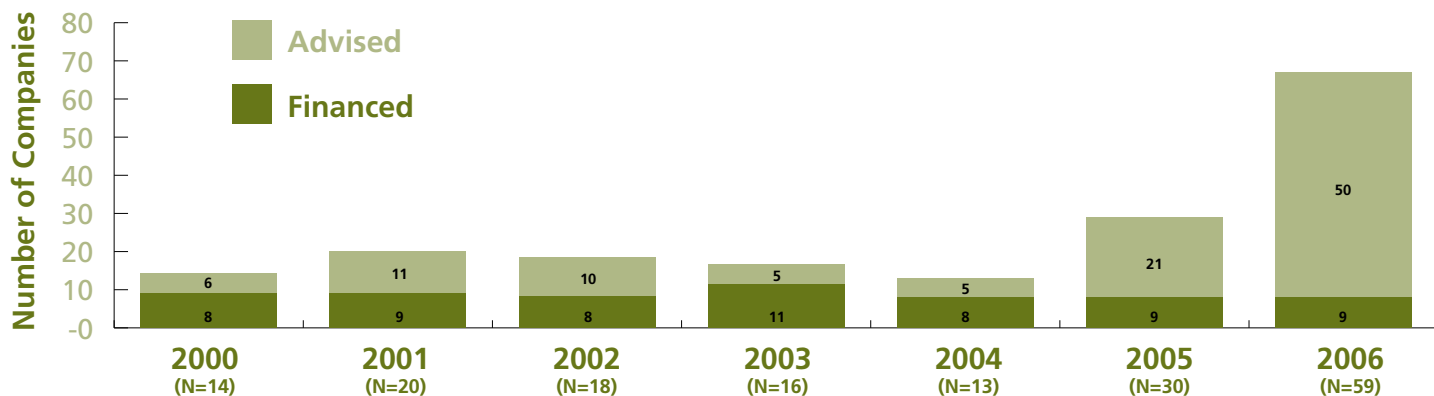
Making policymakers, advocates, and investors more effective in fighting poverty

PCV's investments—whether of human, financial or intellectual capital—produce both economic (financial) and social return. To produce the greatest financial return alongside significant social return, we must measure both—with different metrics, but equal rigor.

The financial return on PCV's investments is measured by internal rate of return (IRR). Social return on investment (SROI) is measured in terms of the number and quality of jobs for lower-income Californians. In partnership with BTW—*informing change*, PCV collects quarterly employment and job quality data from its investment

portfolio and conducts detailed annual surveys of both its financed and advised portfolio companies. The findings from these efforts are published annually in PCV's Executive Summary of Social Return on Investment.

Employment	Since 2000, PCV-financed companies have employed 1,688 residents of lower-income communities in California. At the end of 2006, the PCV advised portfolio employed 947 lower-income workers.
Wages	PCV's financed and advised portfolio companies provided lower-income workers with average wages of \$13.56 and \$13.06, respectively—both well above the living wage standard in each geography.
Medical Benefits	100% of PCV-financed businesses offer medical benefits to lower-income employees; 79% of those eligible are enrolled. 74% of PCV-advised companies offer medical benefits to lower-income employees.
Wealth Creation	Half of all PCV portfolio companies (including 83% of financed companies) provide retirement or other wealth-building programs to their lower-income employees. The proportion of eligible lower-income employees enrolling in retirement plans at PCV-financed companies has tripled from 10% in 2004 to 32% of eligible employees in 2006, due to increases in employee education and company contributions.
Training	98% of PCV portfolio companies provide skill-based, trade-specific training to lower-income employees.



In 2005, the California Public Employees Retirement System (CalPERS), recognizing our groundbreaking work in measuring the social return on our portfolio, selected PCV as independent consultants to evaluate the community outcomes of its California Initiative portfolio.

By year-end 2006, we were evaluating the community outcomes of over \$300 million in private equity commitments, serving both CalPERS and the Northwest Area Foundation.

THE PCV NETWORK

Building businesses, connecting communities

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Don Yates, Extraordinary Organizations
John Zoglin, Home Helper Handyman

2006 Portfolio

Beacon Fire & Safety**
Bentek Corporation*
Crunchy Foods
Dawson Custom Workroom
East Bay Cash Register
Evergreen Lodge*
Extreme Pizza
Feeney Wire Rope & Rigging
Give Something Back
Heath Ceramics
Home Health Advocates
Iprint n' Mail
Jeremiah's Pick Coffee Company
John Lewis Glass
Laura + Kiran
Melissa Joy Manning, Inc.
Mercados SUVIANDA*
Moving Solutions*
New Vine Logistics*
Niman Ranch*
Planet Organics
Pyramid, Inc.
Rhythm & Motion Dance Center
See Jane Run Sports
Silver Shield Security
Sitelers Wash
SunMan Engineering

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Lenders for Community Development
OBDC-Small Business Finance
Renaissance Center for Entrepreneurship
SBDC TAP

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Jim Kedwards, FMC Technologies
Doug Morgan, Morgan & Company
Rick Senneway, Kaiser Permanente
Pete Weber

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APPL Inc.
Eagle Medical Services
E Design
Gemini Duplication
GEMS Fitness for Women
Optistreams
Panational, Inc.
Summit Software
Unlimited Energy

Community Partners

California State University Fresno, Office of Community and Economic Development
Fresno Regional Jobs Initiative
Fresno West Coalition for Economic Development
The Lyles Center for Innovation and Entrepreneurship
Central Valley Business Incubator
Fresno Business Council
Economic Development Corporation serving Fresno County

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Klaus Schilling, First Regional Bank
Eric Sigman
Rob Swartz, NBC-Sci Fi Alternative Programming
Lawrence Wilder, Urban America, LP Private Equity Fund
Maria Wilhelm, Sorenson Media

2006 Portfolio

Artcraft Bedding and Draperies
blik Surface Graphics
Chichen Itza
CP-MFG
Design Guild Moulding
DeVoll's Rubber Products
Dura Flooring, Inc.
El Clasificado
Employer's Consulting Group
Foam Matrix
Industrial Glass Products
LAX TACOS
New Key Financial*
Radiovisa Corporation**
RJ's Demolition & Disposal
Titan Hardware
Value Finders
Wonderland Treatment Center

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City of Inglewood Office of Economic and Business Development
Community Financial Resource Center
Food Industry Business Roundtable
Los Angeles Local Development Corp
TELACU Community Capital

SAN DIEGO

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RADY School of Management
Lee Winslett, Wells Fargo Bank

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Tim Bubnack, Silicon Valley Bank
Trevor Callan, Callan Capital
Tim Cheng, Qualcomm
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Sarah Dooner, HSBC
David Duval, Claiborne Advisors, Inc.
David Favela, Hewlett Packard
Terri Horn, PETCO
Adam Joffe, Sony Online Entertainment
Joyce Mehrberg
Peter Mehrberg, Catalina Restaurant Group, Inc.
Quaeed Motiwala, Azteq Mobile
Payman Shabbak, Toyota Materials Handling
Aaron Tankersley, HSBC
Jennifer Tankersley, NP Strategies, Inc.

2006 Portfolio

Baja Designs
Chuaao Chocolatier
Elan Organic Coffees
Hi-Tech Electronics Manufacturing
Lyon Technologies
NLP Furniture Industries
Northwest Circuits Corp
O.A.P. Packaging, Inc.
Pacific Gyre
Paws for Thought
Reynolds Mason Industries
Source of Health
Tortilleria Lilly
Vigitron

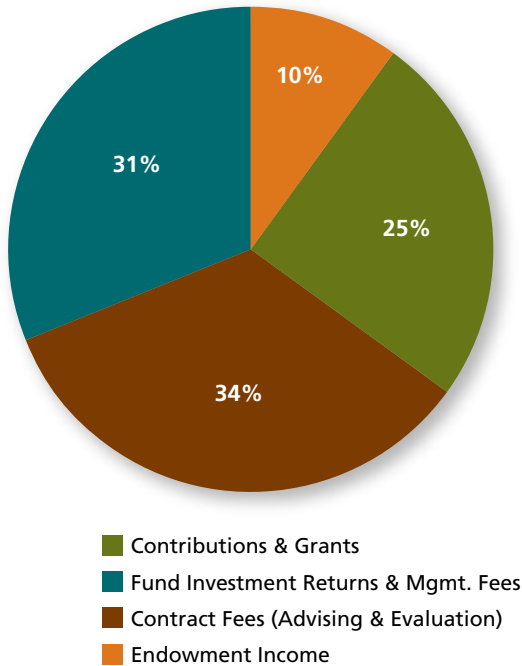
Community Partners

Beyster Institute
CDC Small Business Finance
California Manufacturing Technology Consulting
CONNECT
San Diego Business Healthcare Coalition
South County Economic Development Council

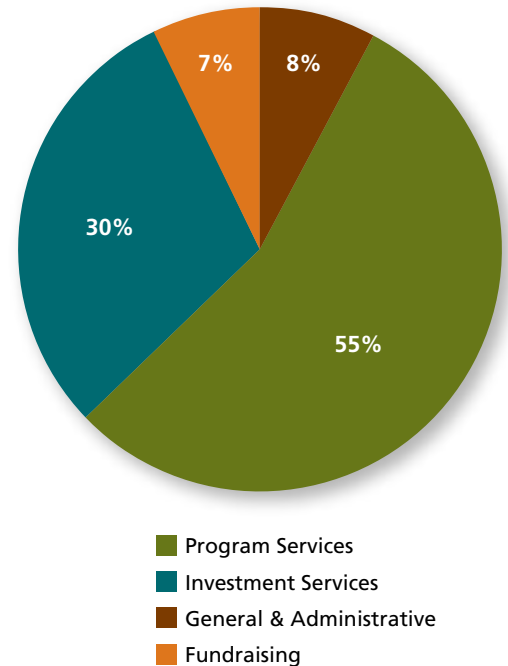
* PCV Financed Company

** Exited in 2006. Provided financial return to investors and produced job growth while in the portfolio.

**Sources of Funds Supporting PCV's Work
2006 Actual**



**PCV Expenses by Category
2006 Actual**



TAKE ACTION!

If you believe that we can transform California's lower-income communities into vibrant centers by working with small businesses and their employees, use your powerful assets to:

- Support Pacific Community Ventures' Business Advisory Service and Employee Onramp Initiatives by contributing to our Nonprofit Organization
- Become a Corporate Partner by providing services or products to Pacific Community Ventures and/or its portfolio companies
- Become a Limited Partner by investing in Pacific Community Ventures' next Investment Fund
- Become a Business Advisor and develop new networks while guiding a portfolio company through the business development process
- Become a Community Partner by providing company or advisor referrals
- Join the portfolio as an Entrepreneur leading a growing company in one of Pacific Community Ventures' target communities

To learn more or to find out how you can join the Pacific Community Ventures network, please visit our website at www.pacificcommunityventures.org or contact us at info@pcvmail.org.

SUPPORT PACIFIC COMMUNITY VENTURES' PORTFOLIO COMPANIES AND THEIR EMPLOYEES

Purchase products and services from PCV's diverse portfolio of companies and encourage friends, family and colleagues to do the same. You can enjoy the product even more knowing that you're supporting good jobs and great companies in California's lower-income areas.

Bay Area – Headquarters

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Heidi Krauel, Statewide Director, Employee Onramp Initiatives
Pete November, Managing Director
Eduardo Rallo, Managing Director
Mari Riddle, Regional Director, Los Angeles Services
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Beth Sirull, Director, Research, Consulting and External Relations
Trevor Smith, Associate Portfolio Manager
Kate Sofis, Statewide Director, Business Advising
Darren Solomon, Regional Director, San Diego Services
John Thornton, Managing Director

**Individual Contributors \$25,000+
1998 - 2006**

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