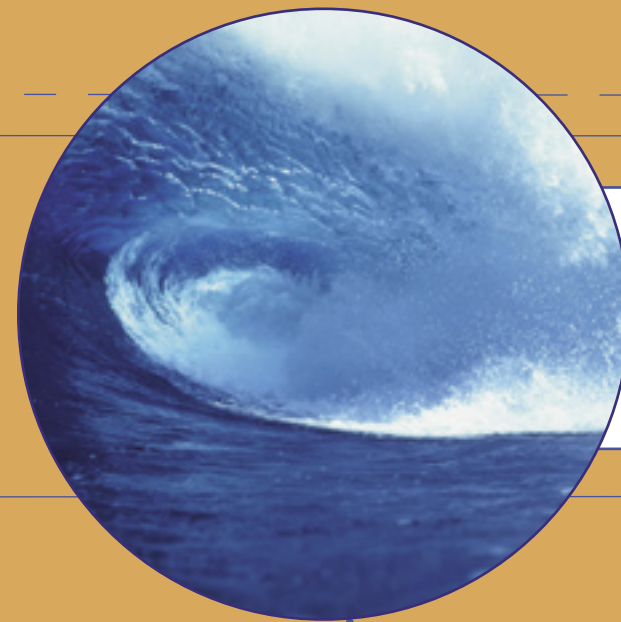


2004 ANNUAL REPORT




PACIFIC 
COMMUNITY • VENTURES

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

2004 was a growth year for Pacific Community Ventures (PCV) marked by expansion of our services and investments throughout California. Over the past six years, Pacific Community Ventures has seen powerful results from its unique model for community development that utilizes the tools of business for social change. Our two private equity funds provide a rare source of capital for small to medium-sized companies whose growth has the potential to create significant economic gains for low-income communities across California. In 2004, we committed over \$2 million to two new portfolio businesses (New Key Financial and Beacon Fire & Safety). Our current financed portfolio reflects nearly \$10 million of investment in eight active companies. Through our nonprofit services, Pacific Community Ventures has matched nearly 60 small businesses with over 75 volunteer business advisors since 1999. PCV's volunteer advisors guide small business managers through the company development process, providing high-level advice and insights along the way. Our efforts must be as dynamic as the markets and communities we serve, and this mindset is clearly reflected in our actions over the last year.

2004 was also a year for transforming new strategic plans into action. Pacific Community Ventures signed a 3-year, \$1.5MM fee-for-service contract with the California Pollution Control Financing Authority (CPCFA), a division of California State Treasurer's Office, to expand our business advising services to new geographic markets, starting with our new office in Los Angeles. This public-private partnership is major validation of the potential of PCV's business networking model and represents a key milestone in our efforts to achieve a statewide impact.

We held Employee Focus Groups to hear directly from the employees of our portfolio companies about the job-related issues they care about most. Employee feedback on the challenge of saving validated the need for Pacific Community Ventures' new Individual Development Account (IDA) Program. PCV's IDA program directly assists the employees of our portfolio companies in their efforts to build valuable assets and break the cycle of poverty.

Our recent "Power + Potential" Forum luncheon, held in Menlo Park, allowed us to share the story of our progress and also to encourage our record number of 210 attendees to recognize their own potential as individuals to effect positive change in their communities.

We look ahead with a renewed conviction that California's economic future must include a new business network to bring renewed economic vitality and opportunity to California's underserved communities. We send our thanks to all of you that have listened to our call and tirelessly contributed your time and financial support in pursuit of this vision.

Sincerely,



Penelope Douglas
President & Co-Founder



Bud Colligan
Chairman of the Board and Co-Founder

Gordon Davidson • Chairman, Fenwick & West • PCV Board Member

"I believe in PCV's mission, its disciplined, high-energy team and its demonstrated results. We are advising and funding small companies that are already creating quality jobs in under-served communities, one company at a time. And we are at an inflection point, where the power of the model will enable us to scale and broaden our reach to more companies and communities."



QUALITY JOBS

1,173 residents of low/moderate income communities employed since 2000

Average wage: \$12.78 per hour

Average 60+ hours of job training per employee

100% of PCV portfolio businesses provide health insurance

92% provide paid time off

2004

\$2 million invested

New 3-year contract with CA State Treasurer's Office

New Los Angeles Office

New Programs: IDA and Emerging Enterprises Advising



MILESTONES

76 advisors volunteered

57 companies served

9 CA counties touched

Grown staff from 2 to 11

\$10 million invested in 8 active companies

Raised \$30 million for investment and programs

"Building a new business network that transcends traditional barriers to bring renewed economic vitality to California's low-income communities."

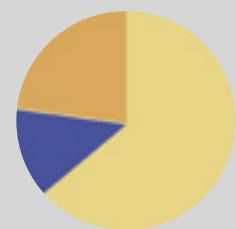
Double Bottom Line Investing

Pacific Community Ventures (PCV) develops and invests in companies providing economic gains to low-income communities in California. PCV is the managing member of two **Community Investment funds** that channel institutional investment capital into private companies that demonstrate the potential to build successful businesses and create jobs and economic growth. PCV will be raising a third investment fund in 2005-2006.

Building off six years of investing experience in this field, Pacific Community Ventures has honed its investment approach to focus on specific industry sectors including: **food products and distribution, value-added manufacturing, business services, and specialty consumer products.** PCV provides growth and buy-out/acquisition capital to non-technology companies that have reached an “inflection point:” revenues between \$5M and \$30M, a proven business model beyond product and market risk, but a need for capital to achieve greater levels of revenue and profitability. This strategy is grounded in PCV’s view of these companies as high-potential vehicles for creating attractive financial returns for investors while delivering renewed vitality to California’s economically challenged communities.

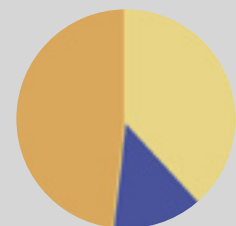
PCV Investment Partners LLC I and LLC II **closed two new investments in 2004**, committing a total of \$2 million of new equity for New Key Financial (Los Alamitos) and Beacon Fire & Safety (San Jose and Orange County). PCV holds seats on the boards of these portfolio companies as well as of Timbuk2 Designs, Moving Solutions, New Vine Logistics, and Evergreen Lodge/First Light Destinations. PCV’s total investment portfolio reflects nearly **\$10 million dollars invested in eight active companies** in the Bay Area and Los Angeles. As a leading double-bottom line investor, in addition to financial returns, PCV seeks Social Return on Investment, measured via the number and quality of job opportunities at PCV portfolio companies for residents of low/moderate income communities. In support of these double bottom line returns, PCV also operates a suite of no-cost business services specifically designed to increase the capacity of all PCV portfolio companies to effectively achieve and manage business growth.

LLC I (\$6.3 million)



- Capital Invested
- Reserved for Follow-Ons
- Available Capital

LLC II (\$13.7 million)



- Capital Invested
- Reserved for Follow-Ons
- Available Capital

PCV Fund I (\$6.3 million)

- General Bank
- The Rockefeller Foundation
- San Jose National Bank
- Silicon Valley Bank
- Wells Fargo Bank

PCV Fund II (\$13.7 million)

- CalPERS
- Citigroup
- The Community Development Financial Institutions Fund (CDFI)
- United Commercial Bank

Anita Stephens • Principal, Opportunity Capital Partners • PCV Board Member

“One of the true successes of Pacific Community Ventures lies in its social return measurement. PCV has taken a leadership role to develop metrics and quantify the quality of employment in its portfolio. This organization is able to truly vet the impact of funding and services both on a financial return basis and on a social impact basis.”



Katie Schumacher • CEO, New Vine Logistics • PCV Financed Portfolio Member

“PCV is a committed, supportive investor. Their hands-on involvement has directly contributed to NewVine’s growth. PCV is as exacting and demanding as any traditional investor, but also brings extremely valuable specific knowledge around challenges facing companies like ours.”

Business Services

Pacific Community Ventures offers a suite of no-cost services that provides small businesses (\$250,000 to \$10 million in annual sales) with the resources and support they need for growth. Thanks to PCV’s recent expansion, these services are now available to eligible small businesses in both the Bay Area and Los Angeles. Businesses need not be financed by PCV to receive these services.

Business Advising

PCV matches experienced business professionals—all volunteers—with small business managers to provide advice and guidance in key business areas. PCV’s Business Advisors—who have extensive expertise in marketing, finance, general management or operations—work with one company over 6-12 months on strategic-level projects such as new business development, sales and marketing strategy, organizational development, and financial planning. Since 1999, PCV has matched over 75 volunteer advisors with nearly 60 companies. In 2004, Emerging Enterprises Advising was launched to bring PCV’s services to smaller-sized companies.

CEO Forums

PCV offers workshops to the chief executives of its financed and advised portfolio companies that focus on developing leadership and management capacity at the highest level. These CEO Forums provide new insights and frameworks for addressing key business challenges from top experts in the field. CEO Forums also serve as a setting for portfolio company managers to receive support, feedback, and advice from their peers within the PCV network. Speakers at PCV CEO forums have included representatives of companies such as Kleiner Perkins, Il Fornaio and Peet’s Coffee and Tea.

Business Roundtable

The Business Roundtable is a diverse group of business executives, lawyers and financiers who provide PCV entrepreneurs with practical input and problem-solving strategies. This group meets quarterly to hear from one PCV portfolio company about a specific business challenge which, when overcome, will enable the company to grow to a new stage of development. Presenting companies seek advice on such issues as: accessing a key customer, negotiating a merger/acquisition, launching a new product, or planning for and financing growth in a particular area of the business.



Michael Rose • President & CEO, Everyone.net • Business Advisor, Rhythm & Motion Dance Center

“One of the great things for me personally is to be able to provide both strategic and tactical guidance and see the direct results of my work. As a business person, [my advising relationship] is very connected to what I do on a daily basis and the results are tangible. For me, it is a very meaningful way to give back to the community. We are providing valuable-business advice to great companies that need it but cannot afford it.”

Workforce Services

PCV’s Workforce Development programs directly assist the low-income employees of PCV portfolio companies in their efforts to build valuable assets and achieve economic self-sufficiency. Participants in PCV’s new Individual Development Account (IDA) program go through six weeks of financial literacy training plus attend additional personal finance workshops. Participants save up to \$2,000 over two to three years toward home ownership, retirement, or education. Each dollar saved is then matched 2-to-1. PCV has opened 18 new IDA accounts for employees of Beacon Fire & Safety and Niman Ranch.

Social Impact Assessment

PCV continues to be a leader in the field of Social Return on Investment (SROI) evaluation and reporting and is a frequent participant in industry groups that support other funds in developing their own SROI practices. PCV collects quarterly employment and job quality data from its investment portfolio and conducts detailed annual interviews with managers of both its financed and advised portfolio companies. PCV also recently introduced Employee Surveys and Focus Groups to uncover employee perspectives on job-related issues. The findings from these combined efforts are published annually in PCV’s Executive Summary of its Social Return on Investment Report.

Marco Flores • Niman Ranch Shipping and Receiving Department IDA Program Participant

The Master Your Money financial training course offered through PCV’s IDA program helped Marco take charge of his finances. The class taught him “how to save and work on my credit, to improve it and manage my money better.” Now, he has paid off most of his credit cards and is saving every month toward his goal of buying a home. “I now know I can save. I used to think [buying] a home was out of reach, but now I think it is a reality.”





Los Angeles Portfolio

Beacon Fire & Safety (San Jose and Orange County) *

With company locations in San Jose and Orange County, Beacon Fire & Safety LP provides sales, installation, and service of fire safety equipment, including sprinkler systems, portable extinguishers, restaurant hood systems, emergency lighting, and alarms. Beacon employs 60 residents of low/moderate income communities, and provides health insurance, job training, and 401(k) matching to its workforce. In addition, 10 Beacon Fire & Safety employees have enrolled in PCV's Individual Development Account (IDA) program. Beacon's primary strategy is to grow through acquisition. The company has closed ten acquisitions since January 2002, and since the time of PCV's investment has acquired two Southern California-based fire safety equipment and service businesses.

Employer's Consulting Group (Glendale)

Employers Consulting Group (ECG) is a 25 year-old business that provides unemployment claims administration and human resources support services to companies throughout the U.S. ECG is headquartered in Glendale, and its 15 employees hail from throughout the Los Angeles area, including several low/moderate income communities within the city of Los Angeles. A PCV Advisor will be working with the Company on its growth plans and a new financing strategy.

Latis College (Los Angeles)

Latis Career College is a vocational training school in South/Central Los Angeles that teaches certification classes in Medical Assistance, Florist/Floral Design, Computer Repair, Childcare, Cake Decoration/Culinary Arts, Travel Agency Management, and Graphic Design (new course in 2005). Latis educates nearly 200 students each year in both English and Spanish, and employs several residents of low/moderate income communities as instructors and administrators. A PCV Advisor will be working with Latis management to develop an organizational and operational strategy to support the Company's expansion plans.

Bay Area Portfolio

Counter Production (Berkeley)

Counter Production (CP) is a Berkeley, CA-based manufacturer of Vetrazzo™; a recycled-glass based solid surface material that is being used for the same applications as granite and marble. CP's products can be found in the kitchens and bathrooms and on the walls, floors, desktops and tabletops of high-end homes and commercial establishments across the country. CP's patent pending formula takes glass recycled from various sources—bottles, windshields, traffic lights and stained glass cullet—and mixes it with a mineral-based cement-like mixture, then molds it a solid surface material that is an aesthetically pleasing and environmentally-friendly alternative to stone, metal, resin, and hardwood. CP provides high-quality employment opportunities including attractive hourly wages and on the job training to its 15 low-income workers.

Give Something Back Business Products (Oakland)

Founded in 1991, Give Something Back is an independent office supply company headquartered in East Oakland that donates more than 50% of its after-tax profits each year to California nonprofits. The Company employs 45 residents of low/moderate income communities in its warehouse and customer service center, and as delivery personnel. Give Something Back has worked with PCV business advisors on marketing strategy and key account development programs.

New Key Financial (Los Alamitos) *

New Key Financial is a residential mortgage broker and banker, focused on providing capital to first-time homebuyers in the Hispanic market. New Key hires loan openers and loan processors from Los Angeles-area low/moderate income communities. New Key's employees are eligible for health insurance, receive significant industry-specific training, and have their base wages supplemented by a strong contingent compensation program.

Brian Haas • Vice-President, Beacon Fire & Safety

PCV's investment "...was essential in getting us into our second market. Without PCV leading our investment we wouldn't have been able to expand to Southern California and acquire companies there." Brian also values PCV's "knowledge and awareness of the challenges of managing our workforce. It's nice to know that we have an investor as committed as we are to creating good jobs for employees...[PCV] understands the importance of providing good wages and benefits...and that employees need to be successful for the business to be successful. Good jobs...make people more productive. There is efficiency to be gained with job stability and resources such as healthcare."



Radiovisa Corporation (Sherman Oaks) *

Radiovisa Corporation is a producer and national syndicator of Spanish language radio programs and services targeting Hispanics of Mexican origin. Launched in December 2002, Radiovisa's network has expanded to 15 of the top 25 Hispanic markets in the U.S. Radiovisa's objective is to become a leading provider of long-form and short-form talk, news and entertainment programming targeting the Mexican listeners on Spanish language radio stations nationwide. Radiovisa employs 42 local low/moderate income community residents in radio production and sales-support positions, and provides job training and health benefits.

Evergreen Lodge (San Francisco/Groveland) *

First Light Destinations is an independent, for-profit lodging company building a portfolio of destination outdoor properties. First Light also has a social mission to support at-risk Bay Area youth, by providing career-oriented training and work experience coupled with counseling support and exposure to outdoor recreational experiences. Its first property, Evergreen Lodge near Yosemite National Park, employs 10 Bay Area youth and 60 low-income adults each year in both seasonal and year-round positions. Evergreen employees receive extensive job training, and the company provides health insurance to its year-round employees. First Light management has worked with a PCV Business Advisors on the site development plans for Evergreen Lodge and on a public relations strategy.

Jeremiah's Pick Coffee Company (San Francisco)

Jeremiah's Pick Coffee Company is a leading supplier of specialty coffees to independent grocery stores, premier restaurants and hotels throughout California, Hawaii, New York and Arizona. Jeremiah's Pick roasts its specialty blends at its headquarters in the Bayview district of San Francisco, and employs residents of several low/moderate income communities in its coffee roasting, packing, and shipping operations. PCV Business Advisors have worked with Jeremiah's Pick on financial planning, new product launches, and branding and packaging strategy.

Laura + Kiran (Richmond)

Laura + Kiran designs and distributes hand-loomed, natural fiber home furnishings fabric from India. Laura + Kiran's fabrics can be found in retail fabric stores and through furniture manufacturers and home furnishing catalogs. The Company employs low-income individuals from the areas surrounding its Richmond-based warehousing and distribution facility. The Company will be working with a PCV Advisor on new business development.

Melissa Joy Manning, Inc (Oakland)

Melissa Joy Manning, Inc designs and manufactures handmade precious and semi-precious jewelry, and employs low-income individuals in its Oakland-based production studio. Full-time employees at the company are eligible for 401(k) plans and health insurance. The Company will be working with a PCV Advisor on general business and strategic planning.

Moving Solutions (San Jose) *


Since its founding in 1984, Moving Solutions has provided office and industrial relocation services to businesses in Silicon Valley. Moving Solutions also offers project management, off-site storage, and residential moving and storage services. The Company employs 48 residents of San Jose's low/moderate income communities on its moving crews, and provides extensive job training, health insurance, and a 401(k) program to its employees. Moving Solutions has worked with PCV Business Advisors on marketing, business planning and financial planning projects.

New Vine Logistics (Napa/American Canyon) *

New Vine Logistics was founded in May 2001 by wine industry, technology, and transportation veterans, to solve the complex business problems associated with the interstate sale and distribution of wine. The company has developed proprietary fulfillment systems that enable fully-compliant, consumer-direct shipping in 34 states. New Vine Logistics employs 30 residents of surrounding low/moderate income communities, who receive medical and dental benefits, 401(k) eligibility, stock options, job training, and paid vacation and sick leave.

Lorene Reed • Co-Founder, Planet Organics

Planet Organics delivers organic produce and ecologically-friendly grocery products to over 2,500 homes in the San Francisco Bay Area each week. Since joining PCV's Advised portfolio in November 2000, Planet Organics has increased its annual revenues 400%, to nearly \$5 million. Planet Organics has grown its staff to include 35 residents of low-income communities near the Company's South San Francisco warehouse and distribution facility. Planet Organics co-founder Lorene Reed credits PCV with being "instrumental as far as the growth of our business." PCV has matched Planet Organics' owners with five Business Advisors since 2000 to work on projects ranging from developing new financing and marketing strategies to redesigning the Company's organizational plan and staffing model. PCV also acted as a referral for Planet Organics when it secured its first SBA Loan in May of 2002. Since then, the Company has expanded its product mix, geographic reach, and staff size significantly. As Lorene puts it, "it's an enormous feeling to have that kind of success and PCV has been a huge part of that."



Niman Ranch (Oakland) *

Niman Ranch is a leading marketer and distributor of fine quality beef, lamb, and pork to fine restaurants and retailers across the country, and directly to consumers via its online store. The Company raises its livestock following a strict code of ecological and husbandry principles and also supports small family farms using the same practices. Niman Ranch operates a processing and packing plant in an Enterprise Zone in Oakland that employs and trains 111 residents of surrounding low/moderate income communities. Niman provides health insurance and a 401(k) program to its employees, and eight Niman employees are currently enrolled in PCV's IDA program. Niman Ranch has worked with a PCV Advisor on financial planning and developing new commercial banking relationships.

Planet Organics (San Francisco)

Planet Organics delivers organic produce and ecologically-friendly grocery products to homes throughout the San Francisco Bay Area. Since its founding in 1995, Planet Organics has developed a unique, Internet-based home delivery model to serve the rapidly growing market in the San Francisco Bay Area for organic produce and groceries. The Company recently relocated from its original home near San Francisco produce market to a larger facility in South San Francisco. Planet Organics employs 30 residents of low/moderate income communities in San Francisco and San Mateo counties in its warehousing and delivery operations. Planet Organics has worked with PCV advisors on sales and marketing strategy, preparation for fundraising, and information technology strategy.

Revival Mercantile (San Francisco)

Revival Mercantile operates a full-service catering business in the Bayview district of San Francisco, as well as a café in the Presidio in San Francisco. The Company employs low-income individuals as café workers, catering assistants, sales assistants, and kitchen managers. The Company is working with a PCV Advisor on identifying new business development opportunities and a branding and marketing strategy.

Rhythm & Motion Dance Center (San Francisco)

Rhythm & Motion Dance Center has been part of the South of Market community for 25 years, providing dance and movement classes for adults, youth and children, including the Company's proprietary "Dance Workout" program. Rhythm & Motion also provides certification courses to those interested in becoming instructors in the Dance Workout program, and employs 55 local residents as dance instructors and administrators. The Company has worked with a PCV Advisor to develop new financial management systems and a licensing model for its proprietary dance curriculum.

Timbuk2 Designs, Inc. (San Francisco) *

Founded in 1989, Timbuk2 Designs manufactures custom configured messenger bags and distributes them throughout the United States, Canada, Western Europe and Southeast Asia. The Company's business model is focused on new manufacturing strategies that enable production efficiency and improved quality of life for its workers. Timbuk2 employs 32 residents of San Francisco's low/moderate income communities in its local sewing and assembly facility and provides them with health insurance, skill-based training, and a profit-sharing program. Timbuk2 has worked with PCV advisors on projects ranging from branding and marketing to improved financial management.

* Member of PCV Financed Portfolio



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Pacific Community Ventures would also like to extend a special thanks to all those who sponsored and purchased tickets to the "Power + Potential" luncheon event in March 2005.

Bijal Vakil • Attorney, McDermott, Will & Emery • Business Advisor, Give Something Back
"[PCV's Business Advising] program helps develop invaluable and deep business contacts . . . On a personal level, it's wonderful to give back to the community while developing professionally. I've enjoyed the opportunity to assist Give Something Back with its long term rebranding strategy."

