



Annual Management Report of Fund Performance As at December 31, 2009 Integra Equity Fund

This annual report of fund performance contains financial highlights but does not contain the complete annual financial statements for the investment fund. You may request a copy of the annual financial statements at no cost, by calling 1-800-363-2480, by writing to us at Integra Capital Limited (“Integra”), 2020 Winston Park Drive, Suite 200, Oakville ON L6H 6X7 or by visiting our website at www.integra.com or the SEDAR website at www.sedar.com.

Security holders may also contact us using one of these methods to request a copy of the investment fund’s proxy voting policies and procedures, proxy voting disclosure record, or portfolio disclosure relation to the investment fund.

Management Discussion of Fund Performance Investment Objectives and Strategies

The Integra Equity Fund seeks to provide long-term capital growth by investing in equity securities of Canadian businesses as well as companies in the United States and outside of North America. The Fund may hold up to an aggregate of 10% in cash or cash equivalents.

As of the third quarter of 2008, the Fund invests in the securities of the Integra Canadian Value Growth Fund, the NWQ U.S. Large Cap Value Fund, the Integra International Equity Fund and the Integra Newton Global Equity Fund. The target weighting of the Fund’s investment in the Integra Canadian Value Growth Fund is 70%, in the NWQ U.S. Large Cap Value Fund 10%, in the Integra International Equity Fund 10% and in the Integra Newton Global Equity Fund 10% of net assets (exclusive of cash and cash equivalents), subject to a permitted deviation of 2.5% above or below the target weighting to account for market fluctuations.

The Fund employs a strategic investment strategy whereby investments in the Underlying Funds are based on target asset weightings. The target weightings allocated to each Underlying Fund and the selection of Underlying Funds are based on several factors, including impact to the Fund’s volatility, asset class diversification and investment styles.

The Integra Equity Fund may enter into securities lending transactions. Securities lending transactions will be used in conjunction with the Fund’s other investment strategies in an appropriate manner to achieve the Fund’s investment objectives.

Risk

Most of the Fund’s assets will be invested in common shares. As a result, the Fund is exposed to stock market risk and specific issuer risk. Equity risk can be described as the potential for a decline in stock prices. The share price of a company will be impacted by various factors including profit growth, dividend policy, balance sheet leverage, quality of management, market share, product development, and technology investment.

The Canadian stock market remains heavily influenced by events in the commodity arena. The Energy and Materials (gold, forest products and minerals) sectors represent over 45% of the domestic equity market. Global demand will have a significant impact on commodity prices, thus, domestic equities may not escape a global economic slowdown.

The Fund also invests in stocks outside of Canada, with a long-term target of 30% of the holdings being shares of companies based in the United States or outside of North America. As the Fund is investing in foreign securities it will also be subject to foreign security risk and currency risk.

The Fund may also invest in American Depository Receipts and would therefore be exposed to ADR risk.

The Underlying Funds may participate in securities lending. Accordingly, it may be subject to securities lending risks.

Looking ahead, many developed countries saddled with aging populations and slow growth must now deal with large government deficits created by the substantial stimulus programs introduced during the past few years. In the short run, a high budget deficit is appropriate in the context of weak private sector economic activity. Conditions are cyclically favourable for financing deficits, with historically low interest rates and inflationary threats minimal.

Longer term, deficits are much more worrisome, with the aging demographics and the demand for new government spending programs. Interest rates will rise to more normal levels over time, increasing the service costs on the debt financing the budget shortfalls.

Annual Management Report of Fund Performance - continued

Results of Operations

For the quarter, six-month and one-year period ended December 31st, 2009, the Fund generated gains of 3.0%, 13.3% and 27.1%, respectively. In comparison, the Fund's benchmark (70% S&P/TSX Composite Index, 15% Russell 1000 Index and 15% MSCI EAFE-free Index) provided returns of 3.2%, 13.6% and 27.5%, for the same periods.

During the first two months of 2009, global stock markets were down approximately 20% as investors shunned risk and thus sold out of equities. In early March, stock markets around the world touched bottom and sentiment reversed dramatically, partly on the back of support commitments and tremendous injections of liquidity into the financial services sector by governments around the world. While many indicators within the global economy indicate these are difficult times, the equity markets' sharp rise reflected a common belief that the worst is behind us. However, it should be noted that the rally which began late in the first quarter left many high quality companies behind.

In Canada, the strongest sectors were Financial Services, Information Technology and Energy, closely followed by Materials. On the other hand, as evidence that investors became much less defensive in early March, the worst performing sectors for 2009 were Telecom Services and Consumer Staples.

There was tremendous dispersion within the American stock market in 2009. The Information Technology, Materials and Consumer Discretionary sectors had returned ranging between 23% and 38%. These business groupings tend to be the most economic sensitive. On the other hand, four of the ten sub-indices within the market: Telecom Services, Utilities, Consumer Staples and Financial Services, the more defensive sectors, all lost money in Canadian dollar terms.

The strongest performing areas outside of North America were the Emerging Markets, particularly Brazil (an economy leveraged towards commodities) and China. In the Far East, Australia (benefitting from its proximity to China's booming economy) and Singapore enjoyed the best returns while Japan, in spite of a rally late in the year, was down over the 12-month period.

Within Europe, Norway and Sweden reported the largest gains during the year, while Finland and Ireland suffered losses during 2009. The Materials sector was far and away the best performing business group in the international stock market during 2009, generating a return of 44.3%. Other sub-indices rewarding investors during the year were Financial Services and Consumer Discretionary stocks. On the other hand, the Utilities and Telecom Services industry groups lost money during 2009.

The Fund's minor underperformance largely occurred due to the international holdings in the portfolio. Stock selection in France, Japan, Australia and Switzerland were deterrents to relative performance. As well, at the sector level, holdings within the Materials and Consumer Staples areas caused the Fund to experience relative under-performance in its overseas investments.

The Fund's U.S. holdings under-performed relative to the benchmark largely due to stock selection in the Consumer Discretionary and Health Care sectors. Particular stocks which detracted from relative performance versus the benchmark were Aon, Raytheon and Lockheed Martin.

With respect to its Canadian holdings the Fund did well, with the relative returns being positively impacted by stock selection in the Financial Services and Materials sectors. To a lesser extent, stock selection in the Consumer Staples sector also generated value added.

The Fund also generated some value added with its holdings in Emerging Markets, particularly Brazil. Lastly, the Fund benefitted from being underweight the American market.

Fund expenses vary period over period mainly as the result of changes in average Net Asset Values and investment activity. Custodial fees decreased year over year due to the change in the structure of the Fund (to a Fund on Funds) coupled with a new fee scale negotiated with the Fund custodian which took effect in late 2008. Additionally, Operating expenses were slightly higher during 2009. This is partially due to a variance between the budgeted amount of expense accrued in the latter portion of 2008 versus the actual expense that was incurred during that period.

Recent Developments

Although the global recession ended during the summer of 2009, the outlook for the economy recovery appears mixed. Developed economies, restrained by the consequences of both property and credit bubbles, are likely to grow at rates meaningfully below those of prior economic recoveries.

Canada's labour market is relatively strong relative to the U.S. The unemployment rate is currently slightly in excess of 8%, while the American jobless rate is closer to 10%. If businesses continue to hire at the rate they have over the past few months, all of the Canadian jobs lost since the beginning of the recession will have been restored. However, those workers who have entered the workforce since the economic slowdown began would not have jobs. (The labour force has increased 1% annually since the slowdown began.) Corporations are likely to maximize productivity gains, making due with what they have, before beginning aggressive hiring.

Annual Management Report of Fund Performance - continued

Recent Developments

Improving economic data, a continuation of low short-term interest rates and growth in corporate profits coupled with reasonable valuations will push stock markets higher in 2010. While the equity markets have traded in a fairly narrow range over the past few months, there has been churning activity as investors begin to transition away from the “junk” rally and move money into quality stocks that did not fully participate in the run-up over the past three quarters. The quality stocks are the shares of those companies with proven growth records, healthy balance sheets, generate abundant free cash flow and have reasonable valuations.

In past market cycles, low quality leadership begins to wane after about six to nine months. The most important determinant in the equity market outlook is likely to be corporate earnings. Actual profits mattered less in the robust returns of 2009, yet in the coming year and those to follow, as the economic recovery progresses, the environment is likely to see a return where corporate earnings matter. Within Canada, the Fund has established new positions in Canadian Western Bank, Fairfax Financial, Magna, Rogers Communications, SNC Lavalin, Husky Energy and selected Gold stocks. As well, the Fund has also created an opportunistic new position in Canadian Natural Resources (“CNQ”). This Company is one of the largest Canadian oil and gas exploration and production companies. CNQ has visible oil production growth at attractive rates of return and a disciplined management team. The Company generates attractive free cash flow which is being used to reduce debt.

In the United States, the Fund has made several investments in companies such as Aon and Citigroup, which have lagged the market since mid-May. Many corporations in the Financial Services sector are trading below the prices of their secondary offerings. Additionally, the Fund added to its position in ConocoPhillips, which is an integrated oil producer. The Company has a highly leveraged balance sheet, but has announced asset sales to reduce debt. The management of the Company is taking steps to realize the underlying value of the Company’s assets.

Overseas, recent acquisitions include Mitsubishi Corp. and Nomura Holdings. The major overweight positions relative to the benchmark are Millicom Cellular, Sprint Nextel, Newcrest Mining, Roche and Jardine Matheson. On a geographic basis, the Fund is over-weight Emerging Markets and the Pacific Region excluding Japan.

Caution Regarding Forward-looking Statements

This report may contain forward-looking statements about the Fund, including its strategies and expected performance. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to potential future events or market and economic conditions.

In addition, any statement that may be made concerning future performance, strategies or prospects and possible future Fund action, is also a forward-looking statement. Forward-looking statements are based on current expectations and projections about future events and are inherently subject to risks, uncertainties and assumptions about the Fund and capital market and economic factors.

Forward-looking statements are not guarantees of future performance, and actual events and results may differ materially from those expressed or implied in any forward-looking statements made by the Fund. A wide range of factors may contribute to these variances, including general economic, geopolitical and market influences in Canada or globally, interest rates and currencies, capital markets, technology innovations, regulations and catastrophic events.

Investors are encouraged to consider these and other factors including their own investment objectives carefully before making any investment decisions and are urged to avoid placing undue reliance on forward-looking statements.

Additionally, investors should be aware that the Fund has no specific intention to update any forward-looking statements whether as a result of new information and future events, prior to the release of the next Management Report on Fund Performance.

Related Party Transactions

Manager, Portfolio Manager and Transfer Agent

The Fund is managed by Integra. Integra provides or arranges for the provision of all general management and administrative services rendered by the Fund in its day-to-day operations, including providing or arranging the provision of investment advice and record-keeping services for the Fund.

As a result of providing investment advisory and management services, Integra is entitled to receive a monthly fee from investors in the Fund.

Integra Equity Fund

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 5 years. This information is derived from the Fund's audited annual financial statements.

Integra Equity Fund					
	2009	2008	2007	2006	2005
Net Asset Value, Beginning of Year	\$10.44	\$16.27	\$18.23	\$16.67	\$15.55
Adjustment for New Accounting Standards	—	(0.03)	—	—	—
Net Assets, Beginning of Year	\$10.44	\$16.24	\$18.23	—	—
Increase (Decrease) From Operations:					
Total revenue	0.31	0.46	0.42	0.53	0.28
Total expenses	(0.03)	(0.04)	(0.04)	(0.04)	(0.04)
Realized gains (losses) for the year	(0.86)	0.28	1.54	1.44	1.89
Unrealized gains (losses) for the year	3.30	(5.80)	(2.34)	1.17	0.07
Total Increase (Decrease) From Operations (1)	\$2.72	(\$5.10)	(\$0.42)	\$3.10	\$2.20
Distributions:					
From income (excluding dividends)	(0.06)	(0.28)	(0.22)	(0.20)	(0.05)
From dividends	(0.37)	(0.19)	(0.17)	(0.28)	(0.20)
From capital gains	—	(0.28)	(0.04)	(1.02)	(0.76)
Return of capital	—	—	(0.08)	—	—
Total Annual Distributions (2)	(\$0.43)	(\$0.75)	(\$0.51)	(\$1.50)	(\$1.01)
Net Asset Value, End of Year	\$12.91	\$10.44	\$16.24	\$18.23	\$16.67
Ratios and Supplemental Data (Based on Trading NAV)					
Net asset values(000's)	\$ 64,365	\$93,438	\$147,623	\$159,910	\$135,616
Number of units outstanding	4,985,737	8,948,193	9,071,274	8,769,785	8,133,593
Management expense ratio (%)	2.36%	2.19%	2.08%	2.13%	2.16%
Management expense ratio before waivers or absorptions (%)	2.36%	2.19%	2.08%	2.13%	2.16%
Portfolio turnover rate (%) (3)	8.97%	183.78%	24.93%	24.70%	34.20%
Trading expense ratio (%) (4)	0.00%	0.11%	0.06%	0.06%	0.11%

Supplementary information to the Financial Highlights calculations are based on the following:

1. Net asset and distributions are based on the actual number of units outstanding at the relevant time.
The increase/decrease from operations is based on the weighted average number of units outstanding over the year.
2. Distributions were paid in cash/reinvested in additional units of the Fund, or both.
3. The Fund's portfolio turnover rate indicates how actively the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a Fund's portfolio turnover rate in a period, the greater the trading costs payable by the Fund in the period. There is not necessarily a relationship between a high turnover rate and the performance of a Fund.
4. The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average Net Asset Values during the year.

Management Fees

The Fund pays no management fees to Integra. For management services provided to them by Integra, clients of Integra will pay an investment management fee directly to Integra, as set out in their agreement with Integra. The amount of the investment management fee is negotiable between the client and Integra.

*The maximum annual management fee before GST (expressed as a % of assets under management by Integra) payable by the client to Integra for the Integra Equity Fund is 1.75%. Accordingly, the Management Expense Ratio includes this maximum annual management fee.

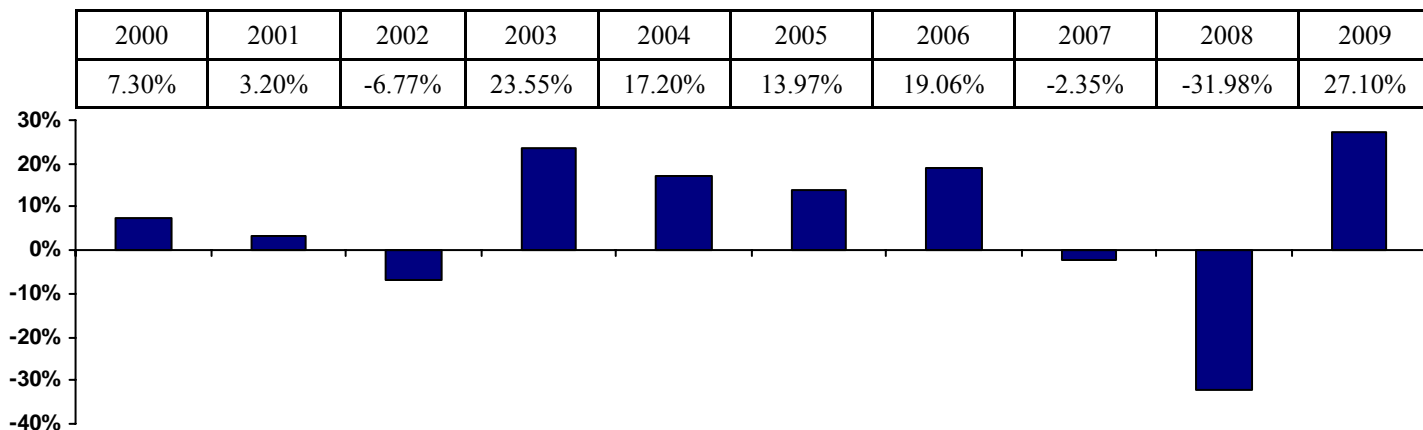
Integra Equity Fund

Past Performance

Fund Inception - November 27, 1996 (Prior to this date, the Fund was a non-public mutual fund)

Year-by-Year Returns

The following bar chart shows the investment fund's annual performance for each of the years shown, and illustrates how the investment fund's performance was changed from year to year. In percentage terms, the bar chart shows how much an investment made on the first day of each financial year would have grown or decreased by the last day of each financial year.



Annualized Returns

This table shows the fund's historical annualized returns for the period ending December 31, 2009

Annualized Returns	Past 1 year	Past 3 years	Past 5 years	Past 10 years
Integra Equity Fund	27.10%	-5.49%	2.75%	5.53%
Benchmark	27.48%	-1.52%	5.33%	3.48%

Benchmark

The Equity Benchmark reflects the market sectors in which the Fund invests and was created by using the assumptions that a portfolio was invested as to 70% in the securities in the S&P/TSX Composite Index, as to 15% in the securities in the Russell 1000 Composite Index, and 15% in the securities in the Morgan Stanley Capital International Europe Australia Far East Index.

70%	S&P/TSX Composite Index
15%	Russell 1000 Index
15%	Morgan Stanley Capital International-EAFE (Free) Index*

*EAFE (Free) - European, Australasian, and Far East Index "free" (stocks available to foreign investors)

Integra Equity Fund

Summary of Investment Portfolio as at December 31, 2009

Asset Mix

	% of Fund's Net Asset Values
Canadian Equities	70.35%
U.S. Equities	9.71%
International Equities	10.12%
Global Equities	9.82%
Other Assets, Net of Liabilities	0.00%

Canadian Sector Mix

(Canadian Value Growth Fund)	% of Fund's Net Asset Values
Consumer Discretionary	3.00%
Consumer Staples	1.22%
Energy	18.25%
Financials	19.77%
Health Care	1.34%
Industrials	3.53%
Information Technology	4.56%
Materials	11.26%
Telecommunication Services	4.54%
Utilities	0.42%
Cash and Cash Equivalents	2.03%
Other Assets, Net of Liabilities	0.42%

US Sector Mix

(NWQ Large Cap Value Equity Fund)	% of Fund's Net Asset Values
Consumer Discretionary	0.62%
Consumer Staples	0.81%
Energy	1.26%
Financials	2.08%
Health Care	0.76%
Industrials	0.96%
Information Technology	1.05%
Materials	0.13%
Telecommunication Services	0.29%
Utilities	0.14%
Non-U.S. Equities	1.45%
Cash and Cash Equivalents	0.15%
Other Assets, Net of Liabilities	0.00%

EAFE Country Mix

(Integra International Equity Fund)	% of Fund's Net Asset Values
Australia	0.56%
Austria	0.08%
Brazil	0.55%
Chile	0.07%
France	0.63%
Germany	0.56%
Hong Kong	0.30%
Japan	2.47%
Luxembourg	0.24%
Macau	0.09%
Netherlands	0.18%
Poland	0.06%
Singapore	0.13%
South Africa	0.20%
South Korea	0.05%
Spain	0.09%
Switzerland	1.42%
Thailand	0.15%
United Kingdom	2.03%
Cash and Cash Equivalents	0.25%
Other Assets, Net of Liabilities	0.00%

The summary of investment portfolio may change due to ongoing portfolio transactions of the investment fund. The most recent annual report, semi-annual report or quarterly report is available at no cost, by calling 1-800-363-2480, by writing to us at Integra Capital Limited, 2020 Winston Park Drive, Suite 200, Oakville, ON, L6H 6X7 or by visiting our website at www.integra.com.

Global Country Mix

(Newton Global Equity Fund)	% of Fund's Net Asset Values
Australia	0.48%
Austria	0.05%
Bermuda	0.07%
Brazil	0.33%
Canada	0.16%
China	0.04%
France	0.49%
Germany	0.43%
Hong Kong	0.22%
Indonesia	0.04%
Japan	0.72%
Luxembourg	0.18%
Malaysia	0.13%
Netherlands	0.20%
Norway	0.10%
Russia	0.05%
Singapore	0.09%
South Africa	0.14%
South Korea	0.08%
Spain	0.07%
Switzerland	0.90%
Taiwan	0.07%
Thailand	0.16%
United Kingdom	1.31%
United States	3.23%
Cash and Cash Equivalents	0.00%
Other Assets, Net of Liabilities	0.10%

Top 4 Issuers

(excluding cash equivalents)	% of Fund's Net Asset Values
1 Integra Canadian Value Growth	70.35%
2 Integra International Equity	10.12%
3 Integra Newton Global Equity	9.82%
4 NWQ US Large Cap	9.71%

Total Fund Net Asset Values \$ 64,365,284

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