

CANADIAN BANC RECOVERY CORP.

2010 ANNUAL REPORT



CANADIAN
BANC
CORP

RECOVERY
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This report may contain forward-looking statements about the Company. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates” or negative versions thereof and similar expressions. In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Company action, is also forward-looking. Forward-looking statements are based on current expectations and projections about future events and are inherently subject to, among other things, risks, uncertainties and assumptions about the Company and economic factors.

Forward-looking statements are not guarantees of future performance, and actual events and results could differ materially from those expressed or implied in any forward-looking statements made by the Company. Any number of important factors could contribute to any divergence between what is anticipated and what actually occurs, including, but not limited to, general economic, political and market factors, interest and foreign exchange rates, global equity and capital markets, business competition, technology change, changes in government regulations, unexpected judicial or regulatory proceedings, and catastrophic events.

The above-mentioned list of important factors is not exhaustive. You should consider these and other factors carefully before making any investment decisions and you should avoid placing undue reliance on forward-looking statements. While the Company currently anticipates that subsequent events and developments may cause the Company’s views to change, the Company does not undertake to update any forward-looking statements.

CANADIAN BANC RECOVERY CORP.
ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE
NOVEMBER 30, 2010

This is the annual Management Report of Fund Performance (MRFP) for the period ended November 30, 2010. This MRFP contains financial highlights but does not contain the complete financial statements of the Company. The annual financial statements and accompanying notes are attached to this report.

Investors may also obtain a copy of the Company's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure by visiting our website at www.primerateplus.com or by writing to the Company at Investor Relations, Royal Trust Tower, 77 King Street West, P.O. Box 341, Toronto, Ontario, M5K 1K7.

These reports are available to view and download at www.primerateplus.com or www.sedar.com.

INVESTMENT OBJECTIVES AND STRATEGIES

Canadian Banc Recovery Corp. invests primarily in a portfolio of common shares (the "Portfolio") which will include each of the following Canadian chartered banks:

Bank of Montreal
Canadian Imperial Bank of Commerce
National Bank of Canada

The Bank of Nova Scotia
Royal Bank of Canada
The Toronto-Dominion Bank

The Company may also invest up to 20% of its Net Asset Value in equity securities of Canadian or foreign financial services corporations other than the core holdings listed above. In order to supplement the dividends received on the portfolio and to reduce risk, the Company will from time to time write covered call options in respect of some or all of the common shares in the Portfolio.

The Company offers two types of shares:

Preferred Shares

The investment objectives with respect to the Preferred shares are as follows:

1. To provide holders with cumulative preferential floating rate monthly cash dividends at a rate per annum equal to the prevailing Canadian prime rate plus 0.75%, with a minimum annual rate of 5.0% and a maximum annual rate of 7% based on original issue price; and
2. On or about December 1, 2012 (the termination date) to pay holders the original issue price (\$10) of those shares.

Class A Shares

The investment objectives with respect to the Class A shares are as follows:

1. To provide holders with regular floating rate monthly cash distributions targeted to be at a rate per annum equal to the prevailing Canadian prime rate plus 2%, with a minimum targeted annual rate of 5% and a maximum targeted annual rate of 10.0%; and
2. On or about December 1, 2012 (the termination date) to pay holders the original issue price (\$15) of those shares.

RISK

The risks of investing in the Company remain as discussed in the Annual Information Form dated February 23, 2011. In addition, Note 3 of the annual financial statements ("Management of Risk") contains disclosure on specific types of risks related to the financial investments held by the Company.

RESULTS OF OPERATIONS

The year ended November 30, 2010 reflected a continuation of the global economic and market recovery. In general, equity markets experienced solid positive returns, despite exhibiting several periods of considerable volatility.

During the earlier part of the year, the sustainability of continued economic growth, especially in the United States, became a concern for many investors as leading economic indicators seemed to reflect an increased risk of economic slowing. Although corporate earnings continued to improve from the relatively depressed levels of 2008 and 2009, high unemployment, continued housing weakness and ballooning deficits in the U.S continued to act as a significant headwind for a more robust economic recovery. These concerns from the world's biggest economy as well as other exogenous events including the Greek sovereign debt crisis, the resultant decline in the Euro, concerns over a possible slowdown in Chinese growth, a mini intraday market "flash" crash and the negative economic and ecological impact of the BP oil spill all conspired to increase volatility and resulted in a decline in equity markets in April and May.

The Canadian economy has been recognized by many investors as performing at an impressive level when compared to other developed countries. This strength is reflected in solid GDP growth, lower unemployment rates, a stable housing market that has largely been unaffected by the situation south of the border and government finances that are in much better shape than most developed countries. The Bank of Canada has also initiated its first two increases in interest rates during the summer of 2010 as a further sign that the Canadian economy appears to be achieving a sustainable level of economic momentum.

Notwithstanding the much stronger Canadian economic and market environment, it is clear the Canadian equity markets will continue to be adversely affected by external global events such as heightened periods of political instability in foreign countries or exchange rate volatility in the world currency markets. The impact of such global events continues to cause periods of instability and volatility and demonstrates the extent to which equity markets across the world are correlated in times of crisis and global instability. However, these periods of increased market volatility creates opportunities for the Company to add higher option premiums through the covered call writing program.

For the economic recovery in North America to become more robust and sustainable, it will be necessary to transition from a government led growth strategy that has included record spending and highly accommodative monetary policy to private economic growth propelled through the free market capitalist system. If this transition is successful, the Canadian Banks in the portfolio are expected to be significant beneficiaries of this growth.

The Canadian banks remain very sound and well capitalized and continue to be recognized among the best managed in the world. Recent acquisitions made by Bank of Montreal and TD Bank indicate the confidence and opportunism that Canadian Banks have in their future prospects.

Against this backdrop, the market prices of the financial services stocks in the portfolio generally mirrored this activity reaching highs (post March 2009) in April 2010 before experiencing the effects of a broad based market correction during the summer of 2010 and then regaining much all the decline during the fall of 2010. The Net Asset Value finished \$0.71 higher to end at \$22.09 per unit (consisting of one Preferred share and one Class A share) as at November 30, 2010. Preferred shareholders and Class A shareholders received distributions at the regular targeted rates.

DISTRIBUTIONS

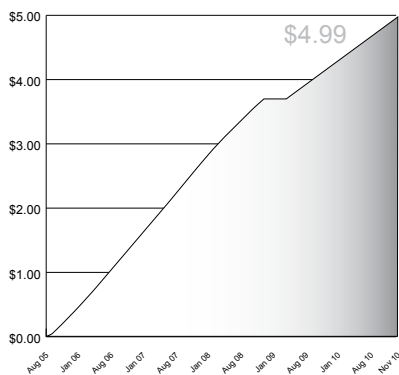
Class A Shares - Distributions

Class A shareholders are entitled to receive regular monthly cash dividends initially targeted to yield a floating rate based on the prime rate in Canada plus 2% per annum on the original issue price. Distributions paid during the year consisted of 12 distributions at the targeted rate for a total of \$0.75 per share.

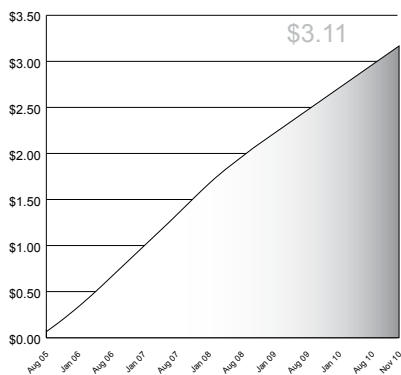
Preferred Shares - Distributions

Preferred shareholders are entitled to receive regular monthly cash dividends initially targeted to yield a floating rate based on the prime rate in Canada plus 0.75% per annum on the original issue price. Distributions paid during the year consisted of 12 distributions at the targeted rate for a total of \$0.50 per share.

Cumulative Distributions since inception



Cumulative Distributions since inception



RECENT DEVELOPMENTS

At its January 2011 meeting, the Canadian Accounting Standards Board (AcSb) decided to extend the deferral of mandatory adoption of IFRS for Investment Companies to fiscal years beginning on or after January 1, 2013. The decision is in response to the International Accounting Standards Board's announcement in late 2010 that its Investment Company project is delayed and will not likely be issued before January 1, 2012, which is the current date of the mandatory adoption of IFRS for these entities. The AcSb expects to issue the amendment in March 2011.

The Company expects to report its financial results for the six month period ended May 31, 2014 prepared on an IFRS basis. The Company will also provide comparative data on an IFRS basis, including an operating balance sheet as at December 1, 2013.

The Company has not identified any changes that will impact Net Asset Value per unit as a result of the changeover to IFRS. The impact of IFRS on accounting policies and implementation decisions will mainly be in the areas of additional note disclosure and potentially different presentation of shareholder interests and other items in the financial statements of the Company. However this determination is subject to change as the Company finalizes its assessment of potential IFRS differences and as new standards are issued prior to the Company's adoption of IFRS.

RELATED PARTY TRANSACTIONS

Quadravest Capital Management Inc. ("Quadravest") as Investment Manager and Manager earns fees from the Company as described below in the Management Fees section.

MANAGEMENT FEES

Pursuant to the terms of the investment management agreement, Quadrainvest is entitled to a base management fee payable in arrears at an annual rate equal to 0.65% of the transactional net assets of the Company, which include the outstanding Preferred shares, calculated as at each monthly valuation date. In addition, Quadrainvest is entitled to receive a performance fee subject to the achievement of certain pre-established total return thresholds.

Pursuant to the administration agreement, Quadrainvest is entitled to an administration fee payable monthly in arrears at an annual rate equal to 0.20% of the transactional net assets of the Company, which includes the outstanding Preferred shares, calculated as at each monthly valuation date and an amount equal to the service fee payable to dealers on the Class A shares at a rate of 0.50% per annum. No service fee will be paid in any calendar quarter if regular dividends are not paid to holders of Class A shares in respect of each month in such calendar quarter.

Total management fees of \$1,593,638 paid for the year ended November 30, 2010 include the base management fee and the administration fee. The base management fee was used by Quadrainvest to provide investment analysis, make investment decisions, and make brokerage arrangements for the purchase and sale of securities including the covered call writing program. The administration fee was used to provide or arrange administrative services required by the Company which includes all operational services, financial accounting, shareholder reporting and regulatory reporting.

FINANCIAL HIGHLIGHTS

The following tables show selected financial information about the Company and are intended to help you understand the Company's financial performance. This information is derived from the Company's annual financial statements and previous annual audited financial statements. The Net Assets included in the Net Assets per unit table is from the Company's financial statements and calculated using bid prices since November 30, 2007. The Net Asset Value included in the Ratios/Supplemental data Table is for Transactional pricing purposes and calculated using closing prices (see Note 2 in the financial statements).

The Company's Net Assets per unit

	Years ended November 30				
	2010	2009	2008	2007	2006
Net assets per unit, beginning of year ⁽¹⁾	21.38	15.75	25.30	26.43	24.72
Increase (decrease) from operations					
Total revenue	0.80	0.90	0.94	0.82	0.75
Total expenses	(0.29)	(0.21)	(0.26)	(0.35)	(0.48)
Realized gains for the year	0.45	(1.32)	0.07	2.00	0.42
Unrealized gains (losses) for the year	0.96	7.35	(8.69)	(1.68)	2.81
Total increase (decrease) from operations ⁽²⁾	<u>1.92</u>	<u>6.72</u>	<u>(7.94)</u>	<u>0.79</u>	<u>3.50</u>
Distributions ⁽³⁾					
Taxable Dividends	(1.25)	(1.00)	(1.57)	(0.82)	(1.28)
Capital Gains	-	-	(0.06)	(1.08)	(0.51)
Total annual distributions	<u>(1.25)</u>	<u>(1.00)</u>	<u>(1.63)</u>	<u>(1.90)</u>	<u>(1.79)</u>
Net assets per unit, end of year	22.09	21.38	15.75	25.30	26.43
Net assets per Preferred share	10.00	10.00	10.00	10.00	10.00
Net assets per Class A share	<u>12.09</u>	<u>11.38</u>	<u>5.75</u>	<u>15.30</u>	<u>16.43</u>
Net assets per unit at end of year	22.09	21.38	15.75	25.30	26.43

- (1) Net asset value per unit is the difference between the aggregate value of the assets of the Company and the aggregate value of the liabilities excluding the Preferred shares of the Company on that date divided by the number of units then outstanding.
- (2) Total increase (decrease) from operations is before the payment of Preferred and Class A share distributions and is calculated based on the weighted average number of units outstanding during the period.
- (3) Distributions are to Preferred shares and Class A shares are based on the number of Preferred shares and Class A shares outstanding on the record date for each distribution and were paid in cash. Characterization of distributions is based on the tax treatment that is received by investors.

RATIOS AND SUPPLEMENTAL DATA

	Years ended November 30				
	2010	2009	2008	2007	2006
Net assets (millions)	\$180.6	\$192.3	\$173.7	\$283.0	\$304.6
Number of units outstanding ⁽¹⁾	8,169,282	8,992,001	10,798,550	11,158,200	11,525,000
Base Management expense ratio ⁽²⁾	1.34%	1.18%	1.27%	1.31%	1.38%
Management expense ratio with performance fee ⁽³⁾	1.34%	1.18%	1.27%	1.31%	1.92%
Management expense ratio per Class A share ⁽⁴⁾	6.86%	9.38%	7.89%	6.22%	7.38%
Portfolio turnover rate ⁽⁵⁾	23.7%	3.8%	0.5%	30.8%	15.0%
Trading expense ratio ⁽⁶⁾	0.03%	0.02%	0.02%	0.06%	0.03%
Closing market price (TSX): Preferred shares	\$10.35	\$10.34	\$7.19	\$10.55	\$11.40
Closing market price (TSX): Class A shares	\$10.85	\$9.56	\$5.00	\$12.80	\$14.37

(1) This information is provided as at November 30.

(2) A separate base management expense ratio has been presented to reflect the normal operating expenses of the Company excluding any performance fees. Management expense ratio is based on total expenses for the stated period and is expressed as an annualized percentage of average net assets during the period.

(3) Performance fees occur in periods in which the total return exceeds a pre-established threshold.

(4) Management expense ratio for Class A shares is based on the requirements of National Instrument 81-106. This policy requires that all Split share companies produce an expense ratio which allocates all operating expenses of the Company, all distributions on Preferred shares and all issuance costs to the Class A shares and expresses this as an annualized percentage of net assets applicable only to the Class A shares during the period. The management expense ratio per Class A share should not be interpreted as the required return necessary for the Company or the Class A share to cover the operating expenses of the Company. This calculation is based only on a portion of the Company's assets whereas the Company utilizes its entire assets to generate investment returns. Management believes that the base management expense ratio per unit disclosed in the table above is the most representative ratio in assessing the ongoing efficiency of the administration of the Company, making comparisons to the expense ratios of single unit mutual funds or determining the minimum investment returns necessary by the Company to achieve growth in Net Asset Value per unit.

(5) The Company's portfolio turnover rate indicates how actively the Company's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Company buying and selling all of the securities in its portfolio once in the course of the year. The Company employs a covered call writing strategy which can cause the portfolio turnover rate to be higher than conventional mutual funds. The higher the Company's portfolio turnover rate in a year, the greater the trading costs payable by the Company in the year and the greater chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of the Company.

(6) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of average net assets during the period.

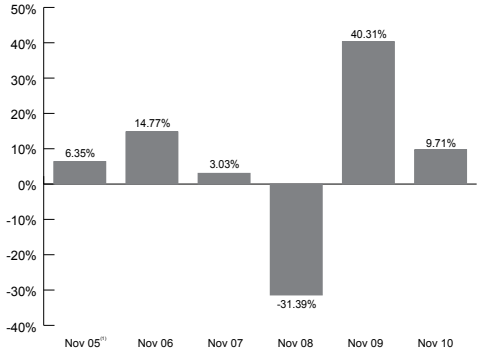
PAST PERFORMANCE

Year-by-Year Returns

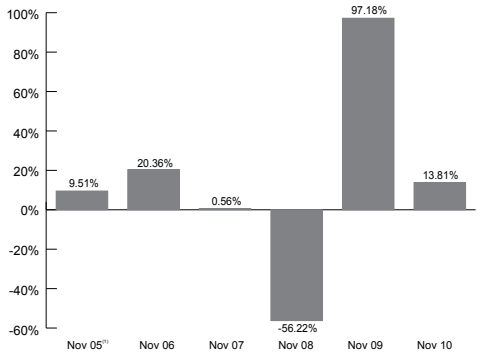
The past performance of 1) the Net Asset Value per unit; 2) the Preferred share on a Net Asset Value basis; and 3) the Class A share on a Net Asset Value basis for each 12 month period ended November 30 since inception are presented in the bar charts below. Each bar in the chart reflects the change in percentage terms of how a Unit, a Preferred share or a Class A share would have increased or decreased during the applicable period. In respect to the charts displayed below, please note the following:

- The performance information shown assumes that all cash distributions made by the Company during the periods shown were reinvested in the applicable additional securities of the Company;
- The performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance; and
- Past performance of the Company does not necessarily indicate how it will perform in the future.

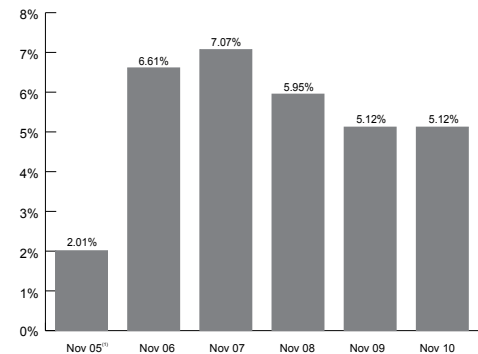
NET ASSET VALUE PER UNIT



CLASS A SHARE



PREFERRED SHARE



⁽¹⁾ Based on the initial year from July 15, 2005 to November 30, 2005

Annual Compound Performance

The following table shows the Company's annual compound return for the period ended November 30, 2010:

	One year	Three years	Five years	Since inception
Canadian Banc Recovery Corp. - Unit	9.71%	1.84%	4.54%	5.41%
Canadian Banc Recovery Corp. - Preferred share	5.12%	5.39%	5.97%	5.92%
Canadian Banc Recovery Corp. - Class A share	13.81%	-0.59%	3.53%	5.03%

MARKET INDEX ⁽¹⁾

S&P TSX Financial Index	8.59%	-1.84%	3.64%	5.37%
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- (1) As a result of the Company being limited to a specific universe of stocks and that a covered call writing program is implemented to generate additional income, the investment profile of the Company is quite unique and any comparisons with any other external market indices may not be appropriate.

SUMMARY OF INVESTMENT PORTFOLIO

All holdings as at November 30, 2010

Name	Weighting (%)
Bank of Nova Scotia	20.1%
Toronto-Dominion Bank	19.7%
Royal Bank of Canada	18.7%
Canadian Imperial Bank of Commerce	15.9%
National Bank of Canada	12.3%
Bank of Montreal	6.9%
Total long positions as a percentage of net assets	93.6%
Other net assets	6.4%

The summary of investment portfolio may change due to ongoing portfolio transactions of the Company. Updates are available quarterly.

CANADIAN BANC RECOVERY CORP.
MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The financial statements of Canadian Banc Recovery Corp. (the "Company") and all the information in this annual report are the responsibility of management and have been approved by the Board of Directors of the Company.

The Company maintains appropriate procedures to ensure that relevant and reliable financial information is produced. Statements have been prepared in accordance with Canadian generally accepted accounting principles and may include certain amounts that are based on estimates and judgments. The significant accounting policies applicable to the Company are described in Note 2 to the financial statements.

The Board of Directors of the Company is responsible for ensuring that management fulfills its responsibilities for financial reporting and has reviewed and approved these financial statements.

The Company with the approval of its Board of Directors has appointed the external firm PricewaterhouseCoopers LLP as the auditors of the Company. They have audited the financial statements of the Company in accordance with Canadian generally accepted auditing standards to enable them to express to shareholders their opinion on the financial statements. The auditors have full and unrestricted access to the Audit Committee to discuss their findings.

AUDITOR'S REPORT
FEBRUARY 24, 2011

Independent Auditor's Report

To the Shareholders of Canadian Banc Recovery Corp. (the Company)

We have audited the accompanying financial statements of the Company, which comprise the statement of portfolio investments as at November 30, 2010, the statements of financial position as at November 30, 2010 and 2009 and the statements of operations and deficit, cash flow and changes in shareholders' equity for the years then ended, and the related notes including a summary of significant accounting policies.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian generally accepted accounting principles, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform an audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at November 30, 2010 and November 30, 2009 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

PricewaterhouseCoopers LLP

Chartered Accountants, Licensed Public Accountants

CANADIAN BANC RECOVERY CORP.
STATEMENTS OF FINANCIAL POSITION

AS AT NOVEMBER 30

	2010 (\$)	2009 (\$)
ASSETS		
Investments - at fair value (note 2)	168,517,627	186,463,405
Cash	13,070,472	6,950,449
Interest, dividends and other receivables	4,422	-
Total Assets	<u>181,592,521</u>	<u>193,413,854</u>
LIABILITIES		
Fees and other accounts payable	252,356	253,327
Dividends payable	850,994	936,697
Preferred shares (note 4)	81,692,820	89,920,010
	<u>82,796,170</u>	<u>91,110,034</u>
SHAREHOLDERS' EQUITY		
Class A and Class B shares (note 5)	112,381,803	123,699,645
Deficit	<u>(13,585,452)</u>	<u>(21,395,825)</u>
	<u>98,796,351</u>	<u>102,303,820</u>
TOTAL LIABILITIES & SHAREHOLDERS' EQUITY	<u>181,592,521</u>	<u>193,413,854</u>
Number of units (1 Preferred share and 1 Class A share) outstanding	8,169,282	8,992,001
Net assets per unit (note 2)	22.09	21.38
Net assets per Preferred share (note 2)	10.00	10.00
Net assets per Class A share (note 2)	12.09	11.38

Approved on behalf of the Board of Directors



WAYNE FINCH

Chairman, as Chief Executive Officer
and Chief Investment Officer



PETER CRUICKSHANK

Managing Director and
Chief Financial Officer

The accompanying notes are an integral part of these financial statements.

CANADIAN BANC RECOVERY CORP.
STATEMENTS OF OPERATIONS AND DEFICIT

FOR THE YEARS ENDED NOVEMBER 30

	2010 (\$)	2009 (\$)
INCOME		
Dividends	7,012,437	8,985,148
Interest	-	1,579
	<u>7,012,437</u>	<u>8,986,727</u>
EXPENSES (note 6)		
Management fees	1,593,638	1,461,375
Service fees	466,977	276,301
Audit fees	20,256	20,390
Directors' fees	20,240	20,513
Independent Review Committee fees	3,531	3,531
Custodian fees	65,892	41,507
Legal fees	26,198	12,116
Shareholder reporting costs	77,949	25,950
Other operating expenses	89,055	108,377
Goods and services tax/harmonized sales tax	135,935	92,669
	<u>2,499,671</u>	<u>2,062,729</u>
Net investment income		
before distributions on Preferred shares	4,512,766	6,923,998
Distributions on Preferred shares (note 4 and 7)	<u>(4,359,229)</u>	<u>(5,002,923)</u>
Net investment income for the year	<u>153,537</u>	<u>1,921,075</u>
Realized and unrealized gain (loss) on investments and options and transaction costs		
Net realized gain (loss) on investments and options	4,000,234	(13,186,001)
Change in unrealized appreciation of investments	8,338,705	73,495,606
Transaction costs on purchase and sale of investments (note 2)	<u>(49,719)</u>	<u>(43,611)</u>
Net gain on investments and options for the year	<u>12,289,220</u>	<u>60,265,994</u>
Increase in net assets from operations for the year	<u>12,442,757</u>	<u>62,187,069</u>
Deficit - Beginning of year	<u>(21,395,825)</u>	<u>(86,420,385)</u>
Net allocations on retractions	1,905,937	7,708,467
Distributions on Class A shares (note 5 and 7)	<u>(6,538,321)</u>	<u>(4,870,976)</u>
Deficit - End of year	<u>(13,585,452)</u>	<u>(21,395,825)</u>
Increase in net assets from operations per Class A share	<u>1.43</u>	<u>6.22</u>

The accompanying notes are an integral part of these financial statements.

CANADIAN BANC RECOVERY CORP.
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEARS ENDED NOVEMBER 30

	2010 (\$)	2009 (\$)
Shareholders' equity - Beginning of year	102,303,820	62,132,089
Increase in net assets from operations for the year	12,442,757	62,187,069
Class A share redemptions	(11,317,842)	(24,852,829)
Net allocation on retractions	1,905,937	7,708,467
Distributions on Class A shares		
From net income	(153,537)	(1,921,075)
From net realized gains	(4,000,234)	-
From return of capital	(2,384,550)	(2,949,901)
	<u>(6,538,321)</u>	<u>(4,870,976)</u>
Increase (decrease) in shareholders' equity for the year	<u>(3,507,469)</u>	<u>40,171,731</u>
Shareholders' equity - End of year	<u>98,796,351</u>	<u>102,303,820</u>

The accompanying notes are an integral part of these financial statements.

CANADIAN BANC RECOVERY CORP.**STATEMENTS OF CASH FLOW**

FOR THE YEARS ENDED NOVEMBER 30

	2010	2009
	(\$)	(\$)
Cash flow from Operating activities		
Net investment income (loss) for the year	153,537	1,921,075
Proceeds from sale of investments	71,960,029	49,401,538
Purchase of investments	(41,725,031)	(5,799,606)
Net change in interest, dividends and other receivable balances	(4,422)	-
Net change in fees, other accounts payable and Dividends payable on Preferred shares	<u>(35,254)</u>	<u>(28,978)</u>
Cash flow from operations	30,348,859	45,494,029
Cash flow from Shareholder activities		
Distributions on Class A shares	(6,589,741)	(5,118,867)
Amount paid on redemption of Class A shares and Preferred shares	<u>(17,639,095)</u>	<u>(35,209,852)</u>
Cash flow from Shareholder activities	<u>(24,228,836)</u>	<u>(40,328,719)</u>
Net increase (decrease) in cash for the year	6,120,023	5,165,310
Cash, beginning of year	<u>6,950,449</u>	<u>1,785,139</u>
Cash, end of year	<u>13,070,472</u>	<u>6,950,449</u>
Supplemental information		
Distributions paid on Preferred shares	4,393,512	5,078,202

The accompanying notes are an integral part of these financial statements.

CANADIAN BANC RECOVERY CORP.
STATEMENT OF PORTFOLIO INVESTMENTS

AS AT NOVEMBER 30, 2010

No. of shares	Description	Average Cost (\$) (Premiums received)	Fair Value (\$)
6 Core Holdings			
Canadian Common Equities			
208,800	Bank of Montreal	12,564,285	12,569,760
682,800	Bank of Nova Scotia	30,074,399	36,338,616
362,600	Canadian Imperial Bank of Commerce	30,793,975	28,627,270
326,900	National Bank of Canada	19,427,066	22,176,896
613,300	Royal Bank of Canada	28,057,845	33,700,835
475,800	Toronto-Dominion Bank	31,419,293	35,494,680
Total Canadian Common Equities in Core Holdings (100.2%)		<u>152,336,863</u>	<u>168,908,057</u>
Call Options written (100 shares per contract)			
Canadian call options written			
(1,000)	Bank of Nova Scotia @ \$56 January 2011	(46,500)	(49,000)
(575)	Bank of Montreal @ \$64 December 2010	(28,750)	(7,475)
(550)	Bank of Montreal @ \$62 January 2011	(54,175)	(59,400)
(500)	Canadian Imperial Bank of Commerce @ \$80 January 2011	(72,000)	(79,000)
(400)	Canadian Imperial Bank of Commerce @ \$82 January 2011	(32,000)	(36,400)
(625)	National Bank of Canada @ \$68 January 2011	(51,250)	(114,375)
(520)	Royal Bank of Canada @ \$58 December 2010	(34,320)	(7,280)
(350)	Toronto-Dominion Bank @ \$76 December 2010	(28,350)	(24,850)
(550)	Toronto-Dominion Bank @ \$78 December 2010	(35,750)	(12,650)
Total Canadian call options written (-0.2%)		<u>(383,095)</u>	<u>(390,430)</u>
		<u>151,953,768</u>	<u>168,517,627</u>
less adjustment for transaction costs (note 2)		<u>(54,582)</u>	
Total Investments (100%)		<u>151,899,186</u>	<u>168,517,627</u>

The Statement of Portfolio Investments is at November 30, 2010 and may or may not be indicative of the current portfolio. Due to tax considerations, the level of option premiums outstanding at year end may not be indicative of options outstanding during the year.

The accompanying notes are an integral part of these financial statements.

CANADIAN BANC RECOVERY CORP.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

1. Incorporation

Canadian Banc Recovery Corp. (the “Company”) is a mutual fund corporation established under the laws of the Province of Ontario on May 25, 2005 that began investment operations on July 15, 2005. The Company’s name was changed to Canadian Banc Recovery Corp. (previously Prime Rate Plus Corp.) on April 21, 2009. The manager and the investment manager of the Company is Quadravest Capital Management Inc. (“Quadravest”). All Preferred shares and Class A shares outstanding on December 1, 2012, the termination date of the Company, will be redeemed by the Company on that date.

2. Summary of significant accounting policies

These financial statements, prepared in accordance with Canadian generally accepted accounting principles (“GAAP”), include estimates and assumptions by management that affect the reported amount of assets, liabilities, income and expenses during the reporting years. The following is a summary of the significant accounting policies followed by the Company. Actual results could differ from these estimates.

Valuation of investments

In accordance with Accounting Guideline 18, Investment Companies, investments are deemed to be categorized as held for trading, and are required to be recorded at fair value as defined in CICA Handbook-Accounting Section 3855, Financial Instruments-Recognition and Measurement (“Section 3855”) for purposes of determining the Net Assets per unit reflected in the financial statements.

The fair value of investments as at the financial reporting date is determined as follows:

- Shares or other securities for which market quotations are readily available are valued at the closing bid price
- Call options written are valued at closing ask prices as reported on recognized exchanges
- Fixed income investments are based on the average bid quotations from recognized dealers

Section 14.2 of amended National Instrument 81-106 (“NI 81-106”) issued by the Canadian Securities Administrators, that came into force on September 8, 2008, requires an investment fund to calculate its Net Asset Value for the purposes of any purchases or redemption of units based on the fair value of the investment fund’s assets and liabilities (Net Asset Value or NAV).

The fair value of investments for purposes of calculating the bi monthly Net Asset Value used for the purposes of calculating the price paid on any redemptions received is determined as follows:

- Shares or other securities for which market quotations are readily available are valued at the last traded market price
- Call options written are valued at the last traded prices as reported on recognized exchanges
- Fixed income investments are based on the average bid quotations from recognized dealers

CANADIAN BANC RECOVERY CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

In accordance with Section 3.6 (1) 5 of NI 81-106, the Net Asset Value per unit is compared to the Net Assets per unit and the difference is required to be disclosed in the notes to the financial statements. The following table is presented to show the differences between these amounts:

	Net Assets (GAAP NAV) per unit	Difference	Net Asset Value (Published NAV) per unit
November 30, 2010	\$22.09	\$0.02	\$22.11
November 30, 2009	\$21.38	-	\$21.38

Transaction costs

- Transaction costs, such as brokerage commissions, incurred in the purchase and sale of securities by the Company are recognized as an expense in the Statement of Operations and Deficit. The transaction costs for investments held at November 30, 2010 are shown separately on the Statement of Portfolio Investments

Investment transactions and income recognition

- Investment transactions are accounted for on the trade date
- Realized gains and losses on investment sales and unrealized appreciation or depreciation in investment values are calculated on the average cost basis
- Written call option income received is deferred and included in investments on the statements of financial position. Realized capital gains or losses are recognized in the statements of operations when options are exercised, expire or are closed out
- Deferred gains and losses on options are recognized in investments and as a component of net unrealized appreciation (depreciation) in the statements of operations
- Dividend income is recognized on the ex-dividend date. Interest income is recognized when earned
- Net realized gains and losses on investments include net realized gains or losses from foreign currency changes

Other Assets and Liabilities

For the purposes of categorization in accordance with Handbook – Accounting Section 3855, income receivable is designated as loans and receivables and recorded at cost or amortized cost. Similarly, accounts payable and accrued liabilities and dividends payable to shareholders are designated as financial liabilities and reported at cost or amortized cost. Cost or amortized cost approximates fair value for these assets and liabilities due to their short-term nature.

Redeemable Preferred shares

In accordance to their terms, each redeemable Preferred share is valued at the lesser of: (i) \$10.00; and (ii) the Net Assets of the Company divided by the number of Preferred shares outstanding. The Net Assets are equal to the difference between the aggregate value of the assets of the Company and the aggregate value of its liabilities, excluding Preferred shares of the Company.

CANADIAN BANC RECOVERY CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

3. Management of Risk of Financial Instruments

Amended CICA Handbook – Accounting Section 3862, Financial Instruments–Disclosures (“Section 3862”) requires disclosure about the inputs to fair value measurements, including the classification with a hierarchy that prioritizes the inputs to fair value measurement. The three levels of the fair value hierarchy are:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 - Inputs that are not based on observable market data.

The following table illustrates the classification of the Company’s financial instruments within the fair value hierarchy as at November 30, 2010 and 2009:

Financial assets at fair value as at November 30, 2010

	Level 1	Level 2	Level 3	Total
Equities	\$168,908,057	-	-	\$168,908,057
Options	(\$390,430)	-	-	(\$390,430)
	<u>\$168,517,627</u>	-	-	<u>\$168,517,627</u>

Financial assets at fair value as at November 30, 2009

	Level 1	Level 2	Level 3	Total
Equities	\$187,107,430	-	-	\$187,107,430
Options	\$(644,025)	-	-	\$(644,025)
	<u>\$186,463,405</u>	-	-	<u>\$186,463,405</u>

The Company’s investment activities expose it to a variety of financial risks: market risk (including price risk, interest rate risk and currency risk), credit risk and liquidity risk.

Any sensitivity analysis presented below may differ from actual results and the difference could be material.

Market Price Risk

All securities investments present a risk of loss of capital. The 6 core Canadian Bank holdings were selected because of their long term history of above average market price appreciation and dividend growth. These Companies were selected from the banking sector of the financial services index of the S&P/TSX 60 index and are among the largest financial services companies in Canada.

The market price risk is affected by three main components: price movements, interest rate risk and foreign currency movements.

Price risk

It would be reasonable to expect that the Company’s portfolio will exhibit market price movements that are reflective and generally highly correlated with the 6 securities. The supplemental covered call writing program which generates an additional stream of income to the portfolio may also help mitigate against market price declines during years in which a particular Portfolio company has a covered call option written against that position.

CANADIAN BANC RECOVERY CORP.**NOTES TO FINANCIAL STATEMENTS****FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009**

A 10% increase/decrease in the Portfolio would currently increase/decrease Net Assets of the Company by \$16,851,763 (November 30, 2009-\$18,646,341).

Interest rate risk

The majority of the Company's financial assets and liabilities are non interest bearing. As a result, the Company is not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates and considers interest rate risk insignificant.

Currency risk

All portfolio holdings and other Net Assets are denominated in Canadian dollars and therefore there is no currency risk (consistent with previous year).

Other risks**Credit risk**

Credit risk is defined as the risk that a counterparty will be unable to pay amounts in full when due. All of the Company's transactions are in listed securities and options and are settled and paid for using approved brokers. The risk of default is considered minimal as delivery of securities sold is only made once the broker has received payment (consistent with previous year). Payment is made on purchase once the securities have been received by the broker.

Liquidity risk

Liquidity risk is the risk that the Company may not be able to settle or meet its obligations on time or at a reasonable price. The Company is exposed to liquidity risk primarily through its monthly and annual retractions of Class A shares and Preferred shares. The Company receives adequate notice for all redemption requests. The Company's Portfolio is invested in highly liquid large capitalization investments that trade on the Toronto Stock Exchange ("TSX") (consistent with previous year). All Class A shares and Preferred shares outstanding are redeemable on demand but are scheduled to be redeemed upon termination of the Company on December 1, 2012. All other financial liabilities are payable within three months from the end of the year.

Concentration risk

The Company's 6 core holdings are concentrated in the banking sector and as such will be exposed to the specific factors that affect this sector (consistent with previous year). An individual portfolio holding could be as high as 20% of the Net Asset Value of the Company.

CANADIAN BANC RECOVERY CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

4. Preferred shares

The Company is authorized to issue an unlimited number of Preferred shares.

<u>Issued and outstanding</u>	November 30, 2010	November 30, 2009
8,169,282 Preferred shares (2009-8,992,001)	<u>\$81,692,820</u>	<u>\$89,920,010</u>

Preferred share transactions

Beginning of year	8,992,001	10,798,550
Redemptions during the year	<u>(822,719)</u>	<u>(1,806,549)</u>
End of year	<u>8,169,282</u>	<u>8,992,001</u>

Preferred shares are entitled to cumulative preferential floating rate monthly cash dividends at a rate per annum equal to the Prime Rate in Canada plus 0.75% with a minimum annual rate of 5.0% and a maximum annual rate of 7.0% (based on the original issue price).

All Preferred shares outstanding on December 1, 2012 will be redeemed by the Company on that date. The Preferred shares have been presented as liabilities in the financial statements.

Preferred shares trade under the symbol "BK.PR.A" on the TSX. Preferred shares trading price on the TSX was \$10.35 as at November 30, 2010 (November 30, 2009-\$10.34). Preferred shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last day of each month. Shareholders who concurrently retract a Preferred share and a Class A share (together, a "unit") in the month of July in each year will be entitled to receive an amount equal to the Net Asset Value per unit calculated on the last day of July. Preferred shares retracted in any other month will receive a retraction price based on a discounted specified retraction formula. Under the terms of a Recirculation Agreement, the Company may, but is not obligated to, require the Recirculation Agent to use its best efforts to find purchasers for any Preferred shares or Class A shares tendered for retraction.

The Preferred shares rank in priority to the Class A shares with respect to the payment of dividends. Preferred shares rank in priority to the Class A shares upon termination of the Company.

5. Class A shares and Class B sharesAuthorized

An unlimited number of Class A shares

1,000 Class B shares

<u>Issued and outstanding</u>	November 30, 2010	November 30, 2009
8,169,282 Class A shares (2009-8,992,001)	\$112,380,803	\$123,698,645
1,000 Class B shares	<u>\$1,000</u>	<u>\$1,000</u>
	<u>\$112,381,803</u>	<u>\$123,699,645</u>

Class A share transactions

Beginning of year	8,992,001	10,798,550
Redemptions during the year	<u>(822,719)</u>	<u>(1,806,549)</u>
End of year	<u>8,169,282</u>	<u>8,992,001</u>

Class A shares were issued at \$15 per share. Class A share distributions are floating rate monthly cash distributions targeted to be at a rate per annum equal to the Prime Rate in Canada plus 2.0% with a minimum targeted annual rate of 5.0% and a maximum targeted annual rate of 10% (based on the original issue price). All Class A shares outstanding on December 1, 2012 will be redeemed by the Company on that date.

CANADIAN BANC RECOVERY CORP.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

Class A shares trade under the symbol “BK” on the TSX. Class A shares trading price on the TSX was \$10.85 as at November 30, 2010 (November 30, 2009-\$9.56). Class A shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last day of each month. Shareholders who concurrently retract a Class A share and a Preferred share (together, a “unit”) in the month of July in each year will be entitled to receive an amount equal to the Net Asset Value per unit calculated on the last day of July. Class A shares retracted in any other month will receive a retraction price based on a discounted specified retraction formula. Under the terms of a Recirculation Agreement, the Company may, but is not obligated to, require the Recirculation Agent to use its best efforts to find purchasers for any Preferred shares or Class A shares tendered for retraction.

The Preferred shares rank in priority to the Class A shares with respect to the payment of dividends. Upon the termination of the Company, Class A shareholders will receive an amount equal to the Net Asset Value per unit less \$10 (the redemption value of the Preferred shares).

The holders of Class B shares are not entitled to receive dividends. The Class B shares are retractable at a price of \$1.00 per share. Class B shareholders are entitled to one vote per share. On July 15, 2005, the Company issued \$1,000 Class B shares to Canadian Banc Recovery Corp. Holding Trust for cash consideration of \$1,000.

The Deficit in the Statement of Financial Position includes contributed surplus of \$9,631,472 (November 30, 2009-\$7,725,535) in connection with amounts paid on the retractions of Class A shares. Contributed surplus arises when the amount of the retraction allocated to the Class A shares is less than the average cost of capital per share of the Class A shares.

6. Expenses

The Company is responsible for all expenses incurred in connection with the operation and administration of the Company, including, but not limited to, ongoing custodian, transfer agent, legal and audit expenses.

Pursuant to the administration agreement, Quadravest is entitled to an administration fee payable monthly in arrears at an annual rate of 0.20% of the Net Assets of the Company, which includes the outstanding Preferred shares, calculated as at each monthly valuation date and an amount equal to the service fee payable to dealers on the Class A shares at a rate of 0.50% per annum. No service fee will be paid in any calendar quarter if regular dividends are not paid to holders of Class A shares in respect of each month in such calendar quarter.

Pursuant to the terms of the investment management agreement, Quadravest is entitled to a base management fee payable in arrears at an annual rate equal to 0.65% of the Net Assets of the Company, which includes the outstanding Preferred shares, calculated as at each monthly valuation date. In addition, Quadravest is entitled to receive a performance fee subject to the achievement of certain pre-established total return thresholds.

Total management fees of \$1,593,638 (November 30, 2009-\$1,461,375), incurred during the year, include the administration fee and base management fee. No performance fees were paid in 2010 or 2009.

Total brokerage commission paid during the year by the Company for its Portfolio transactions were \$49,718 (November 30, 2009-\$43,611).

CANADIAN BANC RECOVERY CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

7. Distributions

The Company's investment objectives are to provide floating monthly distributions to both the Preferred and Class A shareholders while returning the original issue price to each shareholder on the termination date of the Company on December 1, 2012.

Distributions per share were as follows:

	November 30, 2010	November 30, 2009
Preferred shares	\$0.50	\$0.50
Class A shares	\$0.75	\$0.50

8. Capital Management

The Company considers its capital to consist of Class A, Class B and Preferred shares.

The Company's objectives in managing its capital are:

- i) to provide holders of Preferred shares with cumulative preferential floating rate monthly cash dividends at a rate per annum equal to the prevailing Canadian prime rate plus 0.75%, with a minimum annual rate of 5.0% and a maximum annual rate of 7% based on original issue price and return the original issue price on December 1, 2012; and
- ii) to provide holders of Class A shares with regular floating rate monthly cash distribution targeted to be at a rate per annum equal to the prevailing Canadian prime rate plus 2%, with a minimum targeted annual rate of 5% and a maximum targeted annual rate of 10.0% based on original issue price and return the original issue price on December 1, 2012.

In order to manage its capital structure, the Company may adjust the amount of dividends paid to shareholders or return capital to shareholders.

9. Income Taxes

The Company is a mutual fund corporation as defined in the Income Tax Act (Canada) (the "Act") and is subject to tax in respect of its net realized capital gains. This tax is refundable in certain circumstances. Also, the Company is generally subject to a tax of 33-1/3% under Part IV of the Act on taxable dividends received in the year. This tax is fully refundable upon payment of sufficient dividends.

The Company is also a financial intermediary corporation as defined in the Act and, as such, is not subject to tax under Part IV.1 of the Act on dividends received nor is it generally liable to tax under Part VI.1 on dividends paid on taxable preferred shares.

Temporary differences between the carrying value of assets and liabilities for accounting and income tax purposes give rise to future income tax assets and liabilities. When the market value of a security in the Company exceeds its cost base, a future income tax liability arises. As capital gains taxes payable by the Company are refundable under the provisions of the Income Tax Act (Canada), the future tax liability is offset by these future refundable taxes. If the cost base exceeds the market value of the security, a future income tax asset is generated. A full valuation allowance is taken to offset this asset given the uncertainty that such future assets will ultimately be realized. Future income tax liabilities or assets are calculated using substantively enacted tax rates expected to apply in the period that the temporary differences are expected to reverse.

CANADIAN BANC RECOVERY CORP.**NOTES TO FINANCIAL STATEMENTS****FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009**

The Company has estimated accumulated non capital losses for tax purposes of \$18,114,067 (November 30, 2009-\$13,942,658) that are available to lower taxable income in future years if required and expire after the scheduled termination date of the Company on December 1, 2012. The Company also has estimated accumulated capital losses for tax purposes of \$8,482,705 (November 30, 2009-\$8,482,705) which may be used to lower future capital gains if required.

10. Harmonized Sales Taxes

Effective July 1, 2010, goods and services tax ("GST") was replaced by the harmonized sales tax ("HST") in certain provinces and is imposed at higher rates than the GST. Since the applicable HST is being paid by the Company, it has resulted in an overall increase in expenses incurred by the Company since the effective date of implementation.

11. Comparative Financial Statements

Certain 2009 comparative figures have been reclassified from statements previously presented to conform to the presentation of the 2010 financial statements.

QUADRAVEST CAPITAL MANAGEMENT INC.

Quadravest Capital Management Inc. was formed in 1997 and is focused on the creation and management of enhanced yield products for retail investors. The investment strategy combines fundamental based equity investing with covered call writing. Guided by four key principles, Quadravest sets attainable investment objectives that allow the team to stay focused on a long-term investment strategy.

The four principles – innovation in financial products, discipline in investment management, solid results for investors, and excellence in client service – form the foundation of Quadravest. Each member of the firm’s tight-knit team is committed to upholding these principles, ensuring a coherence and dedication that is unique to the Company.

Quadravest has raised over \$2.5 billion in initial public offerings.

BOARD OF DIRECTORS

Wayne Finch,
Chairman and
Chief Investment Officer

Laura Johnson,
Managing Director and
Portfolio Manager

Michael W. Sharp
Blake, Cassels & Graydon LLP

Peter Cruickshank,
Managing Director and
Chief Financial Officer

William Thornhill,
President, William C.
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