2012 ANNUAL FINANCIAL REPORT

THE FINANCIAL REPORT INCLUDES:

- Management Discussion and Analysis
- Management's Report
- Complete audited financial statements, including the notes and the independent Auditor's Report
- Audited schedule of cost of investments impacting the Québec economy
- Statement of other investments
- Index of the Company's share in investments made by specialized funds and partner funds, at cost

Desjardins
Capital régional et coopératif

CAPITAL RÉGIONAL ET COOPÉRATIF DESJARDINS

MANAGEMENT DISCUSSION AND ANALYSIS

This annual management discussion and analysis (MD&A) supplements the financial statements and contains financial highlights but does not reproduce the full annual financial statements of Capital régional et coopératif Desjardins (the Company). It presents management's assessment of the Company's results for the period reported in the financial statements, as well as its financial position and any material changes to it.

The Company's annual compounded returns expressed in this MD&A are net of expenses and income taxes while returns by activity or asset class represent returns before expenses and income taxes.

This disclosure document contains management's analysis of forward-looking statements. Caution should be exercised in the interpretation of this analysis and these statements since management often makes reference to objectives and strategies that contain risks and uncertainties. Due to the nature of the Company's operations, the associated risks and uncertainties could cause actual results to differ from those anticipated in forward-looking statements. The Company disclaims any intention or obligation to update or revise such statements based on any new information or new event that may occur after the reporting date.

Copies of the annual financial statements may be obtained free of charge, on request, by calling 514 281-2322 or (toll free) 1 866 866-7000, extension 2322, by writing to 2 Complexe Desjardins, P.O. Box 760, Desjardins Station, Montréal, Québec H5B 1B8, or from our website at capitalregional.com or SEDAR at www.sedar.com.

Interim financial information may be obtained in the same way.

FINANCIAL HIGHLIGHTS AS AT DECEMBER 31

The following charts present key financial data and are intended to assist in understanding the Company's financial results for the preceding five fiscal years. This information is derived from the Company's audited annual financial statements.

RATIOS AND SUPPLEMENTAL DATA

(in thousands of $, unless otherwise indicated)	2012	2011	2010	2009	2008
Revenue	53,491	46,894	44,970	39,900	39,520
Net income (net loss)	53,435	122,588	18,696	17,145	(29,347)
Net assets	1,356,446	1,220,427	1,019,846	905,921	812,606
Shares outstanding (number, in thousands)	118,243	110,776	102,908	93,142	85,159
Total operating expense ratio (%)	2.4	3.0	2.8	2.8	3.1
Portfolio turnover rate:					
– Investments impacting the Québec economy (%)	23	28	11	9	9
– Other investments (%)	67	110	112	84	83
Trading expense ratio[1] (%)	0.0	0.0	0.0	0.0	0.0
Number of shareholders (number)	103,052	106,577	111,476	118,119	122,128
Issues of shares	149,994	153,955	180,982	129,443	126,440
Redemptions of shares	67,410	75,962	85,753	53,273	17,016
Investments impacting the Québec economy at cost	625,414	498,984	473,331	475,785	412,828
Fair value of investments impacting the Québec economy	659,045	541,909	439,550	401,321	348,408
Funds committed but not disbursed	142,350	151,822	200,485	63,907	64,446

[1] Trading expense includes brokerage fees and other portfolio transaction costs. These expenses are not material to the Company.

CHANGES IN NET ASSETS PER SHARE

	2012	2011	2010	2009	2008
	($)	($)	($)	($)	($)
Net assets per share, beginning of year	11.02	9.91	9.73	9.54	9.89
Increase (decrease) attributable to operations	0.46	1.15	0.19	0.19	(0.35)
Interest, dividends and negotiation fees	0.46	0.43	0.45	0.43	0.47
Operating expenses	(0.28)	(0.31)	(0.27)	(0.27)	(0.30)
Income taxes and capital tax	(0.09)	(0.07)	(0.07)	(0.06)	0.04
Realized gains (losses)	0.48	0.20	(0.36)	0.13	(0.20)
Unrealized gains (losses)	(0.11)	0.90	0.44	(0.04)	(0.36)
Difference attributable to share issues and redemptions	(0.01)	(0.04)	(0.01)	0.00	0.00
Net assets per share, end of year	11.47	11.02	9.91	9.73	9.54

OVERVIEW

The Company closed fiscal 2012 with net income of $53.4 million ($122.6 million in 2011), representing a return of 4.2% (11.6% in 2011). Based on the number of shares outstanding, this brings net assets per share to $11.47 at year-end, compared with $11.02 at the end of fiscal 2011. For information purposes, taking into account their income tax credit of 50%, at the price of $11.47, shareholders who invested seven years earlier would obtain an annual after-tax return ranging between 10.0% and 11.7%.

Note that 2011 results were enhanced by the remeasurement at fair value of the interest in Enobia Pharma, following the purchase bid received by the Company at the end of fiscal 2011. The remeasurement had an impact of about $61.1 million on net income and of 5.8% on 2011 return.

The Company's return is mainly attributable to the contribution of Investments impacting the Québec economy and Other investments. Assets allocated to Investments impacting the Québec economy are focused on the Company's mission of promoting the economic development of Québec. Assets are allocated across five asset classes and consist mainly of equities and loans.

Investments impacting the Québec economy posted a return of 11.7% for 2012 compared with a return of 26.0% in 2011 (with Enobia Pharma representing a contribution of 13.9% in 2011). Company Buyouts and Major Investments made the largest contribution to return. The return recorded for 2012 exceeds the expected target based on established asset allocation. As at December 31, 2012, the cost of Investments impacting the Québec economy disbursed totalled $625.4 million. In addition, funds committed but not disbursed amounted to $142.4 million. A significant amount of investments were made during the fiscal year, totalling $237.6 million, including $29.3 million in the Capital croissance PME S.E.C fund and $20 million in the Desjardins – Innovatech S.E.C. fund. In addition, the Company disbursed significant amounts to seven businesses under the Company Buyouts and Major Investments asset class. The Company also fulfills its mission through several initiatives developed in collaboration with its manager, Desjardins Venture Capital Inc. (DVC) which are discussed under Investments impacting the Québec economy.

Other investments represents the balance of funds not invested in partner companies. This portfolio, consisting primarily of bonds, money market instruments and preferred shares, provides stable current revenue for the Company and ensures the necessary liquidity to fund share redemptions and investments. Other investments generated a return of 4.1% in fiscal 2012 compared with 7.4% in 2011. This performance results primarily from revenues generated by the portfolio since changes in interest rates had a lesser impact in 2012.

Capital subscriptions during the year reached $150.0 million while share redemptions totalled $67.4 million. As at December 31, 2012, the balance of shares eligible for redemption totalled $310.9 million. The 2012 issue, which began at the end of May 2012, sold out in under five days. Net assets amounted to $1,356.4 million, up 11.1% from December 31, 2011. The number of shareholders as at December 31, 2012 was 103,052.

ECONOMIC BACKGROUND

ECONOMIC ENVIRONMENT IN 2012

The economic recovery in 2012 was reined in by a number of factors. Growth slowed down in several world regions, particularly in the euro zone with the continuing sovereign debt crisis. But, this region also showed encouraging signs of progress. Greece obtained a reduction in its debt following considerable efforts made by its private creditors and its promise to stay the course with austerity measures. Furthermore, the European Central Bank (ECB) was more active, carrying out long-term refinancing operations, cutting its key interest rates and setting up a sovereign bond purchase program. European countries also implemented a financial stability mechanism, which amounts to a new bailout fund, and continued negotiations to improve efficiency in the euro zone, leading to plans for a banking union.

Many emerging countries were hurt by weak demand from industrialized countries. They also encountered difficulties in attracting capital given high risk aversion among investors. China's growth rate stabilized at below 8%, confirming the success of economic measures taken. The U.S. and Japan were among the rare countries to see real GDP grow faster in 2012. Accelerated growth in the U.S. was driven by the recovery in the real estate market. Japan's performance was bolstered by reconstruction efforts following the March 2011 earthquake.

Canada's growth slowed down somewhat between 2011 and 2012 with the Canadian dollar's strength and weak global demand continuing to affect exports. Québec and Ontario were directly impacted by these factors while the pullback in raw material prices hurt resource-rich provinces. At the domestic level, Canada's economy suffered from governmental measures aimed at reducing deficits and more moderate consumer spending by households. The real estate market also showed signs of losing steam after several years of price increases and sustained activity.

ECONOMIC OUTLOOK FOR 2013

Economic conditions are expected to remain weak in several world regions in 2013, particularly in the euro zone with austerity measures reining in growth for several more quarters. To shore up the economy and financial system, the ECB could intervene again by cutting its key interest rates for the last time and by buying sovereign bonds of struggling countries. To benefit from the bond purchase program, countries will have to make an official request for assistance to the European Stability Mechanism and this could be the case for Spain. Greece could still disrupt markets as more and more stakeholders are calling for a second restructuring of its debt, with the public sector bearing the cost this time.

Elsewhere in the world, emerging countries are expected to recover gradually as the situation in Europe and the U.S. improves. The outcome of fiscal cliff negotiations at the end of 2012 should trim U.S. economic growth by about 1.0% in 2013, while the raising of the debt ceiling remains a significant source of concern. The government's dampening impact on growth will be offset by other drivers. Improved household financial health and lower unemployment will support consumer spending. The real estate market is also expected to sustain its recent upward trend. But, overall growth in the U.S. economy is expected to slow down slightly in 2013, prompting the U.S. Federal Reserve to hold steady its key interest rates at a rock bottom level until mid-2015 and extend its quantitative easing program at least untill fall.

Canada's economy should benefit from growing world demand and the slight rise in raw material prices. However, the Canadian dollar is expected to stay above parity with the U.S. dollar, continuing to hurt exports, particularly manufacturers, mainly in Québec and Ontario. The bulk of public spending cuts and tax increases seems to be behind us. While consumer spending is expected to track the positive trend in the job market and growth in income, caution will remain the watchword given already high levels of indebtedness. Meanwhile, the real estate market should continue to stabilize gradually. Overall, economic growth is forecast at nearly 2% in 2013 for both Canada and Ontario and at approximately 1.5% for Québec. Since economic growth will not be strong enough to push inflation above the Bank of Canada's target range, the central bank should not be inclined to increase its key interest rates.

These economic conditions and, in particular, changes in interest rates, affect the fair value of the Other investments portfolio while the portfolio of Investments impacting the Québec economy reacts to more local factors.

MANAGEMENT'S DISCUSSION OF FINANCIAL PERFORMANCE

On the initiative of the Desjardins Group, the Company was founded on July 1, 2001, following adoption of the *Act constituting Capital régional et coopératif Desjardins* by Québec's National Assembly on June 21, 2001. DVC manages the Company's activities.

COMPANY VISION, MISSION, OBJECTIVES AND STRATEGIES

VISION AND MISSION

The Company strives to value and nurture the best of Québec entrepreneurship as part of the collective wealth that is ours to have and to hold. Accordingly, the Company has defined its vision as follows:

> Making our economic future take root, here and now.
> That's... capital.

With that in mind, the Company's mission will be to:

> Energize our entrepreneurship. Prioritize Québec ownership. Grow our collective wealth and make it last for generations to come. By crossing over our walkways to tomorrow, together we can contribute to the vitality of an entire economy.

OBJECTIVES

To fulfil its mission, the Company pursues three main objectives:

- Offering financial packages and development strategies tailored to new business needs such as transfers or buyouts to keep jobs and retain business ownership in Québec;
- Growing its partner companies;
- Ensuring integrated management of financial assets to generate reasonable shareholder return.

The Company expects to meet its investment objectives, in particular by maintaining a presence in all Québec regions via its manager's twenty-some business offices, and by supporting the growing need for business transfers.

STRATEGIES

Fulfilment of the Company's mission and vision is driven by the following four strategic goals:

- Strengthen regional economic development;
- Ensure reasonable return on capital;
- Ensure adequate capitalization to meet our business objectives;
- Optimize the impact of our distribution network.

The Company's manager organizes its teams to optimize efficiency and management fee control. This administrative organization aims to appropriately fulfil our mandate of driving regional and cooperative development and Québec's economic development in general. As a result, the manager allocates its Investments impacting the Québec economy activities across four lines of business, mainly according to company size and asset class:

- **Development Capital** to consolidate regional activities such as the resource regions and cooperatives;
- **Company Buyouts and Major Investments** to cover major investments such as company buyouts and their related employee-shareholder cooperatives, and investments in information technologies;
- **Venture Capital – Health** to consolidate the few investments in life sciences;
- **Funds** for all investment activities carried out through funds.

Each business line represents one asset class except for Company Buyouts and Major Investments that, given its varied profile, is made up of two asset classes – Company Buyouts and Major Investments, and Technological Innovations. The Company has five asset classes in its Investments impacting the Québec economy portfolio.

In keeping with its strategic orientation of support for the cooperative movement, the Company's manager encourages the establishment of employee-shareholder cooperatives, an initiative that allows employees to become co-owners in their companies together with the existing management team and the Company. This gives employees the opportunity to participate in the economic development of their regions, and to enjoy a share of the resources of their respective environments.

The Company also has the mandate to maximize total shareholder returns while maintaining their capital value. Using a global approach to managing its financial assets, the Company manages its portfolio of Investments impacting the Québec economy jointly with its Other investments portfolio. This allows the Company to balance its overall investment portfolio and limit volatility in share value due to changing economic conditions over the entire holding period.

To do this, the Company's strategy for managing financial assets is as follows:

- The Company takes an integrated and overall approach to managing its financial assets, which means that target asset allocation must include diversification to reduce the risks inherent in certain asset classes within the investment portfolios.
- The objective is to optimize the after tax risk/return ratio of the Company's financial assets in compliance with its role as an economic development agent, to limit six-month fluctuations in the value of its shares and secure reasonable returns for shareholders.
- A sufficient portion of the Company's financial assets must be invested in liquid securities to meet any share redemption requests that exceed issues of shares.
- A sufficient portion of the Company's financial assets must be invested in securities that generate current income to meet the Company's expenses.

Last, the Company must fulfil its mission within certain guidelines that include investing 60% of its average net assets in eligible Québec companies while 35% of those investments must be in Québec's resource regions or in eligible cooperatives. If these criteria were not met, the Company could be subject to penalties. As at December 31, 2012, no amount was owing by the Company under these criteria.

RISK MANAGEMENT

RISK GOVERNANCE

The Board of Directors ensures that the significant risks related to the Company's operations are identified and prioritized, and that control mechanisms are in place to manage and monitor such risks. Responsibility for monitoring and controlling various risks are allocated among the different committees, which regularly report to the Board of Directors and make appropriate recommendations. Also, the manager reports on outsourced activities through its executives who attend all committee and Board meetings.

The majority of Board members are independent of the Company according to generally accepted principles for determining independence, i.e. by assessing whether the business or personal relationships between a director and the Company give rise to doubts as to his/her impartiality. The Board of Directors also assesses the relationship of each director with Desjardins. Accordingly, a director of the Company is not considered independent if he/she is a director, officer or employee of a legal entity that has a business relationship with the Company and is also part of the Desjardins Group. A director serving on the Board of Directors of a Desjardins caisse is considered independent of the Company. According to these principles, two directors are considered as being non-independent of the Company as of December 31, 2012.

Other than specific mandates given to them by the Board of Directors from time to time, the main responsibilities of the committees are presented below:

Executive Committee

The majority of members of the Executive Committee are independent. In accordance with the General Bylaws of the Company, the committee is authorized to exercise all of the Board's powers, except those statutory powers that must be exercised by the Board and any powers reserved exclusively to it. The Committee is responsible for governance and manages the annual review process of the effectiveness of the Board and its committees. The Committee also has responsibility to interpret and apply the Purchase-by-Agreement policy and make recommendations to the Board in that regard. Furthermore, it holds quarterly discussions with the Company's manager concerning high-risk files and the corrective measures taken.

Audit Committee

The Audit Committee consists exclusively of independent members. Its general mandate is to assist the Board of Directors in its oversight and accountability roles with aspects relating to the quality, reliability and integrity of financial reporting and continuous disclosure. The Audit Committee ensures the existence and effectiveness of the manager's internal controls over financial reporting, and verifies that the manager implements and maintains adequate compliance mechanisms relating to legal and statutory requirements likely to have a material effect on financial reporting. Its role also includes a component related to the work, performance, independence, appointment and recommendation of the independent auditor.

Financial Asset Management Committee

The majority of members of the Financial Asset Management Committee are independent. The Committee's primary mandate is the coordination and matching of the Company's financial assets to optimize overall risk/return ratio. To do this, it ensures that the Company maintains all the policies, guidelines and appropriate procedures relating to financial assets and sees that they are reviewed and updated annually. The Committee monitors the Company's performance and ensures its compliance with the legislation and regulations relating to financial assets.

Ethics and Professional Conduct Committee

The Ethics and Professional Conduct Committee consists exclusively of independent members. Its general mandate is to report to the Board of Directors concerning all matters pertaining to the application of the Company's Code of Ethics and Professional Conduct that the Board has submitted to it. The Committee also ensures compliance with the Ethics and Professional Conduct guidelines and takes a prevention and advocacy role with respect to these guidelines towards the members of the Board of Directors, its committees, and the manager's resources. Primarily, the Committee assists the Board of Directors in its oversight role with regard to conflicts of interest, complaints and whistle blowing on conduct in violation of the guidelines and related-party transactions to the Company.

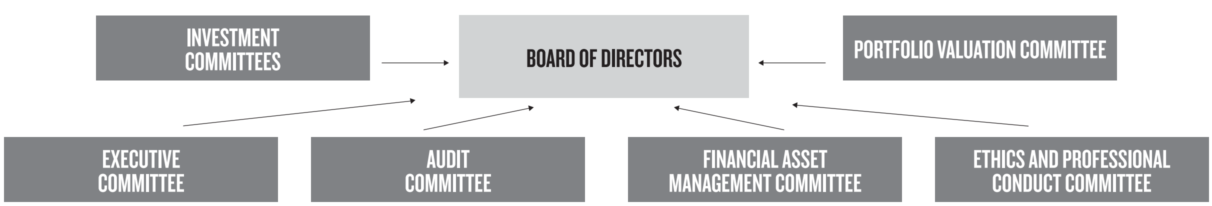
Investment committees

The general mandate of the investment committees consists in evaluating and approving transactions related to investments impacting the Québec economy presented by the Company's manager through its lines of business. These transactions are authorized within parameters set by the Board of Directors according to the approved decision-making process. These committees are made up of two of the Company's directors, one of whom is the chair, and external members selected according to their knowledge and their experience of the sectors targeted under the various policies governing the investments impacting the Québec economy activities, and for their ability to detect risks related to a transaction.

Portfolio Valuation Committee

The general mandate of the Portfolio Valuation Committee consists in reviewing, every six months, all relevant information concerning valuation of the Company's Investments impacting the Québec economy portfolio in order to provide reasonable assurance that the valuation process complies with the regulations applicable to the Company. This Committee is also made up of two of the Company's independent directors, one of whom is the chair, and external members. The majority of the members are qualified independent valuators, collectively representing a range of expertise appropriate to their mandate.

The governance framework in 2012 was as follows:



With a concern for continuous improvement, the Board of Directors revised corporate governance in 2012 to incorporate integrated risk management. The resulting outcomes will be implemented during fiscal 2013.

ATTENDANCE RECORD AND COMPENSATION

The following table presents the attendance record and compensation of the Company's directors for fiscal 2012.

NAME	BOARD OF DIRECTORS	EXECUTIVE COMMITTEE	AUDIT COMMITTEE	FINANCIAL ASSET MANAGEMENT COMMITTEE	ETHICS AND PROFESSIONAL CONDUCT COMMITTEE	AD HOC COMMITTEE	COMPENSATION
(Number of meetings, and welcoming or training sessions)	(11 meetings)	(10 meetings)	(5 meetings)	(4 meetings)	(7 meetings)	(4 meetings)	($)
Chantal Bélanger	6/6		2/2				11,367
Évangéliste Bourdages	9/11	9/10			3/4	1/3	22,000
Marlène Deveaux	11/11		5/5				20,800
Michael Dorosz	5/5			2/2			9,433
Maurice Doyon	11/11	10/10		4/4			25,000
Francine Ferland	11/11		5/5		7/7		23,600
Josée Fortin	11/11				6/6		27,900
Pierre Gauvreau	11/11	10/10		4/4		4/4	28,200
André Lachapelle	11/11	10/10		4/4		1/1	43,700
Steeve Lepage	11/11		3/3	2/2		3/3	22,300
Jean-Claude Loranger	11/11			3/4			19,300
Bruno Morin	11/11	10/10	5/5	4/4		4/4	28,400
Jacques Plante	10/11		5/5				27,100
Claudine Roy	10/11			2/2	4/4		19,900
Total compensation							329,000

EXPLANATORY NOTES TO TABLE: In addition to the retainer and the fees paid to directors for attending meetings and welcoming or training sessions, the General Manager receives an additional lump-sum amount of $10,000 which is not included in the table. Bruno Morin has held this position since May 5, 2005. Michael Dorosz completed his mandate on August 1, 2012. Chantal Bélanger was appointed as director on August 1, 2012, replacing Michael Dorosz and became a member of the Audit Committee on the same date, replacing Steeve Lepage. Évangéliste Bourdages became a member of the Ethics and Professional Conduct Committee on August 1, 2012, replacing Claudine Roy. Claudine Roy and Steeve Lepage became members of the Financial Asset Management Committee on August 1, 2012.

The following table presents the attendance record and compensation of the Company's directors and the external members of the Investment and Portfolio Valuation committees. In 2012, the manager, DVC, assumed responsibility for paying this compensation, from the management fees paid by the Company.

NAME	REGIONS AND COOPERATIVES INVESTMENT COMMITTEE	VENTURE CAPITAL AND BUYOUTS INVESTMENT COMMITTEE	PORTFOLIO VALUATION COMMITTEE	COMPENSATION
(Number of meetings, and welcoming or training sessions)	(20 meetings)	(9 meetings)	(3 meetings)	($)
Pierre Barnès		9/9		9,200
Chantal Bélanger *			2/2	2,500
Marc Dallaire	6/10			4,900
Marlène Deveaux *	19/20			9,700
Guy Delisle	8/8			4,767
Marc-André Dionne		8/9		8,700
Maurice Doyon, Chair *	20/20			16,400
Michel Duchesne	20/20			12,900
Josée Fortin *		9/9		6,200
Pierre Gauvreau *			1/1	1,000
Yves Lavoie	19/20			12,700
Sébastien Mailhot			2/2	3,500
Michel Martineau			3/3	5,000
Gilles Metcalfe		9/9		9,200
Bruno Morin, Chair *		9/9		12,700
Guy Morin	15/20			11,000
Marcel Ostiguy		8/9		8,700
Jacques Plante, Chair *			3/3	9,500
George Rossi			3/3	5,000
Michel Rouleau	19/20			12,400
Nancy Wilson	18/20			11,900
Total compensation				177,867

* Directors of Capital régional et coopératif Desjardins

EXPLANATORY NOTES TO TABLE: Chantal Bélanger attended a meeting of the Portfolio Valuation Committee as an observer before becoming a member of the said Committee on August 1, 2012. Sébastien Mailhot became a member of the Portfolio Valuation Committee on May 31, 2012. Guy Delisle became a member of the Regions and Cooperatives Investment Committee on August 16, 2012, replacing Marc Dallaire who stepped down on June 26, 2012.

NOTE TO THE READER

The following sections regarding market risks, credit and counterparty risks and liquidity risks have been reviewed by the Company's independent auditor as part of the audit of the financial statements concerning which an independent auditor's report was issued on February 13, 2013.

MARKET RISKS

Market risks pertain to the Company's role in the capital markets and, indirectly, to general changes in economic conditions. They also pertain to the impact of capital market movements on the value of the Company's assets. The various market risks directly impacting the Company are listed below.

In accordance with the Company's overall asset management approach, the impact of these interest rate and stock market risks and their complementarity are taken into account when determining overall asset allocation.

Interest rate risk

Interest rate fluctuations have a significant impact on the market value of fixed-income securities held in the portfolio for which fair value is determined based on market conditions. Fixed-income securities held in the Other investments portfolio include money market instruments, bonds and preferred shares with a total fair value of $670.8 million ($667.6 million as at December 31, 2011).

Money market instruments with a fair value of $13.5 million ($63.4 million as at December 31, 2011) are not valued based on fluctuations in the interest rates due to their very short term maturity and the Company's intention to hold them until maturity.

Bonds with a fair value of $592.6 million ($562.1 million as at December 31, 2011) are directly affected by fluctuations in interest rates. A 1% increase in interest rates would have resulted in a decrease of $27.8 million in net income, a 2.1% decrease in the Company's share price as at December 31, 2012 ($28.0 million for 2.4% as at December 31, 2011). Similarly, a 1% decrease in interest rates would have had the opposite effect, resulting in a $29.4 million increase in net income, a 2.2% increase in share price ($29.7 million for 2.5% as at December 31, 2011). Given that the Company matches the maturities of bonds held in its portfolio with the average maturity of expected cash outflows, the long-term effect of interest rates on results should be limited.

Preferred shares with a fair value of $64.7 million ($42.1 million as at December 31, 2011) may also be affected by interest rate fluctuations. However, unlike bonds, there is no perfect correlation between interest rate fluctuations and changes in the fair value of preferred shares. Also, the interest rate risk related to preferred shares is limited given the amounts in question.

Stock market risk

Stock market trends have a twofold impact on the Company. In addition to the direct impact on the market values of publicly traded stocks, the valuations of some private portfolio companies may also be affected by changes in stock prices.

As at December 31, 2012, the Investments impacting the Québec economy portfolio included three traded companies with a value of $2.0 million, representing 0.1% of net assets (four companies with a value of $5.6 million as at December 31, 2011, representing 0.5% of net assets). As a result, any stock market fluctuations would not have had a significant direct impact on the Company's net income.

Currency risk

Changes in currency values have an impact on the business of a number of the Company's partner companies. The net effect of an appreciation in the Canadian dollar is not necessarily always negative for these companies, nor is a depreciation necessarily positive. However, rapid fluctuations in the Canadian dollar heighten the difficulties faced by these companies.

Currency fluctuations impact the fair value of assets valued initially in a foreign currency and subsequently translated into Canadian dollars at the prevailing rate of exchange. These assets, whose value varies in step with fluctuations in the value of a foreign currency, represent a fair value of $116.7 million, or 8.6% of net assets as at December 31, 2012, compared with $157.3 million, or 12.9% of net assets as at December 31, 2011. This decrease primarily reflects amounts received on disposal of the investment in Enobia Pharma in the first quarter of 2012.

The Company aims to systematically hedge currency risk for assets valued in foreign currency. A $5 million line of credit was granted to the Company for its foreign exchange contract transactions. As at December 31, 2012, the Company held foreign exchange contracts under which it must deliver US$114.0 million at the rate of CAD/USD 0.9946 and AU$1.4 million (Australian dollars) at the rate of CAD/AUD 1.0294 on March 28, 2013.

As at December 31, 2012, the Company's net exposure to foreign currencies is limited to $1.9 million ($0.1 million as at December 31, 2011). Any fluctuation in the Canadian dollar will therefore not have a significant impact on the Company's results.

CREDIT AND COUNTERPARTY RISKS

In pursuing its Investments impacting the Québec economy mission, the Company is exposed to credit and counterparty risks related to potential financial losses if a partner company fails to fulfill its commitments or experiences a deterioration of its financial position. By diversifying its investments by asset class and financial instrument type and by limiting the potential risk of each partner company, the Company has limited portfolio volatility due to negative events.

The Company does not generally require guarantees to limit credit risk on its loans. Requiring guarantees would contravene the eligibility rules for Investments impacting the Québec economy.

Investments impacting the Québec economy, except those carried out through funds, are first ranked by risk from 1 to 9 based on the criteria defined by Moody's RiskAnalyst tool. Companies with a ranking of 7 and above are reviewed on a monthly basis to spread them across ranks 7 to 12.

Investments impacting the Québec economy made as funds are presented in the Low to acceptable risk category due to the structure of this type of product, and because they generally involve no indebtedness.

Ranked by risk, the breakdown of Investments impacting the Québec economy is as follows (fair value amounts):

		AS AT DECEMBER 31, 2012		AS AT DECEMBER 31, 2011	
Rank		(in thousands of $)	(%)	(in thousands of $)	(%)
1 to 6.5	Low to acceptable risk	643,223	97.6	434,950	80.3
7 to 9	At risk	11,963	1.8	96,713	17.8
10 to 12	High risk and insolvent	3,859	0.6	10,246	1.9

The reduced weight attributed to the At risk category is largely due to disposal of the Company's investment in Enobia Pharma at the start of fiscal 2012. Moreover, the significant volume of new investments made in 2012, which are generally considered to be Low to acceptable risk, helped improve overall portfolio credit risk compared with the previous year.

Other investments portfolio risks are managed by diversification across numerous issuers with a credit rating of BBB from Standard & Poor's or DBRS or better. Counterparty risks arising from cashtransactions and repurchase agreements are limited to the immediate short term.

The concentration of the five largest Investments impacting the Québec economy and the five largest Other investments is as follows (percentages are based on fair asset value):

	AS AT DECEMBER 31, 2012		AS AT DECEMBER 31, 2011	
	% of portfolio	% of net assets	% of portfolio	% of net assets
Investments impacting the Québec economy	39.2	19.0	39.1	17.4
Other investments*	52.0	25.8	50.7	27.8

* Government issuers accounted for 90.4% (100.0% as at December 31, 2011) of the Other investments portfolio's five largest issuers or counterparties.

The portfolio summary presented at the end of this MD&A also provides relevant information for assessing credit concentration risk.

Counterparty risk is low for foreign exchange contracts given the amounts in question and that the contract counterparty is Caisse centrale Desjardins.

LIQUIDITY RISKS

The Company must maintain sufficient liquid assets to fund share redemptions and committed Investments impacting the Québec economy. If it failed to do so, the Company would be dependent on the markets and could be forced to carry out transactions under unfavourable conditions. With liquid investments that should represent approximately 40% of assets under management once the Company's capitalization reaches maximum limits and the pace of redemptions has stabilized at the expected level, and using a management approach that ensures that the average maturity of bonds is close to the average maturity of expected outflows, the Company can confirm that liquidity risks are adequately covered. Furthermore, credit facilities have also been put in place to provide greater cash management flexibility.

OPERATING RESULTS

COMPANY NET RESULTS AND RETURNS

The Company closed its fiscal year ended December 31, 2012 with net income of $53.4 million, or a return of 4.2%, compared with net income of $122.6 million (return of 11.6%) for the preceding year.

The 2011 results include the remeasurement at fair value of the investment in Enobia Pharma, which had an impact of about $61.1 million on net income and of 5.8% on 2011 return. The remeasurement at fair value of the investment in Enobia Pharma also had a positive impact of 13.9% on the 2011 return for Investments impacting the Québec economy.

The Company's performance results primarily from Investments impacting the Québec economy and Other investments, which generated contributions of 5.2% and 2.3% respectively while expenses, net of administrative charges, and income taxes had an impact of 3.3% on Company performance.

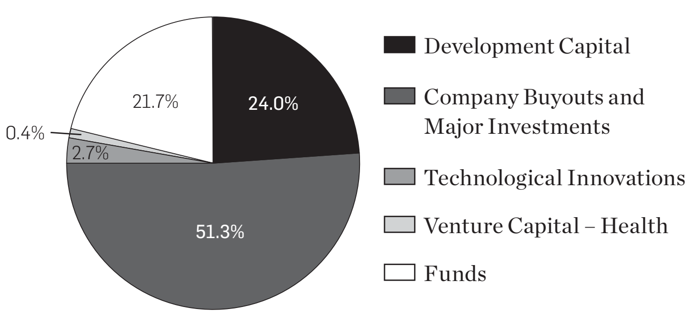
The Company's asset allocation strategy allows it to enjoy a more balanced overall portfolio profile, while actively contributing to Québec's economic development. This should limit the volatility of the Company's returns in periods of substantial market turbulence.

RETURN BY ACTIVITY	2012				2011			
	Average assets under management (M$)	Weighting (%)	Return 1 year (%)	Contribution 1 year (%)	Average assets under management (M$)	Weighting (%)	Return 1 year (%)	Contribution 1 year (%)
Investments impacting the Québec economy	601	46.9	11.7	5.2	492	43.8	26.0	11.3
Other investments and cash	680	53.1	4.1	2.3	638	56.2	7.4	4.2
	1,281	100.0	7.5	7.5	1,122	100.0	15.5	15.5
Expenses, net of administrative charges			(2.5)	(2.5)			(3.2)	(3.2)
Income taxes			(0.8)	(0.8)			(0.7)	(0.7)
Company's return			4.2	4.2			11.6	11.6

INVESTMENTS IMPACTING THE QUÉBEC ECONOMY

Portfolio composition

The Company's manager has allocated its Investments impacting the Québec economy activities across five asset classes. As at December 31, 2012, the fair value of the portfolio was broken down by asset class as follows:



Development Capital is made up primarily of unsecured investments in the form of non-controlling interests in share capital, advances or loans. These financing packages are designed for companies that are in their growth phase or have reached maturity. They may also be applicable for start-up businesses located in resource regions. The size of investments in this class ranges generally between $200,000 and $10 million. However, since July 2010, investments of $3 million or less in new partner companies have normally been carried out through the Capital croissance PME S.E.C. (CCPME) fund and are therefore presented in the Funds class. A description of CCPME appears later in this text.

Company Buyouts and Major Investments has a dual mandate. First, the Company aims to acquire companies to ensure their continuity or to strengthen promising sectors. In addition, it supports the growth of profitable companies in all Québec business sectors through interests in their share capital or as an unsecured creditor for amounts ranging between $10 million and $50 million.

The Technological Innovations and Venture Capital – Health portfolios are made up of direct investments in companies specializing in the information technology and life sciences sectors. The Company aims to optimize the value of the investments it holds but has made no further new investments in these asset classes since 2008. As at December 31, 2012, these portfolios comprised only nine companies (fair value of $17.7 million) and three companies (fair value of $2.4 million), respectively.

In addition to investing directly in Québec companies, the Company holds interests in specialized funds and partner funds. These investments are grouped in the Funds class. As its capitalization is limited, the Company constantly seeks innovative ways to increase its contribution to the development of Québec's economy. To achieve this, it fulfills its mission by using several levers that it develops together with its manager, DVC.

- CCPME, whose main goal is to provide subordinated debt financing of $3 million or less to small and medium enterprises in Québec, was created on July 1, 2010. The Company and the Caisse de dépôt et placement du Québec (CDPQ), as sponsors of the fund, agreed to invest equal shares totalling a maximum of $200 million, most of which will be disbursed over a period of three years. The manager of the limited partnership is DVC, which also manages the Company. As at December 31, 2012, the Company had disbursed $62.1 million of its total commitment of $100 million, allowing CCPME to support the development of 125 companies.
- The Company is also the majority sponsor of the Desjardins – Innovatech S.E.C. fund (DI). In the last quarter of 2012, Société Innovatech Québec et Chaudière-Appalaches transferred most of its assets to DI. The Company also injected an additional $20 million into DI to support companies in the existing portfolio and provide financing for new projects. With its increased capitalization, DI has made a commitment to inject a total of $65 million into an ecosystem made up of various funds and partners to support Québec technology or innovation businesses through each stage of their development.

- The Fonds Relève Québec provides business transfer loans at favourable conditions to Québec business successors to finance a portion of their capital funding. The Québec government and two other partners share in financing the Fund. The Company has made a commitment in the amount of $10 million.
- In December 2012, the Company created the Essor et Coopération limited partnership to support the creation and growth of cooperatives in Québec. This new fund managed by DVC will have a capitalization of $45 million while the Company and other partners made commitments of $40 million and $5 million, respectively. The new partnership also entered into an agreement with the Business Development Bank of Canada and the Société d'aide au développement des collectivités and Centre d'aide aux entreprises network to make joint investments into projects, thereby making available a total amount of $60 million to Québec cooperatives. The initial investments are slated for 2013.
- Last, in November 2012, the Company partnered with the government of Québec, the CDPQ, Desjardins Group, the Fédération des chambres de commerce du Québec, the Fondation de l'entrepreneurship and Quebecor to create the Fonds Prêt à Entreprendre s.e.c. This initiative targets and supports the most promising new entrepreneurs from the four corners of Québec. The program provides comprehensive assistance for entrepreneurs by extending unsecured, interest-free loans to a maximum value of $30,000, combined with mentoring and technical support. The program budget is approximately $7 million. The Company committed to contributing $1 million through CCPME. The initial investments are slated for the first quarter of 2013.

Activities relating to Investments impacting the Québec economy

Investments of $237.6 million made during fiscal 2012, sale proceeds of $154.7 million and realized and unrealized net gains of $33.7 million brought the total fair value of the Company's investment portfolio, including foreign exchange contracts, to $658.8 million as at December 31, 2012 ($542.2 million as at December 31, 2011). The significant amount of investments made during the fiscal year was primarily attributable to the Company Buyouts and Major Investments asset class, which accounted for a total amount of $130.4 million.

Investment activities should also be measured taking into account funds committed but not disbursed, which stood at $142.4 million as at December 31, 2012, compared with $151.8 million as at December 31, 2011. Total commitments at cost as at December 31, 2012 amounted to $767.8 million in 186 companies, cooperatives and funds, of which $625.4 million was disbursed.

The November 30, 2010 acquisition of certain investments from Desjardins Venture Capital L.P. gave rise to notes payable with a fair value of $10.9 million ($14.3 million as at December 31, 2011). Their fair value is adjusted according to changes in the fair value of these investments held by the Company. During the year ended December 31, 2012, the Company repaid $2.4 million in notes and the fair value of the notes was written down by $1.0 million, thereby generating a net gain of $1.0 million for the Company.

Portfolio return

RETURN BY ASSET CLASS	2012				2011			
	Average assets under management (M$)	Weighting (%)	Return 1 year (%)	Contribution 1 year (%)	Average assets under management (M$)	Weighting (%)	Return 1 year (%)	Contribution 1 year (%)
Development Capital	153	12.0	11.9	1.4	159	14.2	8.9	1.5
Company Buyouts and Major Investments	264	20.6	23.0	3.6	152	13.5	21.9	2.5
Technological Innovations	21	1.6	8.8	0.2	42	3.7	35.1	2.0
Venture Capital – Health	44	3.4	(3.9)	(0.3)	59	5.2	157.2	5.0
Funds	119	9.3	3.8	0.3	80	7.2	4.6	0.3
	601	46.9	11.7	5.2	492	43.8	26.0	11.3

During fiscal 2012, the Investments impacting the Québec economy portfolio generated a positive contribution of $66.0 million, for a return of 11.7%, compared with $119.5 million in 2011 (a return of 26.0%). This year again, Company Buyouts and Major Investments posted a solid return of 23.0% due to the improved profitability of a number of companies in the portfolio.

Contribution generated by Investments impacting the Québec economy

(in thousands of $)

	2012	2011
Revenue	31,784	27,052
Gains and losses	34,259	92,423
	66,043	119,475

Revenue, consisting of interest, dividends and negotiation fees related to Investments impacting the Québec economy, provides a solid income base that promotes overall portfolio profitability.

The Company accounts for its Investments impacting the Québec economy at fair value. Two comprehensive portfolio reviews are carried out each year, with one covering the six-month period ending June 30 and the other covering the six-month period ending December 31.

The Company recorded a realized and unrealized gain of $34.3 million in its results for the fiscal year compared with a gain of $92.4 million in 2011. Performance for the fiscal year stems primarily from the growth in value of two companies in the Company Buyouts and Major Investments asset class. The significant gain in 2011, resulted partly from the remeasurement at fair value of the Company's investment in Enobia Pharma.

As at December 31, 2012, the overall risk level of the Investments impacting the Québec economy portfolio had improved compared with its December 31, 2011 level, as shown in the Credit and counterparty risk section.

OTHER INVESTMENTS

Managing the Other investments portfolio involves the portion of assets not earmarked for Investments impacting the Québec economy, including temporarily available cash resources prior to their investment in companies.

As at December 31, 2012, the Company's Other investments portfolio, including cash but excluding foreign exchange contracts, totalled $678.2 million compared with $682.5 million as at December 31, 2011. These funds were invested mainly in the fixed-income securities market in highly liquid, low-credit risk instruments. As at December 31, 2011 and 2012, 70% of portfolio bond securities were government-guaranteed.

Other investments accounted for 49% of the portfolio's total net assets as at the end of fiscal 2012, compared with 56% as at December 31, 2011. Commitments already made but not disbursed of $142.4 million, representing 10% of net assets, will eventually be covered from the Company's Other investments portfolio and allocated to Investments impacting the Québec economy.

The Company anticipates that the percentage of the Other investments portfolio to total net assets will gradually decrease in coming years to around 40% as capitalization reaches maximum limits and the pace of redemptions levels off as expected. In keeping with its core mission, this will result in an increase in funds allocated to Investments impacting the Québec economy.

Following the slowdown in pace of share redemptions and the success of the 2012 issue, the Company is in the process of developing new liquidity management strategies for the Other investments portfolio. The goal is to optimize return potential while maintaining the required liquidities to meet liquidity needs arising from redemption requests from shareholders and investments impacting the Québec economy it expects to make.

To enhance total portfolio returns, the securities advisor mandated by the Company's manager is also authorized to take market positions using repurchase agreements. Such trades are made in an overlay portfolio and their potential risk limits are defined and overseen by the Company's Financial Asset Management Committee and tracked daily by the securities advisor. This activity generated a gain of $1.3 million for fiscal 2012 ($1.0 million in 2011). As at December 31, 2012, the Company had no market positions.

Contribution generated by Other investments

(in thousands of $)

	2012	2011
Revenue	21,108	19,155
Gains and losses	8,118	25,334
	29,226	44,489

Revenue consists of interest, dividends and trading activities related to Other investments. Interest income (primarily from bonds) is recognized at the effective bond rate at the acquisition date.

Other investments continues to generate significant operating revenue for the Company even though interest rates are low. Other investments contributed $29.2 million in fiscal 2012, compared with $44.5 million in 2011. Current revenue was up compared with the same period of 2011, due mainly to a higher average investment volume in 2012.

Lastly, for fiscal 2012, the Company recorded a net gain of $8.1 million on its Other investments portfolio. The realized gain resulted primarily from the portfolio's positions in mortgage-backed securities guaranteed by the Government of Canada, and corporate and provincial bonds. Typical returns on 5-year Canadian government bonds were 1.38% as at December 31, 2012 (1.27% as at December 31, 2011).

Over the last few years, the fair value of the bond portfolio benefited from repeated interest rate decreases. A potential rise in rates will have a negative impact on unrealized changes in value. The Company's financial asset management strategy is to match the average maturity of Other investments with the average maturity of expected cash outflows, thereby limiting the long-term effect of interest rates fluctuations on the Company's results.

CAPITAL RAISING

The Company offers its shares exclusively through the Desjardins caisse network. As at December 31, 2012, this distribution network consisted of 378 Desjardins caisses and 939 service centres, for a total of 1,317 points of sale.

Subscription of shares of the Company entitles the shareholder to receive a non-refundable tax credit, which applies only to Québec tax, for an amount equal to 50% of all amounts subscribed, up to a maximum tax credit of $2,500 per capitalization period. The minimum holding period for shares of the Company is seven years to the day from the date of purchase before the shareholder would normally be eligible for a redemption. Note however that shareholders who withdraw some or all of their shares as part of a redemption after the seven-year holding period may no longer claim a tax credit for any subscription for which the tax credit would apply in the current tax year or in any subsequent tax year.

The Company may raise a maximum of $150 million per capitalization period until its share capital reaches the Company's $1,250 million capitalization limit for the first time by the end of a capitalization period.

Beginning with the capitalization period following the period in which the limit is reached for the first time, per capitalization period, the Company may raise the lesser of $150 million and the amount of the reduction in share capital attributable to the Company's redemptions or purchases by agreement during the preceding capitalization period. Each 12-month capitalization period begins on March 1 of each year. A special tax is payable by the Company if it fails to comply with these limits, and control mechanisms have been implemented by the Company to ensure compliance.

As at December 31, 2012, the Company had $1,189.7 million in share capital for 118,243,301 outstanding shares.

Subscriptions totalled $150.0 million during fiscal 2012 compared with $154.0 million in 2011.

The 2012 issue that went on sale at the end of May met with unprecedented success as the $150 million maximum available amount for the current capitalization period entirely sold out in under five days.

During fiscal 2012, redemptions and purchases by agreement totalled $67.4 million ($76.0 million in 2011). The Company believes that the current economic conditions and weak interest rates are behind the low volume of redemptions.

As at December 31, 2012, the balance of shares eligible for redemption totalled $310.9 million. During fiscal 2013, additional shares with an approximate value of $90.4 million will also become eligible for redemption, bringing potential redemptions close to $401.3 million for fiscal 2013.

The shareholders' equity of the Company as at December 31, 2012 totalled $1,356.4 million broken down by issue as follows:

ISSUE	ISSUE PRICE ($)	BALANCE* (M$)	ELIGIBLE FOR REDEMPTION
2001	10.00	33.8	2008
2002	10.00	97.9	2009
2003	10.12 and 10.24	48.0	2010
2004	10.25	60.5	2011
2005	10.25	70.7	2012
2006	10.37 and 10.21	90.4	2013
2007	10.21 and 9.92	110.9	2014
2008	9.89 9.83 and 9.54	162.6	2015
2009	9.54 9.62 and 9.73	177.7	2016
2010	9.73 and 9.80	175.1	2017
2011	9.91 and 10.02	172.8	2018
2012	11.02	156.0	2019
Shareholders' equity		1,356.4	

* Calculated at net asset value per share as at December 31, 2012.

During fiscal 2012, the Company gained 5,240 new shareholders which, taking redemptions into account, brought the number of shareholders to 103,052 as at December 31, 2012, compared with 106,577 as at December 31, 2011. Despite this decline in the number of shareholders, the Company's share capital is up as the average investment per shareholder has increased, with current shareholders subscribing for new shares year after year. Note that until 2007, each shareholder was limited to an annual subscription of $2,500, compared with the current limit of $5,000.

The Company's policy is to reinvest income from operations rather than pay dividends to its shareholders in order to increase the capital available for investment in eligible entities and to create share value appreciation.

EXPENSES AND INCOME TAXES

Expenses

(in thousands of $)

	2012	2011
Management fees	27,529	27,283
Other operating expenses	3,376	5,137
Shareholder services	1,611	1,774
	32,516	34,194

Since January 1, 2012, the annual management fees paid to DVC amount to 2.25% of the Company's annual average assets' net value, less any amounts payable related to Investments impacting the Québec economy and Other investments. The rate was previously 2.5%. Management fees for fiscal 2012 amounted to $27.5 million compared with $27.3 million in 2011. As in the past, the management fees incurred by the Company are adjusted to avoid double billing as regards the Company's holdings in certain investment funds.

A new management contract came into effect on January 1, 2013. Certain governance-related expenses previously assumed by DVC as well as share issue expenses will now be borne by the Company. As a result, annual management fees will be reduced to 2.02%.

The $1.8 million decrease in Other operating expenses is due partly to non-recurring professional fees recorded in 2011 with respect to the gain on the Company's investment in Enobia Pharma. Also, a $1.0 million increase resulted from fees related to the implementation process for new investment software to manage higher volumes of direct and indirect investments.

The Company has appointed Desjardins Trust Inc. as shareholder registrar and share transfer agent. Desjardins Trust also acts as an intermediary for various shareholder support services. Since the Company began operations, Desjardins Trust has represented the largest component of the Company's shareholder service expenses. This contract was renewed at the same terms and conditions until June 30, 2013.

The Company has entrusted the Fédération des caisses Desjardins du Québec with the activities related to the distribution of the Company's shares across the Desjardins caisse network. Other than the reimbursement of certain direct expenses, no commissions or other forms of compensation are payable by the Company for the distribution of its shares in fiscal 2012. The contract is renewable from year to year at market conditions, unless written notice is given by one or the other of the parties three months in advance.

Shareholder service expenses for fiscal 2012 are comparable to the level in 2011.

Total operating expense ratio decreased to 2.4% due to the growth in average assets combined with the lower management fee and non-recurring fees recorded in 2011 relating to the investment in Enobia Pharma.

Income taxes for fiscal 2012 amounted to $9.9 million, compared with $7.9 million for the same period in 2011. Revenue type has a significant impact since, unlike business income, capital gains are eligible for deductions and mechanisms exist for claiming income tax refunds.

Due to the harmonization of consumption taxes, the Company expects its operating expenses to rise in 2013.

LIQUIDITY AND CAPITAL RESOURCES

Cash flows from capital raising initiatives net of redemptions for fiscal 2012 totalled $82.6 million ($78.0 million in 2011). Operating activities generated liquidities of $4.9 million, down from $19.4 million in 2011.

The Company's investment activities resulted in cash outflows of $109.0 million in fiscal 2012, compared with $153.0 million in 2011. Cash outflows in Investments impacting the Québec economy amounted to $228.0 million for fiscal 2012, compared with $138.4 million for 2011. In accordance with the Company's financial asset management strategy, a portion of the excess liquidities generated by operating and financing activities was allocated to the Other investments portfolio, which posted net investments of $8.4 million for fiscal 2012 compared with net investments of $137.0 million for fiscal 2011.

As at December 31, 2012, cash and cash equivalents totalled $11.0 million ($32.5 million as at December 31, 2011).

The Company has an authorized line of credit of $10 million. In the event that liquidity needs exceeded expectations, this line of credit could be used on a temporary basis to cover the Company's obligations. This additional flexibility optimizes cash levels held and reduces the risk of having to dispose of assets hastily under potentially less advantageous conditions. The line of credit was not used during fiscal 2012.

Given the management approach for Other investments of matching the average maturity of the Company's total assets with the average maturity of its expected cash outflows, the Company does not anticipate any shortfall in liquidities in the short or medium terms and expects to be able to repurchase shares issued at least seven years earlier from those shareholders who make such a request.

RECENT EVENTS

ACCOUNTING POLICIES – INTERNATIONAL FINANCIAL REPORTING STANDARDS

Background

In 2008, the Accounting Standards Board of Canada (AcSB) confirmed that as of January 1, 2011, the International Financial Reporting Standards (IFRS) would replace Canadian generally accepted accounting principles (GAAP) currently in effect for certain companies, including public companies.

In the first half of 2010, the International Accounting Standards Board ("IASB"), the organization responsible for IFRS, began a review of the standards on consolidation and financial instruments that investment companies must apply. The review led, in August 2011, to the publication of an exposure draft, *Investment Entities*. Finally, in October 2012, the IASB published *Investment Entities* (amendments to IFRS 10, IFRS 12 and IAS 27), which specifies the criteria required to qualify as an investment entity and provides an exception from the principle of consolidation for such entities. The key impacts of the amendments to IFRS 10, IFRS 12 AND IAS 27 on the Company are discussed in the subsequent section *Main impacts of transition to IFRS*.

In January 2011, to allow investment companies to wait until these revised standards take effect before converting to IFRS, the AcSB approved mandatory deferral to January 1, 2013 of the IFRS adoption date for investment companies currently subject to Accounting Guideline AcG-18 *Investment Companies*. Following the IASB's publication of the exposure draft, the AcSB decided in December 2011 to grant an additional year's deferral. Accordingly, the Company will adopt IFRS for its interim and annual financial statements relating to annual periods beginning on or after January 1, 2014. Until that time, the Company will continue to apply the current Canadian standards.

Work completed to date

The Company has drawn up a three-stage conversion plan: Step 1 – Analysis; Step 2 – Planning and Design; and Step 3 – Implementation. Throughout these stages, the Company will benefit from the support and expertise of a specialized Desjardins Group team, as well as assistance from external experts.

The analysis stage began in 2009 and continued throughout the fiscal year ended December 31, 2010. This stage allowed the Company to identify those areas that would be most impacted by IFRS application. In 2011 and 2012, the Company continued to keep itself abreast of the IASB's work relating to changes in IFRS, particularly those relating to investment entities. During the last quarter of 2011, the Company carried out a primary analysis of the standards proposed in the exposure draft to determine their impacts on its accounting, its financial reporting, its management and its information systems.

With the publication of the new standards on investment entities at the end of 2012, the Company will be in a position to complete the analysis stage. In recent weeks, the Company carried out a preliminary analysis of the new IFRS published in the amendments to determine their impacts on its accounting, its financial reporting, its management and its information systems. As part of this analysis, the Company will study the possible impacts of new items that were included in the financial statements of the Company since the initial analysis. The recognition of refundable capital gains tax on hand has already been identified as an item for analysis.

In the first half of the year, the Company intends to complete the analysis stage and will start the planning and design stage, followed by the implementation stage.

Main impacts of transition to IFRS

Investment Entities (amendments to IFRS 10, IFRS 12 and IAS 27) issued by the IASB defines on investment entity and sets out an exception to the principle of consolidation for such entities. Under this exception, investment entities may measure their investments in entities under their control at fair value – instead of consolidating them – with changes in fair value recognized through income. Based on the work completed to date, the Company is of the opinion that it meets the definition of an investment entity as presented in the amendments, which reflects the spirit of AcG-18 standard currently in force in Canada. Accordingly, the Company does not anticipate any significant impact on the recognition of its controlling interests. The amendments also specify certain disclosure obligations for these investments in controlled entities. The Company is assessing the potential impacts on disclosure in its financial statements.

Last, the application of IAS 12, *Income Taxes* regarding the recognition of refundable capital gains tax on hand is likely to have an impact on the financial statements of the Company. The Company is still assessing this issue.

Quantification of impacts

Following the publication of amendments to IFRS 10, IFRS 12 and IAS 27, the Company does not expect any more impacts on its results and financial position related to the recognition of its controlling interests.

The Company has to complete its analyses to determine the potential impacts related to the recognition of income taxes.

Based on the work completed to date, the Company does not expect any significant impacts on its results and financial position during the transition to IFRS.

RELATED PARTY TRANSACTIONS

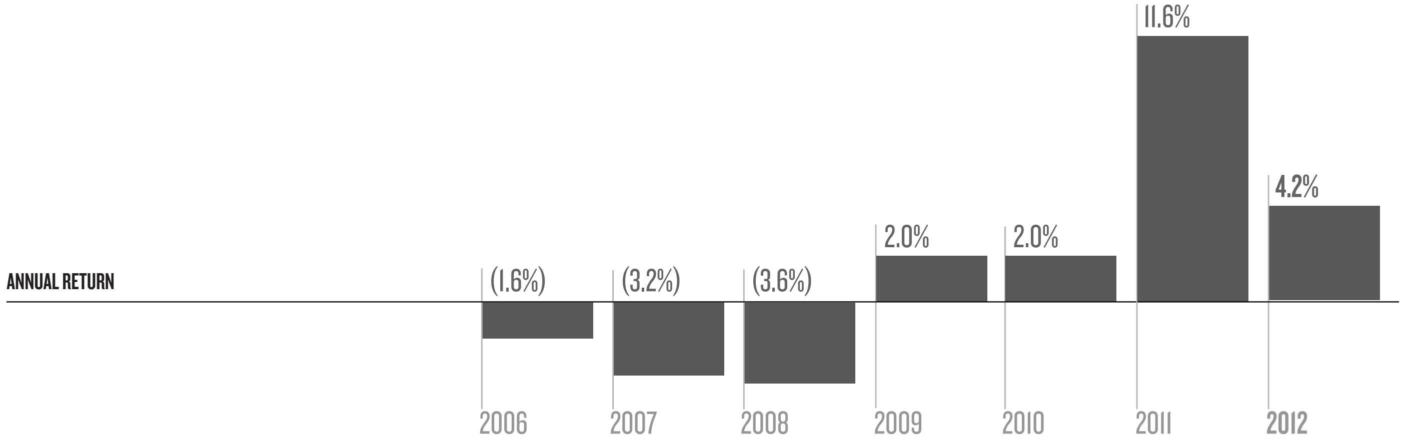
The Company enters into certain transactions with related companies in the normal course of business. These transactions are described in note 16 to the financial statements of the Company.

PAST PERFORMANCE

This section presents the Company's historical returns. These returns do not include the $50 administration fee paid by shareholders or the tax credit they enjoy as a result of their investment. Past performance is not necessarily indicative of future returns.

ANNUAL RETURNS

The following chart shows the Company's annual returns and illustrates the change in returns from one period to the next for the past seven fiscal years. Annual return is calculated by dividing income (loss) per share for the period by the share price at the beginning of the period.



COMPOUNDED RETURN OF THE SHARE AS AT DECEMBER 31, 2012

The compounded return is calculated based on the annualized change in the price of the share over each of the periods shown.

7 years	5 years	3 years	1 year
1.5%	3.0%	5.6%	4.1%

PORTFOLIO SUMMARY

MAIN ASSET CLASSES

As at December 31, 2012, on a fair value basis, assets in the Investments impacting the Québec economy and Other investments portfolios were allocated as follows:

ASSET CLASSES	% OF NET ASSETS
Investments impacting the Québec economy*	
Development Capital	11.6
Company Buyouts and Major Investments	24.9
Technological Innovations	1.3
Venture Capital – Health	0.2
Funds	10.5
Total – Investments impacting the Québec economy	48.5
Other investments	
Cash and money market instruments	1.5
Bonds	43.7
Preferred shares	4.8
Total – Other investments	50.0

* Including foreign exchange contracts

MAIN INVESTMENTS HELD

As at December 31, 2012, on a fair value basis, the issuers of the 25 main investments held by the Company were as follows:

ISSUER	% OF NET ASSETS
Investments impacting the Québec economy (14 issuers)*	32.7
Financement-Québec	8.4
Canada Housing Trust	8.1
Toronto-Dominion Bank NHA (CMHC guaranteed)	3.5
Province of Québec	3.3
Bank of Montreal	2.5
CDP Financial	2.4
The Toronto-Dominion Bank	1.9
Royal Bank	1.7
Canadian Imperial Bank of Commerce	1.4
Bank of Nova Scotia	1.4
Bank of Nova Scotia NHA (CMHC guaranteed)	1.0

* The 14 issuers who collectively represent 32.7% of the Company's net assets are:

- A & D Prévost inc.
- ACCEO Solutions Inc.
- Avjet Holding Inc.
- Camoplast Solideal Inc.
- Capital croissance PME S.E.C.
- CBR Laser Inc.
- Desjardins – Innovatech S.E.C.
- Exo-s Inc.
- Groupe Filgo inc.
- Knowlton Development Corporation Inc.
- La Coop fédérée
- TELECON Group
- Urecon Ltd.
- Vision Globale A.R. Ltée

This summary of the Company's portfolio may change at any time due to transactions carried out by the Company.

February 13, 2013

February 13, 2013

MANAGEMENT'S REPORT

The Company's financial statements together with the financial information contained in this annual report are the responsibility of the Board of Directors, which delegates the preparation thereof to management.

In discharging its responsibility for the integrity and fairness of the financial statements, management has ensured that the manager maintains an internal control system to provide reasonable assurance that the financial information is reliable, that it provides an adequate basis for the preparation of the financial statements and that the assets are properly accounted for and safeguarded.

Furthermore, the Company's General manager and Chief Financial Officer have certified that the method used to determine the fair value of each of the Investments impacting the Québec economy complies with the requirements of the Autorité des marchés financiers and have confirmed the reasonableness of the aggregate fair value of the portfolio of Investments impacting the Québec economy.

The Board of Directors discharges its responsibility for the financial statements principally through its Audit Committee. The Committee meets with the independent auditor appointed by the shareholders with and without management present to review the financial statements, discuss the audit and other related matters and make appropriate recommendations to the Board of Directors. The Committee also analyzes the management discussion and analysis to ensure that the information therein is consistent with the financial statements.

The financial statements present the financial information available as at February 13, 2013. These statements have been prepared in accordance with Canadian generally accepted accounting principles and audited by PricewaterhouseCoopers LLP.

The Board of Directors has approved the financial statements, together with the information in the management discussion and analysis. The financial information presented elsewhere in this report is consistent with the Company's financial statements.

(signed) Yves Calloc'h, CPA, CA

Chief Financial Officer

Capital régional et coopératif Desjardins

Financial Statements
December 31, 2012

February 13, 2013

Independent Auditor's Report

To the Shareholders of Capital régional et coopératif Desjardins

We have audited the accompanying financial statements of Capital régional et coopératif Desjardins, which comprise the balance sheets as at December 31, 2012 and December 31, 2011 and the statements of earnings, shareholder's equity and the cash flows for the years then ended, and the related notes, which comprise a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements
Management is responsible for the preparation and fair presentation of these 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 these 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 the audits 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 is sufficient and appropriate to provide a basis for our audit opinion.

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Opinion
In our opinion, the financial statements present fairly, in all material respects, the financial position of Capital régional et coopératif Desjardins as at December 31, 2012 and December 31, 2011 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

(signed) PricewaterhouseCoopers LLP[1]

Montréal, Canada

[1] CPA auditor, CA, public accountancy permit No. A119427

Capital régional et coopératif Desjardins

Balance sheets

As at December 31, 2012 and 2011

(in thousands of dollars, except number of shares and net value per common share)

	2012 $	2011 $
Assets		
Investments impacting the Québec economy (note 4)	659,045	541,909
Other investments (note 5)	670,572	667,873
Cash	7,357	14,905
Accounts receivable (note 6)	29,946	16,820
Income taxes (note 14)	18,350	14,548
	1,385,270	1,256,055
Liabilities		
Accounts payable (note 8)	2,932	6,173
Notes payable (note 9)	10,921	14,335
Income taxes (note 14)	14,971	15,120
	28,824	35,628
Net assets	1,356,446	1,220,427
Number of outstanding common shares	118,243,301	110,775,643
Net value per common share	11.47	11.02

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

Approved by the Board of Directors

(signed) André Lachapelle, Director   (signed) Jacques Plante, Director

Capital régional et coopératif Desjardins

Statements of Shareholders' Equity

For the years ended December 31, 2012 and 2011

(in thousands of dollars, except number of shares)

2012

	Number of shares	Share capital $	Contributed surplus ** $	Retained earnings (deficit) Realized $	Unrealized $	Total $	Net assets $
Balance – December 31, 2011	110,775,643	1,102,322	6,843	40,770	70,492	111,262	1,220,427
Results for the year							
Net earnings realized and unrealized, net of income taxes of $9,916 and $0 respectively	-	-	-	65,807	(12,372)	53,435	53,435
Share capital operations *							
Issuance of common shares	13,611,202	149,994	-	-	-	-	149,994
Redemption of common shares	(6,143,544)	(62,571)	(4,839)	-	-	-	(67,410)
	7,467,658	87,423	(4,839)	65,807	(12,372)	53,435	136,019
Balance – December 31, 2012	118,243,301	1,189,745	2,004	106,577	58,120	164,697	1,356,446

2011

	Number of shares	Share capital $	Contributed surplus ** $	Retained earnings (deficit) Realized $	Unrealized $	Total $	Net assets $
Balance – December 31, 2010	102,908,090	1,026,015	5,157	10,530	(21,856)	(11,326)	1,019,846
Results for the year							
Net earnings realized and unrealized, net of income taxes of $4,074 and $3,795 respectively	-	-	-	30,240	92,348	122,588	122,588
Share capital operations *							
Issuance of common shares	15,525,561	153,955	-	-	-	-	153,955
Redemption of common shares	(7,658,008)	(77,648)	1,686	-	-	-	(75,962)
	7,867,553	76,307	1,686	30,240	92,348	122,588	200,581
Balance – December 31, 2011	110,775,643	1,102,322	6,843	40,770	70,492	111,262	1,220,427

* These data do not include the redemption requests made within 30 days of subscription.
** The contributed surplus results from the excess of the shares' issuance price over the price payable for their repurchase.

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

Capital régional et coopératif Desjardins

Statements of Earnings

For the years ended December 31, 2012 and 2011

(in thousands of dollars, except number of shares and net earnings per common share)

	2012	2011
	$	$
Revenue		
Interest	43,474	41,142
Dividends	6,275	3,161
Negotiation fees	3,143	1,904
Administrative charges	599	687
	53,491	46,894
Expenses		
Management fee	27,529	27,283
Other operating expenses (note 13)	3,376	5,137
Shareholder services (note 13)	1,611	1,774
	32,516	34,194
Net investment income	20,975	12,700
Gains (losses) on investments		
Realized	54,748	21,614
Unrealized	(12,372)	96,143
	42,376	117,757
Income taxes (note 14)	9,916	7,869
Net earnings for the year	53,435	122,588
Weighted average number of common shares	115,382,984	107,059,998
Net earnings per common share	0.46	1.15

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

Capital régional et coopératif Desjardins

Statements of Cash Flows

For the years ended December 31, 2012 and 2011

(in thousands of dollars)

	2012 $	2011 $
Cash flows from		
Operating activities		
Net earnings for the year	53,435	122,588
Adjustments for		
Realized gains on investments	(54,748)	(21,614)
Unrealized losses (gains) on investments	12,372	(96,143)
Amortization of software	-	313
Amortization of premiums and discounts on investments	3,898	3,059
Future income taxes	191	3,554
Capitalized interest and other non-cash items	(2,498)	(3,179)
	12,650	8,578
Changes in non-cash operating working capital balances (note 15)	(7,732)	10,796
	4,918	19,374
Investing activities		
Acquisitions of investments impacting the Québec economy	(228,044)	(138,404)
Acquisitions of other investments	(494,939)	(725,891)
Proceeds on disposal of investments impacting the Québec economy	127,434	122,460
Proceeds on disposal of other investments	486,509	588,851
	(109,040)	(152,984)
Financing activities		
Issuance of common shares	149,994	153,955
Redemption of common shares	(67,410)	(75,962)
	82,584	77,993
Net changes in cash and cash equivalents during the year	(21,538)	(55,617)
Cash and cash equivalents – Beginning of the year	32,491	88,108
Cash and cash equivalents – End of the year (note 12)	10,953	32,491
Supplementary information		
Income taxes paid (received)	13,916	(3,826)

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

Capital régional et coopératif Desjardins

Notes to Financial Statements

As at December 31, 2012 and December 31, 2011

(tabular amounts are in thousands of dollars, unless otherwise specified)

1 Governing statutes, administration and investments

Governing statutes

Capital régional et coopératif Desjardins (the "Company") is constituted by an Act of the Québec National Assembly (R.S.Q. c. C-6.1) (the "Act") and is deemed to have been incorporated by the filing of statutes on July 1, 2001. The Company began its activities on November 5, 2001 and is a legal person with share capital.

Administration

The affairs of the Company are administered by a Board of Directors composed of thirteen members, as follows:

- Eight people appointed by the President of the Desjardins Group;
- Two people elected by the General Meeting of shareholders of the Company;
- Two people appointed by the above-mentioned ten members, selected from a group of people whom they deem to be representative of eligible entities as described in the Act;
- The General Manager of the Company.

Investments

The Company may acquire minority interests, mainly in eligible entities, with or without a guarantee or security. Eligible entities include eligible cooperatives and partnerships or a legal person actively operating an enterprise, the majority of whose employees are resident in Québec and with less than $100 million of assets or net equity of not more than $50 million.

The Company may invest up to 5% of its assets (as established on the basis of the last accountants' valuation) in the same eligible enterprise or cooperative, and the investment is generally planned for a period of five to eight years. This percentage may be increased to 10% to allow the Company to acquire securities in an entity operating in Québec but which is not an eligible entity. In such case, the Company may, directly or indirectly, acquire or hold shares representing up to a maximum of 30% of the voting rights, which can be exercised in all circumstances.

Pursuant to the Act, other investments may qualify, such as investments in certain investment funds, provided the required specific conditions set out in the Act have been met.

At the end of each fiscal year, the portion of the Company's investments in eligible entities, as well as other eligible investments which do not entail any security or hypothec and are made as first purchaser, must represent on average at least 60% of the average adjusted net assets of the Company for the preceding year. Furthermore, a portion representing at least 35% of that percentage must be invested in entities situated in resource regions of Québec or in eligible cooperatives. If these criteria were not met, the Company could be subject to penalties. As at December 31, 2012 and December 31, 2011 no amount was owing by the Company under these rules.

In its eligibility calculations, the Company also takes into account the investments it has made other than as first purchaser for the acquisition of securities issued by an eligible entity. For investments made prior to November 10, 2007, these investments should not represent more than one third of the total investments made by the Company as first purchaser in this entity. For investments made on or after November 10, 2007, this restriction is lifted, but the Company may not make investments other than as first purchaser totalling more than 20% of its net assets as at the preceding year-end for those investments to be eligible.

(tabular amounts are in thousands of dollars, unless otherwise specified)

2 Significant accounting policies

Use of estimates

The preparation of financial statements in accordance with Canadian generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of assets and contingent liabilities at the balance sheet date and the reported amounts of revenues and expenses during the reporting year. The principal estimates are related to the determination of the fair value of investments impacting the Québec economy. Actual results could differ from those estimates. Those estimates are reviewed periodically and adjustments as they become necessary, are reported in earnings in the year in which they are known.

Comprehensive income

The statement of comprehensive income is not provided since net earnings and comprehensive income are the same.

Investments impacting the Québec economy

Listed shares

The investments in listed shares are recorded at their fair value. Fair value is established using the bid-side level at market closing on the balance sheet date when an active market is available. The value of the shares with trading or transfer restrictions is adjusted by a discount. The Company determines the amount of this discount based on the nature and duration of the restriction, the relative volatility of the share's performance, as well as the importance of the interest held in the overall float of outstanding shares and the volume of trades. Otherwise, the fair value may be established using unlisted share valuation techniques.

Unlisted shares, debentures and advances

Unlisted shares, debentures and advances are valued at their fair value, determined in accordance with appropriate methods of valuation, primarily including comparison to arm's-length transactions or takeover bids and the capitalization of representative earnings before interest, taxes and amortization and capitalization or discounting of cash flows.

Significant assumptions used in the determination of fair value can include the discount or capitalization rate, the rate of return and the weighting of forecasted earnings.

Sureties

When it is likely that an amount will be disbursed by the Company in relation to a pledged surety, the amount to be recognized in liabilities is estimated using an asset-based approach and a liquidation value method.

Other investments

Other investments consist of temporary investments, bonds, preferred shares and foreign exchange contracts. The foreign exchange contracts are measured using the difference between the contract's rate and the rate of an identical contract (same maturity and notional amount) that would have been agreed to at the balance sheet date. For all other investments, fair value is calculated according to market value, which is the bid-side level at market closing on the balance sheet date.

Obligations related to securities sold short

Securities sold short as part of trading activities, which represent the Company's obligation to deliver securities sold which were not owned at the time of sale, are recorded as liabilities and are carried at fair value measured using the sell-side level at market closing on the balance sheet date. Realized and unrealized gains and losses thereon are recorded in revenue in Interest. As at December 31, 2012 and December 31, 2011 the Company had no securities sold short.

Capital régional et coopératif Desjardins

Notes to Financial Statements

As at December 31, 2012 and December 31, 2011

(tabular amounts are in thousands of dollars, unless otherwise specified)

Securities purchased under resale agreements and securities sold under repurchase agreements

The Company enters into short-term purchases and sales of securities with simultaneous agreements to sell and buy back those securities at a specified price and on a specified date. Those resale and repurchase agreements are accounted for as collateralized lending and borrowing transactions, and are recorded on the balance sheet at the reselling or repurchase price specified under the agreement. The difference between the purchase price and specified reselling price and the difference between the selling price and the specified repurchase price are recorded using the accrual method in Interest. As at December 31, 2012 and December 30, 2011 the Company had no securities purchased under resale agreements or securities sold under repurchase agreements.

Cash, cash and cash equivalents, accounts receivable and accounts payable

The cash consist of bank balances. Cash and cash equivalents consit of cash and money market instruments with original terms to maturity of less than ninety days.

The fair value of accounts receivable (except for amounts receivable on disposal of investments), cash and accounts payable approximates their carrying value given their current maturities.

The fair value of amounts receivable on disposal of investments impacting the Québec economy is determined in the same way as the fair value of investments impacting the Québec economy.

Software

Software is recorded at cost and amortized on a straight-line basis over a period of three years.

Foreign currency translation

Monetary assets and liabilities denominated in foreign currencies are translated into Canadian dollars at the rate of exchange in effect at the balance sheet date.

In the statement of earnings, realized or unrealized gains or losses on investments are presented under Gains (losses) on investments.For the other assets and liabilities denominated in foreign currencies, the changes related to foreign exchange rates are presented under Other operating expenses.

Revenues and expenses denominated in foreign currencies are translated at the exchange rate prevailing on the transaction date.

Notes payable

Notes payable are recorded at their fair value, which represents the amount that the Company would have to pay in accordance with the underlying contractual agreements to these notes at the balance sheet date.

Income taxes

The Company uses the liability method in accounting for income taxes. According to this method, future income taxes are determined using the difference between the accounting and tax bases of assets and liabilities. The tax rate in effect when these differences are expected to reverse is used to calculate future income taxes at the balance sheet date. Future income tax assets are recognized when it is more likely than not that the assets will be realized.

The Company is subject to federal and provincial income taxes. It is also subject to the tax rules applicable to mutual fund corporations. Under such rules, the Company may obtain a refund of its tax paid on capital gains through the redemption of its shares.

(tabular amounts are in thousands of dollars, unless otherwise specified)

Revenue recognition

Interest and dividends

Interest is recorded on an accrual basis when collection is considered probable. Dividends are recorded as at the holder-of-record date and when they are declared by the issuing companies.

Administrative charges

Administrative charges are recorded at the time of a shareholder's initial subscription and on the closure of that shareholder's last account.

Negotiation fees

Negotiation fees are recorded when the service is performed and when collection is considered probable.

Gains and losses on investments

Gains and losses on disposal of investments are recorded at the date of sale and represent the difference between the sale proceeds and the unamortized cost, without taking into consideration the unrealized gains and losses recorded in previous years, which are reversed and taken into account in change in unrealized gains and losses for the year.

Gains and losses on amounts receivable on disposal of investments impacting the Québec economy are recorded at the time their fair value is determined.

Gains and losses on notes payable

Gains and losses on notes payable are recorded at the date of payment and represent the difference between the amount the Company paid to settle a note and its initial value, without taking into consideration the unrealized gains and losses recorded in previous years, which are reversed and taken into account in unrealized gains and losses in the current year.

Premiums and discounts

Premiums and discounts on fixed-term maturity of other investments are amortized using the internal rate of return method up to the maturity date of these investments. Amortization of premiums and discounts are recorded in Interest.

3 Future changes in accounting policies

As an investment company, the Company will cease to prepare its financial statements in accordance with Canadian GAAP as set out in Part V of the CICA Handbook – Accounting effective prior to the changeover for the periods beginning on January 1, 2014. At that time, the Company will start to apply IFRS as set out in Part I of the CICA Handbook – IFRS as its primary basis of accounting.

(tabular amounts are in thousands of dollars, unless otherwise specified)

4 Investments impacting the Québec economy

The *Schedule of cost of investments impacting the Québec economy* is available at the Company's head office, on its Web site at capitalregional.com and on SEDAR at www.sedar.com. The Schedule does not form an integral part of the financial statements.

			2012
	Cost	**Unrealized gain (loss)**	**Fair value**
	$	**$**	**$**
Unsecured			
Common shares and fund units	316,091	34,355	350,446
Preferred shares	78,465	2,142	80,607
Loans and advances	225,225	(2,708)	222,517
Secured			
Loans and advances	5,633	(158)	5,475
	625,414	33,631	659,045

			2011
	Cost	**Unrealized gain (loss)**	**Fair value**
	$	**$**	**$**
Unsecured			
Common shares and fund units	216,820	(3,649)	213,171
Preferred shares	66,845	61,477	128,322
Loans and advances	208,438	(14,640)	193,798
Secured			
Loans and advances	6,881	(263)	6,618
	498,984	42,925	541,909

Investments impacting the Québec economy included investments valued in foreign currencies for a fair value of $93.9 million (December 31, 2011 – $150.9 million).

Agreements related to investments impacting the Québec economy may include clauses providing conversion and redemption options.

Loans and advances bear interest at a weighted average rate of 11.3% (December 31, 2011 – 11.6%) and have an average residual maturity of 4.2 years (December 31, 2011 – 4.3 years). For substantially all the interest-bearing loans and advances, the interest rate is fixed.

Capital régional et coopératif Desjardins

Notes to Financial Statements

As at December 31, 2012 and December 31, 2011

(tabular amounts are in thousands of dollars, unless otherwise specified)

a) Allocation of investments and funds committed by asset class consist of the following:

					2012
Asset class	**Investments at cost**	**Unrealized gain (loss)**	**Fair value**	**Funds committed but not disbursed [1]**	**Total commitment**
	$	**$**	**$**	**$**	**$**
Development Capital	155,817	2,108	157,925	3,596	161,521
Company buyouts and Major Investments	285,690	52,684	338,374	12,500	350,874
Technological Innovations	25,196	(7,521)	17,675	-	17,675
Venture Capital - Health	13,456	(11,056)	2,400	-	2,400
Funds	145,255	(2,584)	142,671	126,254	268,925
Total	625,414	33,631	659,045	142,350	801,395

					2011
Asset class	**Investments at cost**	**Unrealized gain (loss)**	**Fair value**	**Funds committed but not disbursed [1]**	**Total commitment**
	$	**$**	**$**	**$**	**$**
Development Capital	154,340	(5,954)	148,386	5,250	153,636
Company buyouts and Major Investments	169,776	18,907	188,683	24,096	212,779
Technological Innovations	38,233	(14,238)	23,995	-	23,995
Venture Capital - Health	34,482	50,593	85,075	-	85,075
Funds	102,153	(6,383)	95,770	122,476	218,246
Total	498,984	42,925	541,909	151,822	693,731

[1] Funds committed but not disbursed are not included in the Company's assets.

b) Funds committed but not disbursed represent investments that have been agreed upon and which have been committed but not disbursed at the balance sheet date. Future disbursements are subject to certain conditions. Assuming that the conditions are met, the estimated instalments over the coming years ended December 31 will be as follows:

2013	2014	2015	2016	2017 and after	Total
$60,009	$21,447	$18,958	$15,874	$26,062	$142,350

Capital régional et coopératif Desjardins

Notes to Financial Statements

As at December 31, 2012 and December 31, 2011

(tabular amounts are in thousands of dollars, unless otherwise specified)

5 Other investments

The unaudited *Statement of other investments* is available at the Company's head office, on its Web site at capitalregional.com and on SEDAR at www.sedar.com. The Statement does not form an integral part of the financial statements.

			2012
	Cost	Unrealized gain	Fair value
	$	$	$
Bonds			
Federal or guaranteed	178,728	5,758	184,486
Provincial, municipal or guaranteed	228,099	4,062	232,161
Financial institutions	136,665	5,889	142,554
Companies	30,983	2,415	33,398
	574,475	18,124	592,599
Money market instruments [1]	13,508	-	13,508
Foreign exchange contracts [2]	-	(247)	(247)
Preferred shares	63,500	1,212	64,712
Total	651,483	19,089	670,572

Allocation of bonds by maturity date

				2012
Maturity	**Less than 1 year**	**1 to 5 years**	**More than 5 years**	**Total**
	$	$	$	$
Unamortized cost	-	278,566	295,909	574,475
Par value	-	272,869	282,370	555,239
Fair value	-	283,799	308,800	592,599
Average nominal rate [3]	-	3.22%	3.96%	3.59%
Average effective rate	-	2.35%	3.20%	2.79%

Capital régional et coopératif Desjardins

Notes to Financial Statements

As at December 31, 2012 and December 31, 2011

(tabular amounts are in thousands of dollars, unless otherwise specified)

			2011
	Cost	**Unrealized gain**	**Fair value**
	$	**$**	**$**
Bonds			
Federal or guaranteed	179,559	8,538	188,097
Provincial, municipal or guaranteed	195,181	8,503	203,684
Financial institutions	133,952	3,270	137,222
Companies	31,294	1,832	33,126
	539,986	22,143	562,129
Money market instruments [1]	63,355	-	63,355
Foreign exchange contracts [2]	-	296	296
Preferred shares	41,648	445	42,093
Total	644,989	22,884	667,873

Allocation of bonds by maturity date

				2011
Maturity	**Less than 1 year**	**1 to 5 years**	**More than 5 years**	**Total**
	$	**$**	**$**	**$**
Unamortized cost	-	215,579	324,407	539,986
Par value	-	212,372	308,123	520,495
Fair value	-	218,994	343,135	562,129
Average nominal rate [3]	-	2.94%	4.41%	3.81%
Average effective rate	-	2.25%	3.58%	3.05%

[1] Money market instruments consist of term deposits, Treasury bills and strip bonds with an original maturity of less than a year. As at Deceber 31, 2012, all money market instruments have an original maturity of two to nine months while as at December 31, 2011, they all had an original maturity of zero to eleven months.

[2] Foreign exchange contracts to sell USD 114.0 M and AUD 1.4 M (australian dollar) have three-month maturities. (USD 153.6 M and AUD 1.1 M as at December 31, 2011.)

[3] Substantially all bonds are fixed-interest rate issues.

All portfolio securities of other investments are denominated in Canadian dollars except foreign exchange contracts.

Capital régional et coopératif Desjardins

Notes to Financial Statements

As at December 31, 2012 and December 31, 2011

(tabular amounts are in thousands of dollars, unless otherwise specified)

6 Accounts receivable

	2012 $	2011 $
Interest and dividends receivable on investments	4,665	4,921
Sales taxes receivable	761	737
Amounts receivable on disposal of investments impacting the Québec economy	23,436	10,565
Other accounts receivable	1,084	597
	29,946	16,820

Accounts receivable include amounts receivable on disposal of investments valued in foreign currencies of $22.8 million ($6.4 million as at December 31, 2011).

7 Line of credit

The Company has had an authorized line of credit of $10 million with Caisse centrale Desjardins. This bank credit bears interest at the operating credit rate of Caisse centrale Desjardins plus 0.5%. This line of credit is guaranteed by a portion of the money market instruments and bonds recorded in Other investments and is renewable on an annual basis. As at December 31, 2012 and December 31, 2011, no drawings had been made on the line of credit.

8 Accounts payable

	2012 $	2011 $
Suppliers and accrued liabilities	1,859	4,669
Other accounts payable	1,073	1,504
	2,932	6,173

Capital régional et coopératif Desjardins

Notes to Financial Statements

As at December 31, 2012 and December 31, 2011

(tabular amounts are in thousands of dollars, unless otherwise specified)

9 Notes payable

On November 30, 2010, the Company acquired from Desjardins Venture Capital L.P., a subsidiary of Fédération des Caisses Desjardins du Québec, investments with a fair value of $17.6 million as consideration for notes of equal initial value. Each note payable is related to one of the acquired investments and contains a provision under which the amount payable shall be adjusted based on the amounts received by the Company on the sale of the related investment. If the amount received by the Company at the time of sale is less than the initial cost of the investment, the amount of the note will be adjusted to the amount received. However, if the amount received by the Company at the time of sale is more than the initial cost of the investment, the amount of the note will be increased by 70% of the realized gain. Management fees paid by the Company in respect of investments between their dates of acquisition and their dates of sale are deducted from the amount of the related notes.

As at December 31, 2012, notes payable with a fair value of $8.5 million were related to investments valued in foreign currencies ($9.6 million as at December 31, 2011).

Notes payable have an initial maturity of three years. Notes not settled by that time must be renegotiated by Desjardins Venture Capital L.P. and the Company.

10 Shareholders' equity

Share capital authorized

The Company is authorized to issue common shares and fractions of common shares without par value, participating, voting, with the right to elect two representatives to the Board of Directors, redeemable under certain conditions provided in the Act, so that its capital increases by a maximum of $150 million annually.

As of the capitalization period following the one at the end of which the Company first reaches capitalization of at least $1.25 billion, the Company may collect, per capitalization period, the lesser of $150 million and the amount corresponding to the reduction in paid-up capital attributable to all the shares and fractions of shares redeemed or purchased by agreement by the Company during the preceding capitalization period.

Each capitalization period, which lasts twelve months, begins on March 1 of each year. The maximum the Company can raise in the capitalization period ending on February 28, 2013 is $150 million. As at December 31, 2012 and December 31, 2011, the Company is in compliance with this limit.

Redemption criteria

The Company is bound to redeem a whole common share or a fraction of a common share in the following circumstances:

- At the request of the person who acquired it from the Company at least seven years prior to redemption;
- At the request of a person to whom it has been devolved by succession;
- At the request of the person who acquired it from the Company if the person applies to the Company therefore in writing within 30 days of subscribing it;
- At the request of a person who acquired it from the Company if that person is declared to have a severe and permanent mental or physical disability which makes this person incapable of pursuing his or her work.

Moreover, the Company may purchase a common share or a fractional common share by agreement in the cases and to the extent permitted by a policy adopted by the Board of Directors and approved by the Québec Minister of Finance.

(tabular amounts are in thousands of dollars, unless otherwise specified)

The redemption price of the common shares is set twice a year, at dates that are six months apart, by the Company's Board of Directors on the basis of the Company's value as determined in the audited financial statements.

Tax credit

The purchase of shares of the Company entitles the investor to receive a non-refundable tax credit, for Québec tax purposes only, for an amount equal to:

For purchases prior to March 24, 2006: 50% tax credit, $1,250 maximum.
For purchases from March 24, 2006 to November 9, 2007: 35% tax credit, $875 maximum.
For purchases subsequent to November 9, 2007: 50% tax credit, $2,500 maximum.

Investors who withdraw some or all of their shares as part of a redemption after a seven-year holding period will not be able to claim the tax credit for any purchase for which the tax credit could be applied in the same or subsequent taxation years.

11 Capital disclosures

The Company's objective with respect to capital management is to ensure the availability of sufficient cash resources to fund investments in line with its mission and meet shareholders' demands for share redemptions. The Company's capital consists of shareholders' equity.

The Company is not subject to any external capital requirements other than those governing the issuance and redemption of its shares, as indicated in note 10.

The Company's policy is to reinvest the annual revenue generated by its operations and not to pay dividends to its shareholders, with a view to increasing the capital available for investment and enhancing share valuations.

12 Cash and cash equivalents

	2012	**2011**
	$	**$**
Cash	7,357	14,905
Money market instruments	3,596	17,586
	10,953	32,491

13 Expenses

	2012	**2011**
	$	**$**
Other operating expenses		
Audit fees	269	229
Directors' compensation	368	321
Other professional fees	704	3,547
Financials expenses (revenues)	-	(25)
Custodial fees and trustees' fees	112	91
Computer developments	1,291	380
Other expenses	632	281
Amortization of software	-	313
	3,376	5,137

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Shareholder services		
Trustee fees	1,336	1,500
Reporting to shareholders	134	138
Other expenses	141	136
	1,611	1,774

14 Income taxes

a) Income tax expense is detailed as follows:

	2012	**2011**
	$	**$**
Current income taxes	9,725	4,315
Future income taxes	191	3,554
	9,916	7,869

b) The actual income tax rate differs from the combined basic income tax rate and is explained as follows:

	2012	**2011**
	$	**$**
Income taxes by applying the combined basic tax rate of 39.90%	25,277	52,052
Permanent differences between earnings before income taxes and taxable income and other items		
Realized and unrealized gains on investments	(8,566)	(29,356)
Untaxable dividends	(2,503)	(1,821)
Refundable tax	(4,632)	(14,548)
Others	340	1,542
	9,916	7,869

c) Future income taxes relate to the following items:

	2012		**2011**	
	Assets	**Liabilities**	**Assets**	**Liabilities**
	$	**$**	**$**	**$**
Refundable realized capital gains tax on hand	11,169	-	5,335	-
Income taxes recoverable (payable)	-	(8,036)	-	(6,344)
	11,169	(8,036)	5,335	(6,344)
Future refundable unrealized capital gains tax on	7,181	-	9,213	-
Future income taxes – Investments	-	(6,935)	-	(8,776)
	7,181	(6,935)	9,213	(8,776)
	18,350	(14,971)	14,548	(15,120)

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15 Cash flows

The changes in non-cash working capital items consist of the following:

	2012 $	2011 $
Decrease (increase) in accounts receivable	(255)	888
Decrease (increase) in income taxes receivable	(3,802)	7,273
Increase (decrease) in income taxes payable	(340)	1,009
Increase (decrease) in accounts payable	(3,335)	1,626
	(7,732)	10,796

16 Related party transactions

The Company is related to Desjardins Venture Capital Inc. ("DVC"), its manager. DVC is a subsidiary of Fédération des caisses Desjardins du Québec and is part of Desjardins Group. The Company is therefore indirectly related to Desjardins Group.

- The Company has entrusted the management of its operations, including management of its portfolio, to DVC, in accordance with the strategies and objectives approved by the Board of Directors. The management contract signed by DVC and the Company was effective for an initial term of ten years, ending December 31, 2011. For the fiscal year ending December 31, 2012, the parties have agreed to renew the contract for one year on the same terms and conditions, except for the rate.

  Under this contract, the Company is required to pay management fees of 2.25% (2.5% for the fiscal year ending December 31, 2011) of its average annual assets' net value less any amounts payable related to investments impacting the Québec economy and other investments. An adjustment is made to the management fee charged to the Company to avoid double billing relative to the Company's interest in some funds.

  A new management contract with a five-year term came into effect on January 1, 2013. Certain governance-related expenses previously assumed by DVC as well as share issue expenses will now be assumed by the Company. As consideration, the rate charged for annual management fees will be reduced to 2.02% in 2013. This rate may be revised according to certain terms and conditions set out in the new contract.

- The Company has appointed Desjardins Trust Inc. to act as its registrar and transfer agent with respect to shareholder transactions. The agreement has a three-year term starting on January 1, 2008. This agreement was renewed under the same terms and conditions until June 30, 2013. However, given the review of the terms and conditions of the management agreement between the Company and its manager, the terms of the agreement with Desjardins Trust could, by the same token, be revised.

- The Company has centralized custody services for its assets with Desjardins Trust. The custody and administration agreement became effective on May 1, 2009. Its term is indefinite unless one or the other of the parties, on prior written notice of at least 90 days, decides to terminate it.

- The Company has appointed Fédération des caisses Desjardins du Québec to distribute its shares through the Desjardins caisse network. This agreement is effective for one year and will be automatically renewed each year at market conditions unless one of the parties gives written notice to the contrary three months before the expiry date of the agreement.

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The Company entered into transactions with other Desjardins Group entities in the normal course of business. All of these transactions are measured at the exchange amount. The transactions and balances are detailed as follows:

	2012	**2011**
	$	**$**
Balance sheets		
Caisse centrale Desjardins		
Cash	6,855	14,074
Other investments	4,165	26,079
Interest and dividends receivable on investments	35	87
Capital Desjardins inc.		
Other investments	11,543	9,955
Interest and dividends receivable on investments	91	83
Desjardins Trust Inc.		
Cash	542	890
Accounts payable	478	483
Desjardins Venture Capital inc.		
Accounts payable	1,034	1,764
Desjardins Venture Capital L.P.		
Accounts payable	141	45
Notes payable	10,921	14,335
Fédération des caisses Desjardins du Québec		
Accounts payable	15	-

	2012	**2011**
	$	**$**
Statements of earnings		
Caisse centrale Desjardins		
Interest	416	591
Realized gains (losses) on investments	4,971	(56)
Unrealized gains (losses) on investments	(450)	(811)
Capital Desjardins inc.		
Interest	448	36
Realized gains (losses) on investments	-	173
Unrealized gains (losses) on investments	542	6
Desjardins Global Asset Management		
Realized gains (losses) on investments	-	(3,581)
Unrealized gains (losses) on investments	-	3,663
Desjardins Trust Inc.		
Shareholder services	1,336	1,500
Other operating expenses	112	120
Desjardins Venture Capital inc.		
Management fees	27,529	27,283
Desjardins Venture Capital L.P.		
Realized gains (losses) on investments	(223)	(691)
Unrealized gains (losses) on investments	1,262	1,980
Fédération des caisses Desjardins du Québec		
Other operating expenses	511	365

(tabular amounts are in thousands of dollars, unless otherwise specified)

17 Financial instruments and associated risks

Financial instruments

The Company's financial instruments are recorded at their fair value. Fair value is used to determine the values at which these instruments could be traded in a current transaction between willing parties. When these financial instruments are not traded in public markets, their fair value is established based on a set of predetermined criteria, which minimizes the subjectivity of the valuation. The Company categorizes its financial instruments according to the three following hierarchical levels:

- Level 1 – Measurement based on quoted prices (unadjusted) in active markets for identical assets and liabilities;
- Level 2 – Valuation techniques based primarily on observable market data; and
- Level 3 – Valuation techniques not based primarily on observable market data.

The following table shows the breakdown of the fair-value valuation of the financial instruments among the three levels.

				2012
	Level 1	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Investments impacting the Québec economy	1,991	-	657,054	659,045
Other investments	476,862	193,710	-	670,572
Cash	7,357	-	-	7,357
Amounts receivable on disposal of investments impacting the Québec economy	-	-	23,436	23,436

				2011
	Level 1	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Investments impacting the Québec economy	5,572	-	536,337	541,909
Other investments	472,431	195,442	-	667,873
Cash	14,905	-	-	14,905
Amounts receivable on disposal of investments impacting the Québec economy	-	-	10,565	10,565

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As at December 31, 2012 and December 31, 2011

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When fair-value valuations of interests in private companies are not entirely based on observable data, the estimates are qualified as Level 3. This takes into account that, beyond external variables such as interest rate levels, economic growth and income tax rates to name only a few, whose impacts are generally reflected in valuation, there are also internal variables which affect fair-value estimates. The valuation of interests is also dependent on information or factors that have a particular influence on a business (outlook, competition, human or financial resources, etc.).

While the goal of valuation is to rely as much as possible on observable data, the choice of relevant elements and their impact on establishing fair value is influenced by the judgment of the valuator. That being said, although another valuator looking at the same business might weigh certain specific factors differently, the impact on the overall portfolio will be marginal.

The following table presents the reconciliation between the beginning and ending balances of Level 3:

	2012		
	Investments impacting the Québec economy $	**Other investments $**	**Amounts receivable on disposal of investments impacting the Québec economy $**
Balance – December 31, 2011	536,337	-	10,565
Realized gains (losses) on investments	47,875	-	(824)
Unrealized gains (losses) on investments	(6,556)	-	-
Acquisition	230,526	-	18,298
Proceeds on disposal	(151,128)	-	(4,603)
Transfer to Level 1	-	-	-
Balance – December 31, 2012	657,054	-	23,436
Unrealized gains on investments held as at December 31, 2012	30,536	-	-

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(tabular amounts are in thousands of dollars, unless otherwise specified)

			2011
	Investments impacting the Québec economy $	**Other investments $**	**Amounts receivable on disposal of investments impacting the Québec economy $**
Balance – December 31, 2010	433,759	280	3,037
Realized gains (losses) on investments	18,524	(3,581)	(533)
Unrealized gains (losses) on investments	82,906	3,663	-
Acquisition	140,421	-	13,094
Proceeds on disposal	(127,032)	(362)	(5,033)
Transfer to Level 1	(12,241)	-	-
Balance – December 31, 2011	536,337	-	10,565
Unrealized gains on investments held as at December 31, 2011	82,870	-	-

Financial instruments and associated risks

The risks associated with financial instruments that affect the Company's financial position are discussed in detail in the audited sections "Market Risk" ,"Credit and Counterparty Risk" and "Liquidity Risk" of the Company's management discussion and analysis on pages 9 to 10.

18 Comparative amounts

Certain comparative figures for 2011 have been reclassified to conform to current year presentation.

Capital régional et coopératif Desjardins

Audited schedule of cost of investments impacting the Québec economy
As at December 31, 2012

February 13, 2013

Independent Auditor's Report on schedule of cost of investments impacting the Quebec economy accompanying the financial statements

To the Shareholders of Capital régional et coopératif Desjardins

On February 13, 2013, we reported on the balance sheets of Capital régional et coopératif Desjardins (the "Company") as at December 31, 2012 and December 31, 2011 and the statements of earnings, shareholders' equity and cash flows for the periods then ended.

In our audits of the financial statement referred to above, we also performed audit procedures on the schedule of cost of investments impacting the Quebec economy (the "schedule") as at December 31, 2012. This schedule is the responsibility of the Company's management.

In our opinion, the schedule presents fairly, in all material respects, the cost of investments impacting the Quebec economy, when read in conjunction with the Company's financial statements.

(signed) PricewaterhouseCoopers LLP[1]

[1] CPA auditor, CA, public accountancy permit No. A119427

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Capital régional et coopératif Desjardins

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(in thousands of dollars)

	Initial investment year	Asset class	Unsecured investments: Common and preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
Abitibi-Témiscamingue						
Complexe funéraire Ste-Bernadette	2007	DevC	170	51	-	221
Coopérative de travailleurs actionnaire de l'Usine de LVL de Ville-Marie	2011	DevC	-	28	-	28
Héli Explore inc.	2007	DevC	-	50	-	50
Hôtel des Eskers inc.	2007	DevC	-	47	-	47
Hôtel Forestel Val d'Or inc.	2007	DevC	-	4	-	4
Industries Béroma inc. (Les)	2009	DevC	-	113	-	113
Norbell Électrique inc.	2010	DevC	-	192	-	192
Toitures G.G.R. inc. (Les)	2010	DevC	-	220	-	220
Transport scolaire R.N. ltée	2008	DevC	200	53	-	253
Trim-Line de l'Abitibi inc.	2009	DevC	125	96	-	221
VCC-Massénor inc. (formely Vieux Comptoir Construction inc.)	2010	DevC	-	651	-	651
Vézeau et frères inc.	2009	DevC	-	585	-	585
Total Abitibi-Témiscamingue			495	2,090	-	2,585
Bas-Saint-Laurent						
Bâtitech ltée	2007	DevC	70	198	100	368
Fonderie BSL inc.	2010	DevC	-	216	-	216
Gestion Alain Hébert inc.	2009	DevC	-	355	-	355
Gestion Gilles D'Amours - 9159-0026 Québec inc.	2005	DevC	-	301	-	301
Groupe Composites VCI inc.	2007	DevC	2,250	465	-	2,715
Groupe Fillion Sport inc.	2008	DevC	-	219	-	219
Industries Jack inc.	2010	DevC	-	-	16	16
Leblanc Environnement inc.	2008	DevC	250	117	-	367
Produits métalliques Pouliot Machinerie inc.	2007	DevC	-	-	34	34
Scierie St-Fabien inc.	2010	DevC	119	-	-	119
Sirois Transport inc.	2009	DevC	-	417	75	492
Société d'exploitation des ressources de la Vallée inc.	2010	DevC	-	530	-	530
Télécommunications Denis Gignac inc.	2010	DevC	-	454	-	454
Trans-Plus Express J.L. inc.	2007	DevC	125	153	-	278
Total Bas-Saint-Laurent			2,814	3,425	225	6,464
Capitale-Nationale						
9197-4451 Québec inc. (P.E. Fraser inc.)	2010	DevC	-	265	-	265
Base 4 inc.	2009	DevC	-	179	-	179
Boutique Le Pentagone inc.	2008	B & MI	4,379	-	-	4,379
Congébec Logistique inc.	2004	DevC	3,800	-	-	3,800
Creaform inc.	2009	B & MI	500	6,785	-	7,285
Frima Studio inc.	2008	DevC	-	542	-	542
Gestion Placage RMH inc.	2006	DevC	-	23	-	23

Capital régional et coopératif Desjardins
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(in thousands of dollars)

	Initial investment year	Asset class	Unsecured investments: Common and preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
Groupe Humagade inc.	2006	TI	11,191	38	-	11,229
H2O Innovation inc.	2009	DevC	-	1,250	-	1,250
Logiciels Dynagram inc. (Les)	2002	TI	-	-	130	130
Obzerv Technologies inc.	2010	DevC	1,500	-	-	1,500
OptoSecurity inc.	2007	TI	-	939	-	939
Piscines Pro et Patios N.V. inc.	2009	DevC	-	162	-	162
Pneus Ratté inc.	2009	DevC	-	426	-	426
Total Capitale-Nationale			21,370	10,609	130	32,109
Centre-du-Québec						
Avjet Holding inc	2009	B & MI	3,800	8,600	-	12,400
CBR Laser inc.	2012	B & MI	-	20,000	-	20,000
Demtec inc.	2005	DevC	400	998	-	1,398
Distribution Pro-Excellence inc.	2008	DevC	-	20	-	20
Farinart inc.	2010	DevC	250	-	-	250
Groupe Anderson inc.	2007	DevC	3,583	956	-	4,539
Investissements Brasco inc.	2009	DevC	-	674	-	674
Métalus inc.	2008	DevC	-	1,496	-	1,496
Service funéraire coopératif Drummond	2007	DevC	-	312	-	312
Total Centre-du-Québec			8,033	33,056	-	41,089
Chaudière - Appalaches						
Acier Majeau inc.	2008	DevC	-	131	-	131
Chariots élévateurs du Québec inc. (Les)	2009	DevC	-	38	-	38
CHEQ FM 101,3 (9174-8004 Québec inc.)	2007	DevC	150	83	-	233
CIF Métal ltée	2005	B & MI	4,009	-	-	4,009
Distribution Eugène Gagnon inc.	2006	DevC	-	1,668	-	1,668
Ebi-tech inc.	2007	DevC	-	100	-	100
Émile Bilodeau et Fils inc.	2008	DevC	-	154	-	154
Groupe Filgo inc.	2012	B & MI	14,000	3,000	-	17,000
Horisol Coopérative de travailleurs	2008	DevC	-	645	-	645
Hortau inc.	2010	DevC	556	-	-	556
Marquis Book Printing inc.	2007	DevC	2,500	1,543	-	4,043
Matiss inc.	2002	DevC	-	270	-	270
Metal Bernard inc.	2010	DevC	-	182	-	182
MTI Canada inc.	2008	DevC	-	718	-	718
Produits de plancher Finitec inc.	2007	DevC	-	595	-	595
Services Bivac inc.	2010	DevC	-	413	-	413
Structures D.L.D. ltée	2008	DevC	-	189	-	189
Trimax Steel inc.	2009	DevC	-	735	-	735
Total Chaudière - Appalaches			21,215	10,464	-	31,679

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			Unsecured investments		Secured investments	
	Initial investment year	Asset class	Common and preferred shares $	Loans and advances $	Loans and advances $	Total $
Côte-Nord						
Boisaco inc.	2010	DevC	1,000	-	-	1,000
Granulco inc.	2009	DevC	-	135	-	135
Simard Suspensions inc.	2009	DevC	-	738	-	738
Total Côte-Nord			1,000	873	-	1,873
Eastern Townships						
Balances M. Dodier inc. (Les)	2011	DevC	-	300	-	300
Camoplast Solideal inc.	2002	B & MI	30,837	-	-	30,837
Cogiscan inc.	2002	TI	849	1,300	-	2,149
Complexe sportif Interplus	2007	DevC	-	832	-	832
Coopérative de travailleurs actionnaire Filage Sherbrooke (FilSpec)	2004	DevC	-	800	-	800
Coopérative funéraire de l'Estrie	2006	DevC	-	1,148	-	1,148
CoopTel, coop de télécommunication	2009	DevC	-	2,175	-	2,175
Éco-Pak inc. (2948-4292 Québec inc.)	2008	DevC	-	1,388	-	1,388
Électro-5 inc.	2009	DevC	-	263	-	263
Exo-s inc.	2012	B & MI	6,100	17,311	-	23,411
FilSpec inc.	2004	DevC	1,113	-	-	1,113
FilSpec inc. (9120-0782 Québec inc. / Gesco)	2004	DevC	-	227	-	227
Groupe Dagenais M.D.C. inc.	2010	DevC	-	263	-	263
Imprimerie Préci-Grafik inc.	2009	DevC	-	650	-	650
Kemestrie inc.	2010	VC - Health	528	-	-	528
L.P. Royer inc.	2010	DevC	-	904	-	904
Mirazed inc.	2007	DevC	780	25	-	805
Multi X inc.	2006	DevC	-	283	-	283
Pétroles O. Archambault et Fils inc. (Les)	2008	DevC	-	81	-	81
Roulottes R.G. inc. (Les)	2009	DevC	-	137	-	137
Tranzyme Pharma inc.	2003	VC - Health	10,569	-	-	10,569
Total Eastern Townships			50,776	28,087	-	78,863
Gaspésie-Îles-de-la-Madeleine						
Ateliers CFI Métal inc. (Les)	2009	DevC	-	72	-	72
Azentic inc.	2006	DevC	-	289	-	289
Construction L.F.G. inc.	2009	DevC	-	1,120	-	1,120
Éocycle Technologies inc.	2004	DevC	1,505	-	600	2,105
Gestion C.T.M.A. inc.	2007	DevC	-	875	-	875
Hôtel Baker ltée	2007	DevC	-	68	-	68
Total Gaspésie-Îles-de-la-Madeleine			1,505	2,424	600	4,529

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	Initial investment year	Asset class	Unsecured investments: Common and preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
Lanaudière						
9210-7614 Québec inc. (Promotion SDM)	2009	DevC	-	262	-	262
DCM Group inc.	2012	DevC	3,000	3,450	-	6,450
Total Lanaudière			3,000	3,712	-	6,712
Laurentians						
J.L. Brissette ltée	2008	DevC	125	71	-	196
Total Laurentians			125	71	-	196
Laval						
Canadian Lebanese Investment Corp. Ltd	2007	DevC	-	3,558	-	3,558
Confiseries Régal inc.	2011	B & MI	4,281	10,879	-	15,160
Polytek Équipment inc.	2010	DevC	-	149	-	149
Total Laval			4,281	14,586	-	18,867
Mauricie						
Groupe Soucy inc.	2008	DevC	-	142	-	142
Groupe Telecon	2011	B & MI	12,000	16,218	-	28,218
Innovations Voltflex inc.	2006	DevC	17	308	50	375
Louiseville Specialty Products inc.	2004	DevC	-	3,540	-	3,540
Morand Excavation inc.	2007	DevC	-	153	-	153
Premier Aviation Centre de révision inc.	2005	DevC	-	556	-	556
RGF Électrique inc.	2009	DevC	-	496	-	496
Total Mauricie			12,017	21,413	50	33,480
Montérégie						
A. & D. Prévost inc.	2011	B & MI	9,472	9,350	-	18,822
A.T.L.A.S. Aéronautique inc.	2010	DevC	6,000	-	-	6,000
Acema Importations inc.	2008	DevC	-	142	-	142
Approvisionnement populaire inc.	2009	DevC	-	310	-	310
Câbles Ben-Mor inc. (Les)	2009	DevC	-	3,730	-	3,730
Climatisation Mixair inc.	2008	DevC	-	72	-	72
Équipement militaire Mil-Quip inc.	2007	DevC	-	76	-	76
Groupe Habitations Signature inc.	2010	DevC	-	3,775	-	3,775
Groupe Jafaco Gestion inc.	2009	DevC	-	1,313	-	1,313
Knowlton Development Corporation inc.	2006	B & MI	5,827	6,555	-	12,382
Normandin inc.	2010	DevC	-	562	-	562
Plomberie Piché & Richard inc.	2010	DevC	-	144	-	144
Reproductions BLB inc. (Les)	2004	DevC	163	641	-	804
Urecon Ltd	2012	B & MI	4,500	11,045	-	15,545
Total Montérégie			25,962	37,715	-	63,677

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As at December 31, 2012

(in thousands of dollars)

	Initial investment year	Asset class	Unsecured investments: Common and preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
Montréal						
3CI inc.	2007	DevC	1,500	-	-	1,500
9217-0935 Québec inc. (MVM)	2009	TI	200	-	50	250
ACCEO Solutions inc.	2012	B & MI	15,000	10,000	-	25,000
Alyotech Canada inc.	2006	B & MI	6,886	-	-	6,886
Amaya Gaming Group inc.	2010	DevC	-	725	-	725
Arbell Electronics inc.	2008	DevC	1,260	1,202	329	2,791
AtmanCo inc. (ancien Biotonix (2010) inc.)	2010	TI	16	-	50	66
Behaviour Interactive inc.	2002	TI	1,185	-	-	1,185
Cavalia inc	2010	B & MI	-	4,308	-	4,308
Coopérative de travailleurs actionnaire de TEC	2005	DevC	-	428	-	428
Coopérative travailleurs actionnaire de Magnus Poirier	2009	DevC	-	320	-	320
Emballages Deltapac inc. (Les)	2005	DevC	356	490	-	846
Formédica Ltée	2009	DevC	-	-	1,350	1,350
Groupe Graham International inc.	2011	B & MI	4,050	4,050	-	8,100
La Coop fédérée	2005	DevC	30,000	20,000	-	50,000
Manutention Québec inc.	2007	DevC	-	1,354	-	1,354
Negotium Technologies	2008	TI	-	-	473	473
Spectra Premium Industries inc.	2006	B & MI	3,000	2,313	-	5,313
Systemex Communications (S.C.) inc.	2010	DevC	-	800	-	800
Vision Globale A.R. ltée	2012	B & MI	18,000	5,000	-	23,000
Total Montréal			81,453	50,990	2,252	134,695
Ontario						
Skywave Mobile Communications inc.	2010	TI	7,249	-	-	7,249
Total Ontario			7,249	-	-	7,249
Outaouais						
Cactus Commerce inc.	2004	TI	-	-	1,528	1,528
Coopérative forestière de l'Outaouais	2006	DevC	-	231	-	231
Evolutel inc.	2008	DevC	-	129	-	129
Expertronic (3573851 Canada inc.)	2008	DevC	-	675	-	675
Groupement forestier du Pontiac inc.	2006	DevC	-	11	-	11
Total Outaouais			-	1,046	1,528	2,574
Saguenay-Lac-Saint-Jean						
9214-8832 Québec inc.	2009	DevC	-	297	-	297
Alutrans Canada inc.	2008	DevC	150	150	-	300
André Potvin cuisine/salle de bain inc.	2008	DevC	125	56	-	181
Charcuterie L. Fortin ltée	2008	DevC	-	82	-	82
Coopérative Forestière de Girardville	2007	DevC	-	661	-	661
Démolition et excavation Demex inc.	2008	DevC	-	329	-	329
Échafaudage Industriel inc.	2010	DevC	-	316	-	316
Entreprises Alfred Boivin inc. (Les)	2007	DevC	-	414	-	414

Capital régional et coopératif Desjardins

Audited schedule of cost of investments impacting the Québec economy
As at December 31, 2012

(in thousands of dollars)

	Initial investment year	Asset class	Unsecured investments: Common and preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
Entreprises Rodrigue Piquette inc. (Les)	2010	DevC	-	-	486	486
Groupe Canmec inc.	2004	B & MI	3,286	350	-	3,636
Groupe Nokamic inc.	2005	DevC	-	166	-	166
Immeubles Ultra-Violet inc.	2010	DevC	-	375	-	375
Nature 3M inc.	2002	DevC	-	13	-	13
Nokamic inc.	2010	DevC	-	-	356	356
Norfruit inc.	2010	DevC	-	120	-	120
Produits sanitaires Lépine inc. (Les)	2010	DevC	750	719	-	1,469
Services de soins de santé Opti-Soins inc. (Les)	2008	DevC	400	53	-	453
Services Nolitrex inc.	2008	DevC	500	258	-	758
Végétolab inc.	2003	DevC	-	5	6	11
Viandes C.D.S. inc. (Les)	2006	DevC	135	-	-	135
Vieille Garde inc. (La)	2009	DevC	-	85	-	85
Vitrerie A. & E. Fortin inc.	2010	DevC	300	215	-	515
Total Saguenay-Lac-Saint-Jean			5,646	4,664	848	11,158
Outside of Canada						
Pharmaxis Ltd	2010	VC - Health	2,360	-	-	2,360
Total Outside of Canada			2,360	-	-	2,360
Funds						
Capital croissance PME S.E.C.	2010	Funds	52,024	-	-	52,024
Desjardins - Innovatech S.E.C.	2005	Funds	60,750	-	-	60,750
FIER Partenaires, s.e.c.	2005	Funds	8,092	-	-	8,092
Fonds d'investissement MSBI, s.e.c.	2004	Funds	8,955	-	-	8,955
Fonds d'investissement pour la relève agricole (FIRA)	2011	Funds	1,667	-	-	1,667
Fonds Relève Québec, s.e.c.	2011	Funds	1,100	-	-	1,100
Novacap Industries III, s.e.c.	2007	Funds	2,650	-	-	2,650
Novacap Technologies III, s.e.c.	2007	Funds	10,017	-	-	10,017
Total Funds			145,255	-	-	145,255
Total cost			**394,556**	**225,225**	**5,633**	**625,414**

Asset class legend

DevC: Development Capital
B & MI: Company Buyouts and Major Investments
TI: Technological Innovations
VC - Health: Venture Capital - Health
Funds: Funds

This audited schedule of cost of investments impacting the Québec economy provides details, per entity, of the sums invested by Capital régional et coopératif Desjardins. This amount appears in note 4 to the financial statements of the Company.

Capital régional et coopératif Desjardins

Statement of other investments
As at December 31, 2012

Capital régional et coopératif Desjardins
Statement of other investments (unaudited)
As at December 31, 2012

(in thousands of dollars)

		Par value $	Cost $	Fair Value $
Bonds (88.3%)				
Federal and guaranteed bonds (27.4%)				
Canada Housing Trust	06-15-2017, 2.05%	17,000	17,298	17,302
	12-15-2018, 4.10%	2,710	2,958	3,055
	12-15-2020, 3.35%	29,419	29,663	32,082
	06-15-2021, 3.80%	30,635	32,431	34,468
	03-15-2022, 2.65%	22,000	22,596	22,694
Canada Mortgage and Housing Corporation	02-01-2017, 4.35%	10,500	10,893	11,626
NHA Bank of Nova Scotia[1]	04-01-2016, 4.05%	13,317	13,975	14,174
NHA Toronto Dominion Bank[1]	04-01-2014, 2.15%	5,187	5,204	5,230
	09-01-2014, 2.60%	15,957	16,103	16,184
	09-01-2015, 1.95%	15,613	15,673	15,715
	08-01-2017, 1.70%	10,101	9,993	9,985
PSP Capital Inc.	02-16-2017, 2.26%	1,950	1,941	1,971
Total federal and guaranteed bonds		174,389	178,728	184,486
Provincial, municipal or guaranteed bonds (34.6%)				
Cadillac Fairview Finance Trust	01-25-2016, 3.24%	5,500	5,525	5,720
	05-09-2018, 3.64%	3,000	3,121	3,204
CDP Financial	07-15-2015, 1.75%, floating rate	29,614	29,634	29,681
	07-15-2020, 4.60%	3,000	3,304	3,400
City of Laval	03-12-2015, 4.30%	1,156	1,151	1,219
City of Montreal	12-01-2017, 5.00%	2,500	2,548	2,800
City of Toronto	06-27-2018, 4.95%	3,000	3,296	3,402
Financement-Québec	06-01-2014, 3.25%	17,000	17,471	17,460
	06-02-2016, 1.57%, floating rate	6,400	6,413	6,415
	04-25-2017, 1.56%, floating rate	10,000	9,992	9,980
	12-01-2017, 3.50%	20,055	20,897	21,464
	12-01-2018, 2.40%	15,600	15,643	15,758
	12-01-2019, 2.45%	42,386	42,333	42,427
Municipal Finance Authority of British Columbia	04-19-2016, 4.65%	2,000	2,058	2,184
	06-03-2019, 4.88%	4,000	4,245	4,578
	06-01-2021, 4.15%	2,000	2,191	2,203
Ontario Strategic Infrastructure Financing Authority	06-01-2015, 4.60%	3,000	3,022	3,205
Province of Ontario	06-02-2021, 4.00%	3,975	4,103	4,399
	06-02-2022, 3.15%	5,750	5,922	5,949
Province of Québec	12-01-2020, 4.50%	19,670	21,440	22,386
	12-01-2021, 4.25%	20,300	22,224	22,709
Regional Municipality of York	06-30-2021, 4.00%	1,500	1,566	1,618
Total provincial, municipal or guaranteed bonds		221,406	228,099	232,161

[1] This security is guaranteed by the Canada Mortgage and Housing Corporation.

Capital régional et coopératif Desjardins

Statement of other investments (unaudited)

As at December 31, 2012

(in thousands of dollars)

		Par value $	Cost $	Fair Value $
Financial institutions bonds (21.3%)				
Bank of Montreal	04-21-2016, 5.10%	17,050	17,943	18,596
	07-08-2016, 3.98%	1,000	1,015	1,057
	03-28-2018, 6.17%	6,150	7,022	7,222
Bank of Nova Scotia	06-08-2017, 4.10%	2,000	2,054	2,153
	08-03-2017, 2.90%	3,000	3,000	3,054
	10-18-2019, 3.04%	2,500	2,500	2,527
Caisse centrale Desjardins	10-05-2017, 3.50%	4,200	4,148	4,412
Canadian Imperial Bank of Commerce	04-30-2015, 4.11%	6,400	6,564	6,710
	11-08-2016, 2.65%	3,500	3,494	3,561
	07-14-2017, 3.95%	4,800	4,898	5,145
	06-06-2018, 6.00%	2,000	2,219	2,346
Capital Desjardins inc.	04-01-2014, 5.76%	1,500	1,528	1,567
	05-05-2020, 5.19%	8,750	9,219	9,976
CI Investments inc.	12-14-2015, 3.94%	597	610	620
First Capital Realty	06-01-2015, 5.95%	1,000	1,024	1,078
	07-30-2019, 5.48%	1,400	1,462	1,566
GE Capital Canada Funding Co.	06-01-2014, 4.40%	6,500	6,742	6,745
	08-17-2017, 5.53%	5,500	5,932	6,228
General Electric Capital Corporation	01-26-2015, 2.59%, floating rate	2,000	2,000	2,026
Great-West Lifeco inc.	03-21-2018, 6.14%	1,500	1,533	1,753
IGM Financial Inc.	04-08-2019, 7.35%	1,850	2,145	2,283
Manulife Financial	04-08-2019, 7.77%	2,200	2,598	2,753
National Bank of Canada	12-22-2014, 4.93%	4,850	4,987	5,130
	04-11-2017, 3.26%	1,100	1,103	1,133
NBC Capital Trust	06-30-2020, 7.45%	1,000	1,184	1,253
RBC Trust Capital Securities	06-30-2018, 6.82%	3,350	3,788	4,022
Royal Bank of Canada	06-15-2015, 4.35%	8,500	8,733	8,967
	01-11-2016, 3.36%	2,000	2,077	2,079
Société Financière Daimler Canada	09-15-2016, 3.28%	1,000	1,032	1,032
Sunlife Financial	07-02-2019, 5.70%	2,000	2,129	2,312
	08-23-2021, 4.57%	400	400	434
TD Capital Trust	12-31-2018, 7.24%	2,000	2,315	2,481
Toronto Dominion Bank	12-14-2016, 4.78%	7,134	7,502	7,766
	07-09-2018, 5.83%	10,400	11,375	12,160
VW Credit Canada Inc.	02-01-2016, 3.60%	390	390	407
Total financial institutions bonds		129,521	136,665	142,554
Corporate bonds (5.0%)				
Alliance Pipeline Limited Partnership	12-16-2019, 4.93%	1,000	1,096	1,097
Bell Aliant Regional Communications, Limited Partnership	02-26-2019, 5.52%	1,200	1,346	1,335
Bell Canada	06-18-2019, 3.35%	1,500	1,522	1,544
	05-19-2021, 4.95%	5,000	5,111	5,644
Cameco Corporation	11-14-2022, 3.75%	1,000	1,000	994
Loblaw Companies Ltd	06-18-2020, 5.22%	3,500	3,601	3,984
Reliance LP	03-15-2017, 4.57%	2,000	2,000	2,015

Capital régional et coopératif Desjardins
Statement of other investments (unaudited)
As at December 31, 2012

(in thousands of dollars)

		Par value $	Cost $	Fair Value $
Corporate bonds (continued)				
Rogers Communications	11-04-2019, 5.38%	4,600	4,870	5,256
	03-22-2021, 5.34%	2,700	2,730	3,091
Shaw Communications	10-01-2019, 5.65%	675	692	759
Telus Corporation	12-04-2019, 5.05%	6,750	7,015	7,679
Total corporate bonds		29,925	30,983	33,398
Total bonds		555,241	574,472	592,599
Money market instruments (2.0%)				
Province of Ontario	01-16-2013, 1,28%	9,912	9,912	9,912
Province of Québec	02-08-2013, without coupon	3,600	3,596	3,596
Total money market instruments		13,512	13,508	13,508
Foreign exchange contracts (0.0%)				
Caisse centrale Desjardins	03-28-2013, 1,0294 CAD/AUD[2]	1,400	-	-
	03-28-2013, 0,9946 CAD/USD	114,000	-	(247)
Total foreign exchange contracts			-	(247)

		Number of shares		
Preferred shares (9.7%)				
Bank of Montreal	Perpetual, 4.50%	33,400	868	875
	Perpetual, 5.20%	235,500	6,029	5,916
Bank of Nova Scotia	Perpetual, 0.93%	130,000	3,268	3,193
	Perpetual, 4.50%	50,200	1,289	1,318
	Perpetual, 5.00%	50,000	1,270	1,242
	Perpetual, 5.25%	16,000	412	422
	Perpetual, 5.60%	170,000	4,458	4,464
Canadian Imperial Bank of Commerce	Perpetual, 5.60%	15,000	400	382
	Perpetual, 5.75%	17,000	454	436
Canadian Utilities	Perpetual, 4.90%	40,000	1,018	1,056
Great-West Lifeco inc.	Perpetual, 4.50%	45,000	1,084	1,112
	Perpetual, 5.20%	145,000	3,816	3,666
	Perpetual, 6.00%	30,000	737	777
Industrial Alliance	Perpetual, 4.60%	15,000	243	372
	Perpetual, 5.90%	155,000	3,981	4,185
	Perpetual, 6.00%	135,300	3,347	3,603
	Perpetual, 6.20%	16,700	415	435
National Bank of Canada	Perpetual, 5.85%	6,200	165	156
	Perpetual, 6.00%	125,000	3,350	3,334
Power Corporation fo Canada	Perpetual, 5.00%	55,400	1,212	1,391

[2] AUD: Australian Dollar

Capital régional et coopératif Desjardins

Statement of other investments (unaudited)

As at December 31, 2012

(in thousands of dollars)

		Number of shares	Cost $	Fair Value $
Preferred shares (continued)				
Power Financial Corporation	Perpetual, 1.63%, floating rate	77,800	1,970	1,712
	Perpetual, 4.95%	25,000	658	635
	Perpetual, 5.10%	10,000	263	258
	Perpetual, 5.75%	10,000	220	255
	Perpetual, 6.00%	95,000	2,528	2,440
Royal Bank of Canada	Perpetual, 4.45%	61,000	1,562	1,584
	Perpetual, 4.50%	70,000	1,772	1,822
	Perpetual, 4.50%	48,600	1,193	1,265
	Perpetual, 4.60%	92,100	2,346	2,397
	Perpetual, 4.70%	15,700	394	409
	Perpetual, 5.00%	131,100	3,352	3,357
	Perpetual, 6.25%	20,000	500	526
Sunlife Financial	Perpetual, 4.75%	82,000	1,755	2,065
	Perpetual, 4.80%	60,300	1,482	1,526
Toronto Dominion Bank	Perpetual, 4.85%	87,000	1,934	2,280
	Perpetual, 5.60%	73,100	1,887	1,970
	Perpetual, 6.25%	40,000	1,067	1,072
	Perpetual, 6.25%	30,000	801	804
Total preferred shares			63,500	64,712
Total other investments (100.0%)			651,483	670,572

Capital régional et coopératif Desjardins

Index of the Company's share in investments made by specialized funds and partner funds, at cost
As at December 31, 2012

Capital régional et coopératif Desjardins

Index of the Company's share in investments made by specialized funds and partner funds, at cost (unaudited)

As at December 31, 2012

(in thousands of dollars)

Information from Annual Financial Report dated		Equity Interest of the Company %	Unsecured investments: Common and Preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
31/12/2012	**Capital croissance PME, S.E.C.**	**50.00**				
	Abitibi-Témiscamingue					
	2637-1914 Québec inc. (Television J.R.)		-	91	-	91
	9223-3196 Qc inc. (Rona)		-	119	-	119
	Agence de sécurité Mirado inc.		-	176	-	176
	Cartier Ressources inc.		75	-	-	75
	Groupe Minier CMAC - Thyssen Mining Group		-	845	-	845
	Hôtel Forestel Val d'Or inc.		-	500	-	500
	Industries Béroma inc. (Les)		-	437	-	437
	Location Lauzon inc.		-	198	-	198
	Lucien Mirault inc.		-	160	-	160
	Midland Exploration inc.		75	-	-	75
	Propane Nord-Ouest inc.		-	-	458	458
	Stornoway Diamonds (Canada) inc.		100	-	-	100
	Total Abitibi-Témiscamingue		250	2,526	458	3,234
	Bas-Saint-Laurent					
	9048-3538 Québec inc. (Matane Honda) (9244-9396 QC inc.)		-	197	-	197
	Autobus Dionne inc. (Transport A.S.D.)		-	-	250	250
	Entreprises d'Auteuil & fils inc. (Les)		-	150	-	150
	Groupe Fillion Sport inc.		-	371	-	371
	Impressions Soleil (Les) - 3089-8522 Québec inc.		-	125	-	125
	Total Bas-Saint-Laurent		-	843	250	1,093
	Capitale-Nationale					
	9101-2492 Québec inc. (Centre médical Le Mesnil)		-	250	-	250
	9239-0012 Québec inc. (Les Puits du Québec inc.)		-	209	-	209
	9261-8263 Québec inc. VU par Laforce inc.		-	-	74	74
	Alimentation Francis Gravel inc.		-	294	-	294
	Collection Papillon Gemme inc.		-	-	250	250
	Éditions Gladius International inc.		-	-	177	177
	Excavation Vallier Ouellet inc.		-	161	-	161
	Pixelweb Télécom inc. (7921527 Canada inc.)		-	-	300	300
	RCAA-Planifika inc.		-	-	250	250
	The Getaway Boutique		-	132	-	132
	Total Capitale-Nationale		-	1,046	1,051	2,097
	Centre-du-Québec					
	9224-7519 Québec inc. (Peinture Can-Lak inc.)		-	-	944	944
	9268-3069 Québec inc. (Fenêtres Sélection)		-	125	-	125
	Fempro I inc.		-	1,863	-	1,863
	Total Centre-du-Québec		-	1,988	944	2,932

Capital régional et coopératif Desjardins

Index of the Company's share in investments made by specialized funds and partner funds, at cost (unaudited)

As at December 31, 2012

(in thousands of dollars)

Information from Annual Financial Report dated		Equity Interest of the Company %	Unsecured investments: Common and Preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
31/12/2012	**Capital croissance PME, S.E.C. (cont.)**	**50.00**				
	Chaudière - Appalaches					
	Décoplex inc.		-	-	543	543
	Gesdix inc.		-	300	-	300
	Groupe Bertec inc.		-	150	-	150
	Plomberie Ste-Croix inc.		-	-	375	375
	Productions Horticoles Demers (Les)		250	-	-	250
	Recyc RPM inc.		-	375	-	375
	Serres Demers inc. (Les)		-	-	750	750
	Ultima Fenestration inc.		-	246	-	246
	Total Chaudière - Appalaches		250	1,071	1,668	2,989
	Côte-Nord					
	9250-5528 Québec inc.		-	104	-	104
	9269-4603 Québec inc. - Gestion Patrick Firreri		-	-	775	775
	Benoit Vigneault ltée		-	600	-	600
	Centre des congrès de Sept-Iles		-	-	125	125
	Clinique d'optométrie VU (Thetford Mines) inc. (9256-5076QC)		-	-	83	83
	Construction Leclerc et Pelletier inc.		-	175	-	175
	Express Havre St-Pierre ltée		-	-	675	675
	Hôtel Motel Le Q'Artier des Îles inc.		-	300	-	300
	Location Paul Boudreau inc.		-	703	-	703
	Pavages Nordic inc.		-	300	-	300
	Santerre Électrique inc.		-	1,000	300	1,300
	Sécurgence inc.		-	321	-	321
	Zone Vue (Québec) inc.		-	-	110	110
	Total Côte-Nord		-	3,503	2,068	5,571
	Eastern Townships					
	Innotex inc.		-	125	-	125
	Plastech inc.		-	-	288	288
	SE2 inc.		-	-	63	63
	VR2 Distribution inc.		-	-	125	125
	Total Eastern Townships		-	125	476	601
	Lanaudière					
	Thermo Structure inc.		-	625	-	625
	Total Lanaudière		-	625	-	625
	Laval					
	Modus FX inc.		-	-	354	354
	Total Laval		-	-	354	354

Capital régional et coopératif Desjardins

Index of the Company's share in investments made by specialized funds and partner funds, at cost (unaudited)

As at December 31, 2012

(in thousands of dollars)

Information from Annual Financial Report dated		Equity Interest of the Company %	Unsecured investments: Common and Preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
31/12/2012	**Capital croissance PME, S.E.C. (cont.)**	**50.00**				
	Mauricie					
	9210-3563 Québec inc. (Groupe E. Morel)		-	-	343	343
	Louis Lafrance & fils ltée		-	330	-	330
	Progi.com inc.		-	400	-	400
	RGF Électrique inc.		-	349	-	349
	Total Mauricie		-	1,079	343	1,422
	Montérégie					
	4304047 Canada inc. (RX Santé)		-	141	-	141
	9120-6094 Québec Inc. (Lanla)		-	270	-	270
	9223-5845 Québec inc. (Autobus Dufresne)		-	-	400	400
	Action Mécanique inc.		-	107	-	107
	Budget Propane (1998) inc.		-	-	1,000	1,000
	C.R.S./Vamic inc.		-	318	-	318
	Carvin Pool Equipment inc.		-	-	608	608
	Fibres Serden inc. (Les)		-	150	-	150
	Groupe Loiselle inc.		-	525	-	525
	Hygie Canada inc.		-	-	488	488
	Isaac Instruments inc.		-	176	-	176
	Ressorts Foster ltée (Les)		-	125	-	125
	Station Skyspa inc.		-	-	685	685
	VIF Mould and Plastics Industries Ltd		-	-	469	469
	Total Montérégie		-	1,812	3,650	5,462
	Montréal					
	9106-7645 Québec inc. (Vidéo MTL)		-	1,500	-	1,500
	9178-6574 Québec Inc. (Moment Factory)		-	233	-	233
	Attraction Media inc.		-	934	-	934
	CTA de Negotium		-	925	-	925
	DEK Canada inc.		-	1,550	-	1,550
	Fonds Prêt à Entreprendre, s.e.c.		72	-	-	72
	Gestion Vision Globale inc. (GVG)		-	500	-	500
	GME Experts en sinistres inc.		-	-	248	248
	Groupe Tolgeco inc.		-	1,250	-	1,250
	LVL Studio inc.		500	500	-	1,000
	M.C. Crystal inc.		-	-	148	148
	Magellan Aviation Services inc.		-	245	-	245
	Richelieu Hosiery (Int'l) inc.		-	-	1,000	1,000
	Richporter Technology Ltee		-	500	-	500
	Sid Lee inc.		-	-	1,983	1,983
	Solutions Victrix inc. (Les)		-	442	-	442
	Source Évolution inc.		-	-	1,000	1,000
	STC Footwear inc.		-	-	1,158	1,158
	Stuart Packaging inc.		625	625	-	1,250
	Systemex Communications (S.C.) inc.		-	1,200	-	1,200
	Total Montréal		1,197	10,404	5,537	17,138

Capital régional et coopératif Desjardins

Index of the Company's share in investments made by specialized funds and partner funds, at cost (unaudited)

As at December 31, 2012

(in thousands of dollars)

Information from Annual Financial Report dated		Equity Interest of the Company %	Unsecured investments: Common and Preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
31/12/2012	**Capital croissance PME, S.E.C. (cont.)**	**50.00**				
	Nord-du-Québec					
	Geomega Resources inc.		75	-	-	75
	Total Nord-du-Québec		75	-	-	75
	Outaouais					
	Gestion S. Kelly (Métro Kelly)		-	-	1,500	1,500
	Total Outaouais		-	-	1,500	1,500
	Saguenay-Lac-Saint-Jean					
	2737-2895 Québec Inc. (Distribution Fromagerie Boivin)		-	750	-	750
	4145275 Canada inc. (Chlorophylle)		600	174	-	774
	Ambulance Médilac inc.		-	438	-	438
	C.R.O.I. (div. de 9068-6767 Québec inc.)		-	300	-	300
	Cam-Trac Sag-Lac inc.		267	-	-	267
	Cervo-Polygaz inc.		-	-	200	200
	Cuisines G.B.M. inc. (Les)		-	-	125	125
	Garage Georges Beaudoin inc.		-	-	125	125
	Institut d'échafaudage du Québec (9020-4983 Qc inc.)		-	-	300	300
	Location A.L.R. Inc.		-	258	-	258
	Matelas Lion d'or inc.		-	86	-	86
	Mécanique Plomb O Gaz inc.		250	-	299	549
	Messagerie du Fjord inc.		-	425	-	425
	Panorama Helicopters Ltd		-	-	871	871
	Services de soins de santé Opti-Soins inc. (Les)		-	400	-	400
	Sports Guy Dumas inc.		-	267	-	267
	Transports J.M.G. inc.		-	-	108	108
	Total Saguenay-Lac-Saint-Jean		1,117	3,098	2,028	6,243
			2,889	28,120	20,327	51,336
	Funds commited but not disbursed					13,591
	Capital croissance PME, S.E.C.					**64,927**

Capital régional et coopératif Desjardins

Index of the Company's share in investments made by specialized funds and partner funds, at cost (unaudited)
As at December 31, 2012

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Information from Annual Financial Report dated		Equity Interest of the Company %	Unsecured investments: Common and Preferred shares $	Unsecured investments: Loans and advances $	Secured investments: Loans and advances $	Total $
31/12/2012	**Desjardins – Innovatech S.E.C.**	**54.49**				
	7525443 Canada inc. (Inflotrolix)		204	204	-	408
	9199-4012 Québec Inc. (Centre de Tri)		68	-	61	129
	Albert Perron inc.		695	-	282	977
	Asmacure inc.		518	-	-	518
	AxesNetwork Solutions inc.		814	-	-	814
	Biocéan Canada inc.		-	327	-	327
	Boisaco inc.		1,635	-	-	1,635
	Bouffard Sanitaire inc. et Acier Bouffard inc.		-	148	-	148
	Concept Mat inc. and 9200-7848 Québec inc.		-	84	-	84
	Éocycle Technologies inc.		815	-	327	1,142
	Équipements Comact inc.		232	-	-	232
	Équipements Julien Achard ltée ET Conception GSR inc.		-	125	-	125
	Extenway Solutions inc.		520	-	-	520
	Fonds Entrepia Nord, s.e.c. (Le)		305	-	-	305
	Global LVL inc.		191	-	245	436
	Groupe Domax inc.		-	163	54	217
	Groupe Minier CMAC - Thyssen Mining Group		-	213	518	731
	GSR Conception inc.		82	-	-	82
	H2O Innovation inc.		53	-	-	53
	Kanwal inc.		-	-	613	613
	LeddarTech inc.		317	-	-	317
	Logiciels Dynagram inc. (Les)		-	57	-	57
	Mayer Integration inc.		-	154	-	154
	Medicago inc.		403	-	-	403
	Microsystemes DOG inc (Cadens Imaging)		-	381	-	381
	Novidev Santé active inc.		-	272	-	272
	OptoSecurity inc.		-	101	-	101
	P.L.C. inc.		-	54	-	54
	Produits forestiers LAMCO inc.		311	-	-	311
	Rocmec Mining inc.		163	-	272	435
	Silicycle inc.		158	-	-	158
	Technologies Crysam inc.		-	136	-	136
	Tranzyme Pharma inc.		94	-	-	94
	TSO3 inc.		772	-	-	772
	VIMAC Early Stage Fund L.P.		725	-	-	725
	Wanted Technologies Inc.		851	-	-	851
			9,926	2,419	2,372	14,717
	Funds commited but not disbursed					11,920
	Total Desjardins - Innovatech S.E.C.					**26,637**

Capital régional et coopératif Desjardins

Index of the Company's share in investments made by specialized funds and partner funds, at cost (unaudited)

As at December 31, 2012

(in thousands of dollars)

Information from Annual Financial Report dated		Common and Preferred shares $	Loans and advances $	Total $
31-12-2012	**Novacap Technologies III, S.E.C. - Seven investments**	6 430	3 586	10 016

The seven investments are :

Chemical Computing Group inc.

Creaform inc.

iWeb Group inc.

PKW Holdings inc.

Stingray Digital Group inc.

Synergx Technologies inc.

Technomedia Holding Corporation inc.

This unaudited index provides details of investments made by specialized funds and partner funds in which Capital régional et coopératif Desjardins has invested more than $10 M and by partner funds, in which it holds an equity interest of more than or equal to 50%, that respect the criteria stated in the *Regulation respecting Development Capital Investment Fund Continuous Disclosure.*

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Desjardins
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