INDEPENDENT PRODUCTION FUND

ANNUAL REPORT











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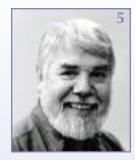
Board of Directors



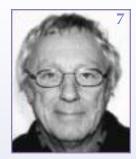












1. Charles Ohavon - President Charles Ohayon has worked in television, advertising and film since 1979. He produced commercials at Films 24 and feature films and TV series at Cléo 24 where he was President. From 1994 to 1998 he was the Director General of Programming (Television) for the Société Radio-Canada. He was a member of the Board of Directors of the APFTQ and the CTF as well as the Academy of Canadian Cinema and Television. In 2005, he took a one year mandate as General Manager to reorganize the operations of l'Institut national de l'image et du son. He is President of the board of directors of the Academy of Canadian Cinema and

Television- Quebec section.

2. Roman Melnyk - Vice President

Roman Melnyk is a lawyer and former television executive. Among other positions, he was formerly Vice President, Business Affairs at CTV and Network Program Director and Executive Director of Media Operations at the CBC.

3. Paul Gratton

Paul Gratton currently serves as Chair of the Canadian Television Fund. Formerly the Vice-President of Entertainment specialty channels for CHUM television. He currently sits on the Board of the Academy of Canadian Cinema and Television, having served four years as the organization's Chair. Paul has done five tours of duty on the Board of the Canadian Television Fund, sits on the Board of the First

Weekend Club and was previously the CEO of the Ontario Film Development Corporation.

4. Heather McGillivray

Heather McGillivray is a lawyer with experience in distribution and production as co-owner of Ironstar Communications. She also has experience in broadcasting as a former Vice President, Programming for Family Channel.

5. Peter Mortimer

Peter Mortimer, President of AVA Communications, is a writer/producer and international communications policy consultant. He sits on the Board of Directors of the Cogeco Program Development Fund as well as the Cogeco Selection Committee.

6. Denise Robert

Denise Robert, president of Cinémaginaire inc., is an Academy award-winning producer. She has produced some of Canada's most successful films such as Maurice Richard and The Barbarian Invasions. which won an Oscar for Best Foreign Language Film as well as over 37 awards around the world. She has been awarded numerous distinctions including "Chevalier" (France) of the Order of Arts and Literature by the French Minister of Culture and is a member of the Academy of Motion Picture Arts and Sciences (USA) and the BAFTA (UK).

7. Robert Roy

Robert Roy is a consultant to the television Industry. He was a member of the Board of Directors and Selection Committee of the Cogeco Program Development Fund from 1993 to 2006. He has occupied many different executive positions for a variety of film and television organizations and associations in Canada and internationally. He has been a member of the Board of Directors of the IPF since its inception in 1991 and was Vice-President for many years.

Administration and Overview



Andra Sheffer
Executive Director



Claire Dion
Associate Director



Charles ZamariaFinancial Director

Toronto Office

Carly McGowanProject Coordinator

Lisa Baylin Program Manager

Independent Production Fund

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Montréal Office

Joanne Duguay Coordinator

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Le fonds indépendant de production

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www.ipf.ca

What is it?

Production financing for dramatic television series and grants for professional development programs.

Who is it for?

Canadian independent producers with a private Canadian broadcaster first-window licence commitment.

What do you get?

Production financing for dramatic television series and grants for professional development programs.

How do you get it?

Application deadlines are March 15, May 1, and October 15 each year. The Board of Directors evaluates all eligible applications based on quality, creativity, business plans and financial viability.

Message from the President



It was with a big sigh of relief that we finally saw the end of 2008. The fluctuations in the financial markets and the global economic crisis gave us all a lot to worry about. With politicians, governments and economists running to the rescue, there is hope on the horizon. But, hope must be tempered with caution and prudence so that our industry can continue to benefit in the long-term from the many support programs that exist.

The Independent Production Fund was not exempt from the market fluctuations in 2008 and it saw the value of its endowment decrease significantly, particularly in the latter half of the year. Therefore the endowment will certainly generate less revenue for project funding in the coming year. We have advised producers that there will be tight times ahead, and we are very hopeful there will only be a short-term impact on the Fund's activities.

However, it is not all bleak news. The Independent Production Fund has managed to maintain and grow its endowment over the past 17 years while at the same time generating \$50 M in revenue

that has been invested in 223 dramatic series, pilots for series and professional development projects. In 2008, the IPF invested \$1.6 M in 11 series. An additional \$125,000 was granted to support ongoing industry trade organizations and their training and events such as those organized by the Academy of Canadian Cinema and Television's, the Alliance for Children and Television, INIS and the Canadian Film Centre, to name a few.

The IPF's other role providing administrative services for other independent Funds continues, with the management of the Cogeco Program Development Fund, the Bell Broadcast and New Media Fund, the new Canwest Alberta Fund, and the legacy of the CFCN Production Fund. We also appreciate the annual contributions of Mountain Cablevision that provides funding for at least one IPF-funded series each year.

My thanks goes to my colleagues on the Board of Directors who remain concerned and committed in these uncertain times. A special note of appreciation also goes to former Board member Paul Gratton who resigned his position during 2008 in order to take on the even greater challenges of the Chairmanship of the Canadian Television Fund. We welcome a very knowledgeable and experienced new Board member in 2009, Steve Ord. Thanks also to our dynamic teams in both the Toronto and Montreal offices.

I wish you all the best in the year ahead. It's the time to prove just how creative, inventive and collaborative you can be.

Charles Ohayon President

Statistics

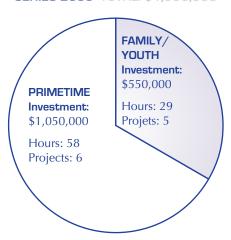
INVESTMENTS IN THE CANADIAN TELEVISION INDUSTRY					
	INVESTMENT (\$)		NUMBER OF PROJECTS		
Category	2008	1991-2008	2008	1991-2008	
Series	1,600,000	45,061,655 ⁽¹⁾	11	240 (2)	
Professional Development	138,000	3,710,625	11	289	
TOTAL	1,738,000	48,772,280	22	529	

- (1) Includes \$647,678 in funding for Pilots 1991-1998
- (2) Includes 17 pilots funded 1991-1998

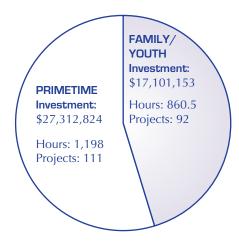
SERIES INVESTMENTS BY LANGUAGE					
	INVESTMENT (\$)		NUMBER OF PROJECTS		
Language	2008	1991-2008	2008	1991-2008	
English	1,000,000	28,393,226	7	139	
French	600,000	16,020,751	4	84	
TOTAL	1,600,000	44,413,977	11	223	

FAMILY/YOUTH DRAMA VS. PRIMETIME DRAMA

SERIES 2008 TOTAL: \$1,600,000



SERIES 1991-2008 TOTAL: \$44,413,977



FIRST WINDOW BROADCASTER OF IPF FUNDED SERIES (1991-2008)

Broadcaster	Number of projects
APTN	8
CFCF	5
CHUM	2
CTV	36
Family	15
Global	24
Groupe TVA	45
Séries+	1
Showcase	2
Teletoon	3
TMN	7
TQS	8
Treehouse	2
VRAK.TV	26
WIC/ITV	4
YTV	55

Statistics Cont'd

INVESTMENTS BY REGION (SERIES)

> 2008

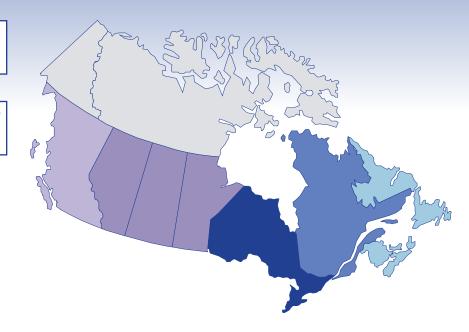
Investment: \$1,600,000

Number of projects: 11

1991-2008

Investment: \$44,413,977

Number of projects: 223



British Columbia

> \$200,00 Series:

\$4,200,35 Series: 2 Prairies

> \$100,000 Series: 1

\$3,969,396 Series: 25 Ontario

\$700,000 Series: 5

\$18,195,460 Series: 84 Quebec

\$600,000 Series: 4

\$16,948,768 Series: 89 Maritimes

> \$
Series:

\$1,100,000 Series: 4

Series



Connor Undercover

Connor Undercover I Inc. (Shaftesbury Films Inc. & Heroic Films)

13 x 30 minutes; Family Channel

Exec P: Christina Jennings, Scott Garvie,

John May, Suzanne Bolch

P: Suzanne French and Peter Meyboom

D: David Warry-Smith, Steve Wright, John May

Fifteen year-old Connor Hayes loves all things 'spy,' but for now, he just longs for excitement. Until an island nation's first daughter comes to live with Connor's family. Together they go about the business of being teenagers, while unravelling her mystery and fending off bad guys. Along the way they discover that opposites attract, debate is healthy, and most things in life are nothing like they seem.



Degrassi: The Next Generation, Cycle 8

Epitome Pictures Inc.

13 x 30 minutes; CTV

Exec P: Stephen Stohn, Linda Schuyler

P: Stephen Stohn, Linda Schuyler

D: Phil Earnshaw

Remaining true to the principles of Degrassi, this season focuses on timely issues, including video game addiction, incest, open adoption, religious persecution, bullying, and death of a sibling. Also, the ongoing presence of "Newly Graduated Classic" characters will be explored as they deal with the challenges of adulthood while also helping a new generation grow up.



Gentleman

Productions Gentilhomme (Duo Productions)

8 x 60 min.; Groupe TVA

P: Anne Boyer, Michel d'Astous

D: Louis Choquette

Double agent Louis Cadieux takes risks and plays with danger, and with the law. A tragic event shakes up his life when is own girlfriend is the victim of an inexplicable attack.

Series Cont'd



The Guard, Season II

Air Sea Productions II (BC) Inc. (Halifax Film & Brightlight Pictures)
9 x 60 minutes; Global
Exec P: Charles Bishop, Michael Donovan,
Raymond Storey, Stephen Hegyes,
Shawn Williamson
P: Cynthia Chapman
D: Ernie Barbarash, Lynne Stopkewich

This action series explores the lives of four 'rescue specialists', elite members of the coast guard. It is their job to reach the scene of disaster and bring back the survivors alive. These are the stories of the flawed, offbeat heroes whose greatest search may be for meaning in their own lives.



Il était une fois dans le trouble V

Zone 3-XXIII inc. 20 x 30 min.; VRAK.TV P: Jacques Payette D: Mark Soulard

Now in its fifth year of operation, there are new people in charge of the business. Deprived of his position as President thanks to a bad joke by his employees, Jon must hand over his position to Max, who has lots of trouble in his role as the boss. But, this new job is not his only problem.



Inuk III

Tube Nunavut inc. 13 x 30 min.; APTN, Télé-Québec, Knowledge Network et SCN

P: Roddy McManus, Dominique St-Louis D: François Brisson, Martin Bergeron

3D animation series for children 3-6 years old. At the heart of this series is lnuk, an eight year old boy with a wild imagination, living in a fictional Northern Canadian community. Destined to become a shaman, he discovers his powers such as his ability to talk to animals. Relationships between humans, nature and the environment are recurrent themes throughout the series.

Series Cont'd



The Line, Season II (Previously The Weight)

Richmond Street Films II Inc.

8 x 60 minutes; Movie Central, TMN

Exec P: Debbie Nightingale

P: Debbie Nightingale

D: Gail Harvey, Shawn Alex Thompson

Max and Donny are cops-turned-saboteurs. The stories push into new and exciting territory as Max and Donny creep higher up the pipeline as they try to destroy the drug business in their neighbourhood.



Murdoch Mysteries, Season II

Shaftesbury Murdoch II Inc.

13 x 60 minutes; Rogers Broadcasting Limited (City TV)

Exec P: Christina Jennings, Scott Garvie

P: Peter Mayboom

D: Don McBrearty, Paul Fox, and various

Set in 1895 Toronto, Murdoch Mysteries explores the intriguing world of William Murdoch, a handsome young detective using radical forensic techniques, like fingerprinting and trace evidence to solve some of the city's most gruesome murders. Though his unconventional approach is often ridiculed, Murdoch is often the only one who can crack the case.



Overruled! - Season II

Shaftesbury Overruled II Inc.

13 x 30 minutes; Family Channel

Exec P: Christina Jennings, Scott Garvie

P: Suzanne French

D: Paul Fox, Tony Poffandi, Marni Banack,

Jeff King, Mitch Ness

Overruled is a comedy about the trials of Josh "Coop" Cooper, a smooth-talking teen who puts his charm and principles to good use as the defence lawyer at his school's Youth Court. Students get to have their cases decided by a jury of their peers in the after-school court.

Series Cont'd



Les Soeurs Elliot II

Productions Soeurs Elliot II inc. 10 x 60 min.; Groupe TVA P: Anne Boyer, Michel d'Astous D: François Gingras

What will happen to the Elliot sisters this season? The disappearance of Gerry plunged the girls into danger and a brush with death. Will his presence amongst them be more reassuring? Will Gerry have a good and soothing effect on his three daughters?



Wapos Bay (Eps 20-26)

Wapos Bay Productions Inc.
7 x 30 minutes; APTN, SCN
Exec P: Anand Ramayya
P: Dennis Jackson, Melanie Jackson,
Anand Ramayya
D: Dennis Jackson, Melanie Jackson,
Treyor Cameron

This is a light hearted animated series about growing up in a remote Cree community. In Wapos Bay hunting and gathering and dog sledding are part of every day life but so are video games and TV. Guided by elders and extended family, these kids learn how to balance traditional ways with new ones.

Professional Development and Training

VVORKSHOPS TRADE FORUMS TELEVISION FESTIVALS SEMINARS

ACADEMY OF CANADIAN CINEMA AND TELEVISION

23rd Annual Gemini Awards 2008

November 28, 2008 Toronto, Ontario

23° Prix Gémeaux 2008

September 10 and 14, 2008 Montreal, Quebec

ALLIANCE FOR CHILDREN AND TELEVISION

Prix d'excellence francophone 2008

May 29, 2008 Montreal, Quebec

Conférence Média-Jeunes 2008

November 20 and 21, 2008 Montreal, Quebec

ATLANTIC FILM FESTIVAL

Strategic Partners

September 12 – 14, 2008 Halifax, Nova Scotia

CANADIAN FILM CENTRE

Prime Time Television Program 2008

September 2008 – February 2009 Toronto, Ontario

CANADIAN SCREEN TRAINING CENTRE

Summer Institute of Film and Television (SIFT) 2008

May 27, 2008 – June 1, 2008 Ottawa, Ontario

CREATIVE WOMEN WORKSHOPS ASSOCIATION

Women in the Director's Chair 2009

December 5, 2008 – February 1, 2009 Banff, Alberta & Vancouver, British Columbia

INIS (INSTITUT NATIONAL DE L'IMAGE ET DU SON)

Télésérie 2008: Maisons de carton

April 13 to June 17, 2008 Montreal, Quebec

Publication du guide: <Produire>

Winter 2009 Montreal, Quebec

VANCOUVER INTERNATIONAL FILM FESTIVAL

22nd Annual Vancouver Film and Television Forum

September 24 – 27, 2008 Vancouver, British Columbia

Canwest Alberta Fund

Overview

The Canwest Alberta Fund ("CAF") is administered as a Program of the Independent Production Fund. It was established by Canwest MediaWorks Inc. as a result of CRTC Decision 2007-168, to support Alberta's independent production community by financing the production of priority television programming produced by Alberta production companies for Canadian broadcasters. This \$10.5 million fund will be distributed as equity investments over seven years. The Fund operates under Managing Director Jane Bisbee, based in Edmonton.

Eligible projects include drama, documentaries, reality and lifestyle programming. Eligible applicants must be Alberta-based producers. A Selection Committee representing the industry recommends projects to be funded to the Board of Directors of the IPF, for final approval.

During its first complete year of operation, the Canwest Alberta Fund invested in over forty hours of new programming, ranging from documentaries, dramatic series and mini-series, to adventure programming, comedy and more. The CAF projects also brought a wide variety of broadcasters to the table, including CBC, Food Network Canada, Global, History Canada and APTN.

Productions

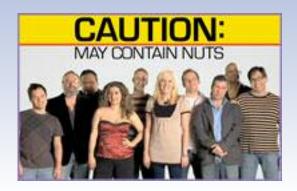




Burn Up
Seven24 Films
2 x 90 minutes; Global
Exec P: Tom Cox, Stephen Garrett
P: Jordy Randall, Christopher Hall, Alison Jackson
D: Omar Madha

Burn Up is a high-stakes conspiracy/political thriller set against the backdrop of the world's corrupt and violent oil industry and the desperate attempts of those trying to save the planet from global warming.

Canwest Alberta Fund Cont'd



Caution: May Contain Nuts

Mosaic Entertainment 6 x 30 minutes; APTN

Exec P: n/a

P: Camille Beaudoin, Chester Sit

D: Chester Sit

From the days of SCTV to the madness of the world's second biggest Fringe Festival, Edmonton has a long history of fabulous sketch comedy. Now a team of the city's finest comes together in a new ensemble series.



Family Restaurant (Season 3)

Anaid Productions

10 x 30 minutes; Food Network

Exec P: Margaret Mardirossian, David Way,

Helen Schmidt

P: Karen Redford

D: Sophie Madirossian, Neil Grahn, Connie Edwards

This popular series about running a restaurant by members of one family launches its third season with a twist – a new family! The flavour is Chinese, but the relationships between generations are just as engaging.



Fish Out Of Water

Joe Media Group

13 x 30 minutes; APTN

Exec P: Joe Novak, Katery Legault

P: Katery Legault, Neil Grahn

D: Neil Grahn

This series follows the adventures of stand-up comedian Don Kelly, as he tries to master his traditional native life skills. While he's made it in the white man's world, he's a 'fish out of water' in the world of Canada's first nations.

Canwest Alberta Fund Cont'd



Hitler's Stealth Bomber

Myth Merchant Productions 1 x 60 minutes; History Channel

Exec P: Carrie Gour

P: Carrie Gour, Michael Jorgensen

D: Michael Jorgensen

It's widely acknowledged that Germany won the 'aviation technology' battle in WW2, but could the German stealth aircraft have eluded Allied radar and changed the course of the war? Now, more than sixty years after the Horten flying wings first took to the air, this revolutionary aircraft will be put to the test.



Inuit Invasion

Clearwater Media 1 x 60 minutes; CBC

Exec P: Tom Radford, Michael Alder

P: Niobe Thompson
D: Tom Radford

Award-winning documentary maker Tom Radford joins with University of Alberta anthropologist Niobe Thompson to explore the intriguing tale of eradication of an Arctic First Nations people -- by another First Nation challenged by climate change.

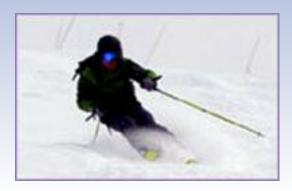


Mixed Blessings

Prairie Dog Productions 6 x 30 minutes; APTN P: Ron E. Scott D: Francis Damberger

This comedy series is set in Alberta's ultimate boomtown – Fort McMurray. A Ukrainian plumber and a Cree waitress, both widowed with kids, fall in love and set up a new family together – with some challenging results.

Canwest Alberta Fund Cont'd



Ride Guide Snow

Ride Guide Productions 13 x 30 minutes; Global Exec P: Kevin Pennock P: Kevin Pennock

D: Kevin Pennock

This ski and snowboard series is jam packed with action. It takes viewers around the world to chase the most remote and interesting rides on skis or boards.



Wild Roses

Seven24 Films

12 x 60 minutes; CBC

Exec P: Miranda de Pencier, Jordy Randall, Tom Cox

P: Jamie Paul Rock

D: Grant Harvey, Dean Bennett, Mike Clattenburg, Ken Girotti

This series is a Shakespearean tale of family loyalties, love, betrayal and alliances forged between two Southern Alberta cattle ranches. This new prime-time drama series is about a deep bond to the land and the lengths people will go to get, and keep, it in the family.