

Management Report of Fund Performance



COVINGTON VENTURE FUND INC.

Series VII Series IX
Series VIII Series IX-B
Series VIII-B

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This semi-annual management report of fund performance contains financial highlights but does not contain the semi-annual financial statements of the Covington Venture Fund Inc., Series VII, VIII, VIII-B, IX, IX-B (the “Fund”). You can obtain a copy of the semi-annual financial statements at your request, and at no cost, by calling 1-866-244-4714, by writing to us at Covington Capital Corporation, 36 Distillery Lane, Suite 440, Toronto, Ontario M5A 3C4 or by visiting our website at www.covingtonfunds.com or on SEDAR at www.sedar.com.

Shareholders may also contact us using one of these methods to request a copy of the Fund’s proxy voting policies and procedures.

FORWARD LOOKING STATEMENTS

This report may contain forward-looking statements about the Fund, its future performance, strategies or prospects, and possible future Fund actions. The words “anticipate”, “could”, “should”, “may”, “expect”, “believe”, “plan”, “intends”, “estimate”, “forecast”, “objective”, “would”; and similar expressions are intended to identify forward-looking statements.

Forward-looking statements involve inherent risks and uncertainties, both about the Fund and general economic factors. It is not possible to guarantee that future performance, predictions, forecasts, projections or other forward-looking statements will be achieved. Factors such as economic, political and market factors in Canada, the United States and internationally, interest and foreign exchange rates, global equity markets, business competition, technological changes, changes in laws and regulations, judicial or regulatory judgments, legal proceedings or catastrophic events could cause actual events or results to differ materially from those expressed or implied in any forward-looking statement made by the Fund. Please consider these and other pertinent factors before making any investment decisions and do not place undue reliance on forward-looking statements. All opinions contained in forward-looking statements are subject to change without notice.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

[in \$ thousands of Canadian dollars except for per share amounts, number of shares and percentages]

INVESTMENT OBJECTIVES AND STRATEGIES

Covington Venture Fund Series VII, formerly the Capital First Venture Fund Inc., was launched in February 2004 with the following investment objectives: (i) to realize long-term capital appreciation by investing in securities of community small business investment fund corporations ("CSBIFs"); and (ii) to return to investors an amount equal to the subscription price paid on or about June 1, 2016. On June 14, 2016 the Fund announced that the Manager was injecting funds to increase the net asset value per Class A share for Series VII to \$10 per share to meet the original investment objective of returning the original subscription amount to the Series VII shareholders. This price per share was maintained until August 31, 2016. While the CSBIF portions of Series VII have been wound up, the Fund manages a small number of eligible investments in emerging and potentially high-growth Canadian companies and continues to grow these investee businesses with a focus on liquidity given the overall mandate of the Fund.

On November 13, 2007, the articles of Covington Venture Fund were amended to create Class A Shares, Series VIII and Series IX respectively. These series were offered for sale until March 31, 2008 at a price of \$10 per share and again from October 16, 2008 to March 31, 2009 at the net asset value per share at date of issue. The investment objectives are: (a) to provide mezzanine investments in eligible businesses and (b) to return an amount equal to an investor's initial subscription on or about December 31, 2016 for the first offering of the Series VIII and IX shares or December 31, 2017 for the second offering.

Given the commonality of the investment objectives for each of the Series VII, VIII, and IX respectively, the Series were consolidated in February 2009 after receiving shareholder and regulatory approvals. The asset consolidation resulted in the Fund sharing a common pool of assets.

On January 6, 2006 Capital First Venture Fund Inc. ("CFVF") amalgamated with several other LSIFs to become CVF. Specifically, CFVF became CVF Series VII. On November 13, 2007 the articles of amalgamation of the Fund were amended to create and designate the share provisions for the Class A shares, Series VIII and Class A shares, Series IX. The investment objective for Series VIII and IX is to realize long-term capitalization on all or part of its investment portfolio; and to preserve and return an investor's initial subscription price paid for such Series VIII and Series IX shares on or about their capital repayment date. On February 18, 2009 Articles of Amendment were filed in order to amend certain definitions and share provisions relating to Class A Series VII, VIII and IX shareholders resulting in the forming of a larger pool of assets. This group represented a separate portfolio of assets under National Instrument 81-106 ("NI 81-106") which governs Investment Fund Continuous Disclosure Requirements.

On January 5, 2018, the Fund announced that it has met one of its investment objectives for Class A Shares, Series VIII and Series IX and will be in position to return investors' capital in an amount equal to or above the original subscription price paid for the above noted Class A Shares of the Fund as of February 2, 2018. The Fund has determined that the most efficient manner in which to affect this objective is through the Fund's normal redemption process. The Fund has been able to achieve this investment objective by way of the Manager waiving fees and injecting capital into the Fund. The Fund's Net Asset Value Per Share ("NAVPS") will be maintained at \$9.57 from February 2, 2018 until May 4, 2018 for the Class A Series VIII and IX shares purchased on or after October 16, 2008.

On January 31, 2017 the Fund made a similar announcement that affected Class A shares for CVF Series VIII and Series IX shareholders who purchased shares before May 1, 2008. In order to facilitate such a process, CVF Series VIII and Series IX were subdivided into CVF Series VIII, Series VIII-B, Series IX and Series IX-B respectively wherein the subcategory B shares represented units issued before May 1, 2008 while the remainder were issued after such date. These shares, the CVF Series VIII-B and Series IX-B, were priced at \$10 per share for the period from March 2, 2017 to June 3, 2017.

RISK FACTORS

The Fund is suitable for investors with a longer-term investment focus and higher risk tolerance as discussed in the Fund's Annual Information Form dated October 20, 2017.

Approximately 80% of the Fund's net assets attributable to holders of redeemable units at January 31, 2018 is held in cash.

The Fund's venture portfolio consists of 2 investments in privately held companies for for which there is no readily available exit market. The impact to the portfolio is tighter liquidity and estimation in the valuation process. The process of valuing venture investments for which no published market exists is subject to inherent uncertainties and the resulting values may differ from values which would have been ascribed had a ready market existed for those investments. This is valuation risk as described in the Fund's financial statements.

Investors who purchase LSIFs are required to hold their investment for eight years in order to retain the tax credits that were offered by the provincial and federal governments. If all shareholders were to redeem their shares at the same time, the Fund may need to liquidate investments at lower values than currently ascribed and shareholders may not receive the posted Net Asset Value ("NAV"). In any financial year, the Fund is not obligated to redeem greater than 20% of the NAV of the Fund.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

[in \$ thousands of Canadian dollars except for per share amounts, number of shares and percentages]

RISK FACTORS - Continued

In order to help meet the investment objectives of the Fund, certain of the original proceeds of sale of Class A Shares were set aside into long-term bonds which matured in 2016. The proceeds of these bonds are now held in cash. The Fund was closed to new subscriptions after the 2009 RSP season; as such the Fund is dependent upon its remaining cash balance and the performance of its portfolio in order to meet its investment objectives. There is no guarantee that the objective of returning the original subscription price can be met.

RESULTS OF OPERATIONS

The net assets attributable to holders of redeemable shares as at January 31, 2018 was \$6,768. Overall, net assets have decreased by \$1,111 since its July 2017 fiscal year end and is comprised of \$928 of redemptions and \$183 in expenses. Redemptions during the period have decreased from the period ended January 31, 2017 given that 2017 was the expiry period of the eight year hold period on the Class A shares, Series VIII-B and Series IX-B.

In order to address the Fund's capital repayment dates for Class A shares, Series VIII and Series IX, management is accruing but not collecting fees on these Series in an effort to maintain liquidity within the Fund. Management is also prepared to support the capital repayment objective for these Series' for the period from February 2, 2018 to May 4, 2018 by injecting capital to maintain, if necessary, the net asset value of Class A Shares Series VIII and Series IX at \$9.57. After May 4, 2018, the net asset value of those Series' will float freely without any additional support from the Manager. In the event that an investor chooses not to redeem, or to redeem a portion of their investment, the Fund will continue to invest the remainder of their investment in accordance with its investment strategy.

Net asset based expenses have decreased in proportion to the decrease in assets under management, however, to the extent that the net assets of the remaining Series within Covington Venture Fund may decline at a faster rate, this Fund's proportionate share of fixed costs may increase.

To that end, the 2018 annualized combined Series' management expense ratio is 5.12% representing an increase from the fiscal 2017 management expense ratio before management fee recovery of 4.52%. The increase in the MER is being driven by expenses of the Fund being spread over a declining asset base. See Ratios and Supplemental Data for an exact breakdown by Series.

No new or follow-on venture investments were completed or realized during the year.

RECENT DEVELOPMENTS**Fund Liquidity**

The Fund has liquidity as at January 31, 2018 of \$5,423 or approximately 73% of total assets held in cash.

On January 5, 2018, the Fund announced that it has met one of its investment objectives for Class A Shares, Series VIII and Series IX and will be in position to return investors' capital in an amount equal to or above the original subscription price paid for the above noted Class A Shares of the Fund as of February 2, 2018. The Fund has been able to achieve this investment objective by way of the Manager waiving fees and injecting capital into the Fund. The Fund's Net Asset Value Per Share ("NAVPS") will be maintained at \$9.57 from February 2, 2018 until May 4, 2018 for the Class A Series VIII and IX shares purchased on or after October 16, 2008.

While the Manager continues to work towards the Fund's objectives, there is no guarantee that the objective of returning the original subscription price can be met for the Series VIII and Series XI however, similar to the remaining Series (Class A Shares, Series VII, Series VIII-B and Series IX-B), shareholders will be given the opportunity to place redemptions through the normal redemption process.

Subsequent Event

On February 2, 2018, the Manager waived \$407 in management fees and injected \$253 into the Fund in order to increase the net asset value of Series VIII and Series IX to \$9.57 per share.

RELATED PARTY TRANSACTIONS

The Manager and Sponsor are deemed to be related parties to the Fund. During the period, the Fund accrued \$46 in Management fees payable to the Manager and paid \$2 in Sponsor fees to the Sponsor. No other fees were paid or payable to related parties except for reimbursement of any expenses on account of the Fund which may have been otherwise paid by the Manager on the Fund's behalf. See Note 9 in the Fund's 2018 interim financial statements.

COVINGTON VENTURE FUND INC.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

[in \$ thousands of Canadian dollars except for per share amounts, number of shares and percentages]

FINANCIAL HIGHLIGHTS

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance.

FUND'S NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS

SERIES VII	Period ended January 31, 2018	Year ended July 31, 2017	Year ended July 31, 2016	Year ended July 31, 2015	Year ended July 31, 2014	Year ended July 31, 2013 ⁽³⁾
Net assets attributable to holders of redeemable units, beginning of year ⁽¹⁾ ⁽²⁾	\$ 9.61	\$ 10.00	\$ 8.05	\$ 8.36	\$ 8.50	\$ 8.63
Increase (decrease) from operations:						
Total revenue	-	0.17	0.35	0.37	0.43	0.34
Total expenses	(0.26)	(0.42)	1.73	(0.32)	(0.36)	(0.30)
Realized gain (loss) on investments	-	(0.04)	0.03	-	0.02	0.16
Unrealized gain (loss) on investments	-	(0.12)	(0.23)	(0.45)	(0.31)	(0.32)
Total increase (decrease) from operations ⁽²⁾	(0.26)	(0.40)	1.88	(0.40)	(0.22)	(0.12)
Net assets attributable to holders of redeemable units, end of year ⁽¹⁾ ⁽²⁾	\$ 9.35	\$ 9.61	\$ 10.00	\$ 8.05	\$ 8.36	\$ 8.50
SERIES VIII						
Net assets attributable to holders of redeemable units, beginning of year ⁽¹⁾ ⁽²⁾	\$ 8.57	\$ 8.94	\$ 9.25	\$ 9.74	\$ 10.03	\$ 10.32
Increase (decrease) from operations:						
Total revenue	-	0.20	0.38	0.43	0.46	0.41
Total expenses	(0.21)	(0.40)	(0.48)	(0.50)	(0.52)	(0.49)
Realized gain (loss) on investments	-	(0.02)	0.03	-	0.02	0.16
Unrealized gain (loss) on investments	-	(0.06)	(0.24)	(0.44)	(0.25)	(0.36)
Total increase (decrease) from operations ⁽²⁾	(0.21)	(0.28)	(0.31)	(0.51)	(0.29)	(0.28)
Net assets attributable to holders of redeemable units, end of year ⁽¹⁾ ⁽²⁾	\$ 8.35	\$ 8.57	\$ 8.94	\$ 9.25	\$ 9.74	\$ 10.03
SERIES VIII-B ⁽⁴⁾						
Net assets attributable to holders of redeemable units, beginning of year ⁽¹⁾ ⁽²⁾	\$ 9.93	\$ 8.94				
Increase (decrease) from operations ⁽⁵⁾ :						
Total revenue	-	0.01				
Total expenses	(0.27)	1.82				
Realized gain (loss) on investments	-	(0.04)				
Unrealized gain (loss) on investments	-	(0.14)				
Total increase (decrease) from operations ⁽²⁾ / ⁽⁵⁾	(0.27)	1.65				
Net assets attributable to holders of redeemable units, end of year ⁽¹⁾ ⁽²⁾	\$ 9.68	\$ 9.93				
SERIES IX						
Net assets attributable to holders of redeemable units, beginning of year ⁽¹⁾ ⁽²⁾	\$ 8.34	\$ 8.69	\$ 9.05	\$ 9.57	\$ 9.89	\$ 10.21
Increase (decrease) from operations:						
Total revenue	-	0.18	0.37	0.42	0.45	0.38
Total expenses	(0.21)	(0.38)	(0.52)	(0.53)	(0.54)	(0.53)
Realized gain (loss) on investments	-	(0.02)	0.03	-	0.02	0.16
Unrealized gain (loss) on investments	-	(0.07)	(0.24)	(0.39)	(0.22)	(0.29)
Total increase (decrease) from operations ⁽²⁾	(0.21)	(0.29)	(0.36)	(0.50)	(0.29)	(0.28)
Net assets attributable to holders of redeemable units, end of year ⁽¹⁾ ⁽²⁾	\$ 8.14	\$ 8.34	\$ 8.69	\$ 9.05	\$ 9.57	\$ 9.89

COVINGTON VENTURE FUND INC.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

[in \$ thousands of Canadian dollars except for per share amounts, number of shares and percentages]

FUND'S NET ASSETS ATTRIBUTABLE TO HOLDERS OF REDEEMABLE UNITS - *Continued*

SERIES IX-B (4)	Period ended January 31, 2018	Year ended July 31, 2017
Net assets attributable to holders of redeemable units, beginning of year (1) (2)	\$ 9.94	\$ 8.69
Increase (decrease) from operations (5):		
Total revenue	-	0.01
Total expenses	(0.25)	2.72
Realized gain (loss) on investments	-	(0.05)
Unrealized gain (loss) on investments	-	(0.15)
Total increase (decrease) from operations (2) (5)	(0.25)	2.54
Net assets attributable to holders of redeemable units, end of year (1) (2)	\$ 9.69	\$ 9.94

(1) This information is derived from the Fund's audited annual financial statements and the most recent interim statements. The net assets per security presented in the financial statements may differ from the asset value calculated for fund pricing purposes.

(2) Net assets are based on the actual number of shares outstanding as at the stated dates. The increase/(decrease) from operations is based on the weighted average number of shares outstanding over the fiscal period.

(3) Historical figures are based on Canadian GAAP.

(4) In February 2017, CVF Series VIII and Series IX were subdivided into CVF Series VIII, Series VIII-B, Series IX and Series IX-B respectively wherein the subcategory B shares represented units issued before May 1, 2008 while the remainder were issued after such date. Therefore, for prior years' comparative information for (1) Class A Shares, Series VIII-B, see data for Class A Shares, Series VIII and (2) for Class A Shares, Series IX-B comparatives, see data for Class A Shares, Series IX.

(5) This information is from the period February 24, 2017 to July 31, 2017.

RATIOS AND SUPPLEMENTAL DATA

SERIES VII	Period ended January 31, 2018	Year ended July 31, 2017	Year ended July 31, 2016	Year ended July 31, 2015	Year ended July 31, 2014	Year ended July 31, 2013
Total net assets attributable to holders of redeemable units (1)	\$ 1,395	\$ 1,520	\$ 2,096	\$ 2,657	\$ 3,354	\$ 4,463
Number of shares outstanding	149,259	158,173	209,601	330,120	401,356	525,122
Management expense ratio (2)	5.43%	4.26%	-20.93%	3.91%	3.84%	3.48%
Management expense ratio before IPA (2)	5.43%	4.26%	-20.93%	3.91%	3.84%	3.63%
Management expense ratio before management fee recovery (2)	5.43%	4.67%	3.81%	3.91%	3.84%	3.63%
Portfolio turnover rate (3)	-	-	-	-	-	18.99%
Trading expense ratio (4)	-	-	-	-	-	-
Net assets attributable to holders of redeemable units per unit	\$ 9.35	\$ 9.61	\$ 10.00	\$ 8.05	\$ 8.36	\$ 8.50
SERIES VIII						
Total net assets attributable to holders of redeemable units (1)	\$ 823	\$ 938	\$ 3,019	\$ 3,827	\$ 4,058	\$ 4,238
Number of shares outstanding	98,544	109,455	377,783	413,875	416,664	422,353
Management expense ratio (2)	4.29%	4.47%	5.25%	5.30%	5.18%	4.79%
Management expense ratio before IPA (2)	4.29%	4.47%	5.25%	5.30%	5.18%	4.91%
Management expense ratio before management fee recovery (2)	4.29%	4.47%	5.25%	5.30%	5.18%	4.91%
Portfolio turnover rate (3)	-	-	-	-	-	18.99%
Trading expense ratio (4)	-	-	-	-	-	-
Net assets attributable to holders of redeemable units per unit	\$ 8.35	\$ 8.57	\$ 8.94	\$ 9.25	\$ 9.74	\$ 10.03

COVINGTON VENTURE FUND INC.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

[in \$ thousands of Canadian dollars except for per share amounts, number of shares and percentages]

RATIOS AND SUPPLEMENTAL DATA - Continued

SERIES VIII-B (5)	Period ended January 31, 2018	Year ended July 31, 2017	Year ended July 31, 2016	Year ended July 31, 2015	Year ended July 31, 2014	Year ended July 31, 2013
Total net assets attributable to holders of redeemable units (1)	\$ 453	\$ 513				
Number of shares outstanding	46,807	51,650				
Management expense ratio (2)	5.53%	-18.73%				
Management expense ratio before IPA (2)	5.53%	-18.73%				
Management expense ratio before management fee recovery (2)	5.53%	5.10%				
Portfolio turnover rate (3)	-	-				
Trading expense ratio (4)	-	-				
Net assets attributable to holders of redeemable units per unit	\$ 9.68	\$ 9.93				

SERIES IX

Total net assets attributable to holders of redeemable units (1)	\$ 3,063	\$ 3,635	\$ 9,350	\$ 12,141	\$ 12,931	\$ 13,549
Number of shares outstanding	376,419	435,852	1,076,089	1,341,892	1,351,290	1,369,763
Management expense ratio (2)	5.02%	4.44%	5.85%	5.71%	5.54%	5.18%
Management expense ratio before IPA (2)	5.02%	4.44%	5.85%	5.71%	5.54%	5.31%
Management expense ratio before management fee recovery (2)	5.02%	4.44%	5.85%	5.71%	5.54%	5.31%
Portfolio turnover rate (3)	-	-	-	-	-	18.99%
Trading expense ratio (4)	-	-	-	-	-	-
Net assets attributable to holders of redeemable units per unit	\$ 8.14	\$ 8.34	\$ 8.69	\$ 9.05	\$ 9.57	\$ 9.89

SERIES IX-B (5)

Total net assets attributable to holders of redeemable units (1)	\$ 1,034	\$ 1,273
Number of shares outstanding	106,729	128,082
Management expense ratio (2)	5.02%	-29.43%
Management expense ratio before IPA (2)	5.02%	-29.43%
Management expense ratio before management fee recovery (2)	5.02%	4.55%
Portfolio turnover rate (3)	-	-
Trading expense ratio (4)	-	-
Net assets attributable to holders of redeemable units per unit	\$ 9.69	\$ 9.94

(1) This information is provided as at the dates shown.

(2) Management expense ratio includes all fees, expenses, capital taxes, and HST and the Manager's contingent IPA and is expressed as an annualized percentage of the average net assets administered during the period. IPA is the determination of the bonus that would be payable to the Manager if the Fund were to dispose of its venture investment at its carrying value as at the dates shown. The Manager is entitled to this bonus only upon realization of certain conditions as outlined in the Fund's prospectus and/or annual information form.

(3) The Fund's portfolio turnover rate indicates how active the Fund's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the period. The higher a fund's portfolio turnover rate in a period, the greater the trading costs payable by the fund in the period, and the greater the chance of an investor receiving taxable capital gains in the period. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

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

(5) In February 2017, CVF Series VIII and Series IX were subdivided into CVF Series VIII, Series VIII-B, Series IX and Series IX-B respectively wherein the subcategory B shares represented units issued before May 1, 2008 while the remainder were issued after such date. Therefore, for prior years' comparative information for (1) Class A Shares, Series VIII-B, see data for Class A Shares, Series VIII and (2) for Class A Shares, Series IX-B comparatives, see data for Class A Shares, Series IX.

COVINGTON VENTURE FUND INC.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

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MANAGEMENT FEES

The Manager is responsible for directing the business, operations and affairs of the Fund and for implementing the investment strategy, monitoring the Fund's investments and providing management assistance to portfolio companies. Because the portfolio companies of the Fund are generally small in size and at an earlier stage of development relative to conventional mutual funds, the Fund requires a greater level of management involvement in the analysis, monitoring support and development activities.

The Manager uses its management fees to finance its operations as follows: 98% for general administration over the affairs of the Fund including implementation of the Fund's investment strategy, portfolio management and monitoring, retaining and supervising service providers and managing the overall business affairs of the Fund; and 2% for the implementation of communications, sales, marketing, and distribution strategies of the Fund. Over time, the allocation of management resources has increased for Fund investment and portfolio management relative to marketing and distribution.

The Fund pays annual fees of 1.25% of the net asset value of the Fund for these management fees.

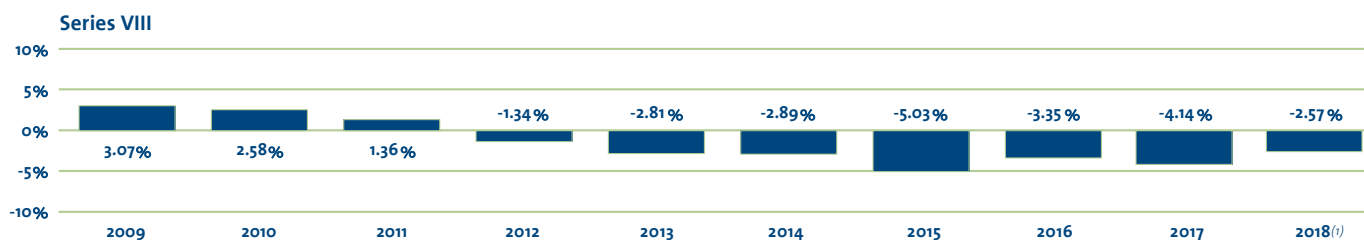
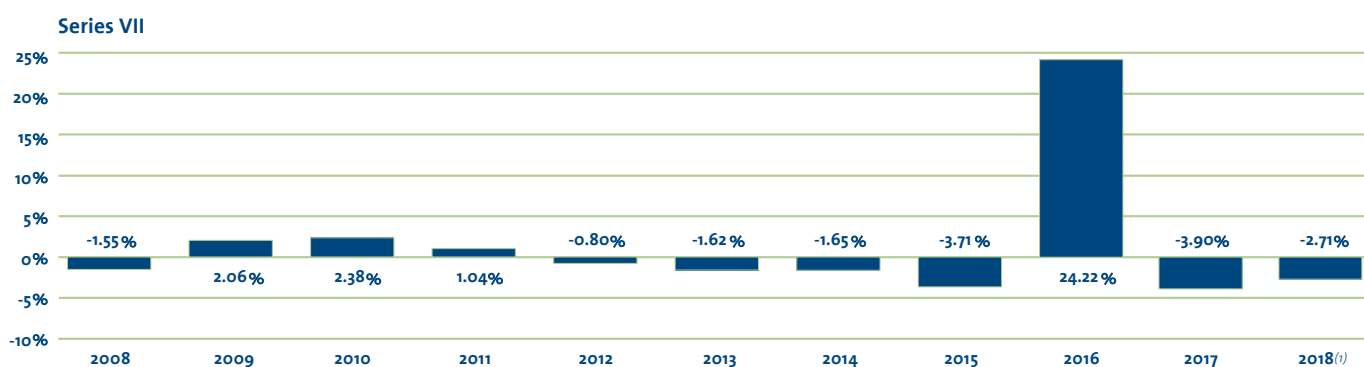
The Fund's MER consists of all of its operating expenses, including sales commissions, certain ongoing marketing costs of the Fund, audit and legal expenses, fees paid to any independent valuator, IPA (if any), and certain consultancy costs. The largest component of the MER are fees that are calculated as a percentage of the NAV of the Fund and these fees are the Management fees, the Dealer Service fees, the Sponsor's fees and the Transfer Agent's fees. For a summary of these fees, please see Note 8 to the Fund's interim financial statements.

PAST PERFORMANCE

The performance information shown does not take into account sales, redemption, distribution or other optional charges that would have reduced returns on performance. The Series' past performance is no guarantee of how it will perform in the future.

Year by Year Non-Cumulative Returns

The following chart shows how the performance of each series of Class A Shares of the Fund has varied year to year. It also shows, in percentage terms, how an investment made in the Fund would have increased or decreased over the Fund's reporting period.

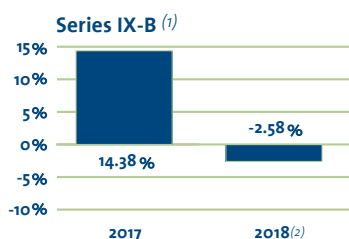
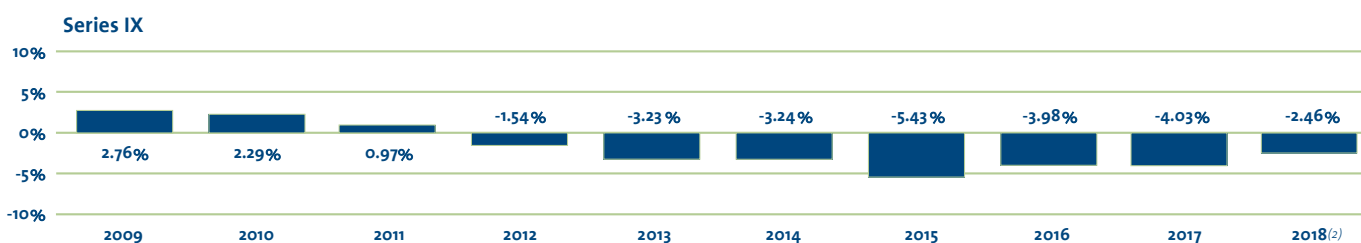
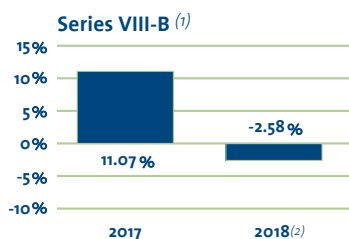


(1) For the six month period ended January 31, 2018.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

[in \$ thousands of Canadian dollars except for per share amounts, number of shares and percentages]

PAST PERFORMANCE - Continued



(1) In February 2017, CVF Series VIII and Series IX were subdivided into CVF Series VIII, Series VIII-B, Series IX and Series IX-B respectively wherein the subcategory B shares represented units issued before May 1, 2008 while the remainder were issued after such date. Therefore, for prior years' comparative information for (1) Class A Shares, Series VIII-B, see data for Class A Shares, Series VIII and (2) for Class A Shares, Series IX-B comparatives, see data for Class A Shares, Series IX.

(2) For the six month period ended January 31, 2018.

COVINGTON VENTURE FUND INC.

CLASS A SHARES, SERIES VII, VIII, VIII-B, IX, IX-B

[in \$ thousands of Canadian dollars except for per share amounts, number of shares and percentages]

SUMMARY OF INVESTMENT PORTFOLIO

Below is a summary of the Fund's portfolio as at January 31, 2018. This is a summary only and may change due to ongoing portfolio activity in the Fund. See the Statement of Investment Portfolio in the financial statements for a complete listing.

Stage of development	Number of companies	Cost of investments \$	% Total venture investments at cost %	Fair value of investments \$	% Total venture investments at fair value %
Start-Up/Early	1	815	29.2	-	-
Expansion	1	1,975	70.8	1,975	100.0
	2	2,790	100.0	1,975	100.0
Industry class					
Manufacturing	1	1,975	70.8	1,975	100.0
Technology	1	815	29.2	-	-
	2	2,790	100.0	1,975	100.0
Composition of net assets				Fair value of investments \$	% of net assets %
Cash and other assets, net of liabilities				4,793	70.8
Venture investments				1,975	29.2
Net assets				6,768	100.0

TOP HOLDINGS ⁽¹⁾

	Debt at cost \$	Equity at cost \$	Total at cost \$
Venture investments			
Mist Mobility Integrated Systems Technology Inc.	1,975	-	1,975
WireE Holdings International Inc.	-	815	815

⁽¹⁾ Excluding cash

Fund Symbols*

Series VII CIG462
Series VIII CIG465
Series VIII-B CIG465
Series IX CIG466
Series IX-B CIG466

** All Series closed to new purchases*

**Fund Manager
and Advisor**

Covington Capital Corporation
36 Distillery Lane, Suite 440
Toronto, ON M5A 3C4

Sponsor

Canadian Federal Pilots Association
350 Sparks Street, Suite 400
Ottawa, ON K1R 7S8

Auditor

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**Transfer Agent
and Registrar**

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