Performa Liquid Assets Fund Ltd.

Financial Statements and Independent Auditors' Report

December 31, 2010



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INDEPENDENT AUDITORS' REPORT

To the Shareholders and Board of Directors of Performa Liquid Assets Fund Ltd.

We have audited the accompanying financial statements of Performa Liquid Assets Fund Ltd. (the "Fund"), which comprise the statement of net assets, including the schedule of investments, as at December 31, 2010, and the related statements of operations and changes in net assets for the year then ended.

Management responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in Canada and Bermuda, 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 audit. We conducted our audit in accordance with auditing standards generally accepted in Bermuda and Canada. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement.

An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' 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 auditors consider internal control relevant to the Fund'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 Fund's internal control. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

Opinion

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Fund as at December 31, 2010 and the results of its operations and changes in its net assets for the year then ended in accordance with accounting principles generally accepted in Bermuda and Canada.

Delo: He + Touche Ltd.

March 31, 2011

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PERFORMA LIQUID ASSETS FUND LTD. STATEMENT OF NET ASSETS

as at December 31, 2010 (*Expressed in U.S. dollars*)

ASSETS	2010	2009
Investments at fair value (amortized cost: \$143,266,726 and \$146,376,578) Cash Accounts receivable Prepaid expenses	\$ 143,266,726 68,524 45,644 36,269 143,417,163	\$ 146,376,578 9,953 45,644 43,314 146,475,489
LIABILITIES		
Accounts payable and accrued expenses Management fees payable	62,595 16,457	77,641
	79,052	96,838
NET ASSETS	\$ 143,338,111	\$ 146,378,651
Class A Shares issued and outstanding (Note 3)	143,338,111	146,378,651
Net Asset Value per Class A Shares	\$ 1.00	\$ 1.00

Approved on behalf of the Board:

Hugh Barit Director Shawn Murphy Director

The accompanying notes form an integral part of these statements

as at December 31, 2010 (*Expressed in U.S. dollars*)

Investments

Nominal **Fixed Income Securities** Fair Value 2.000.000 \$ 1.999.940 Abbev National North America LLC CP 0.18% 1/7/11 2,000,000 Abbey National North America LLC CP 0.25% 1/7/11 1,999,917 5,000,000 Alliance Bernstein LP CP 0.22% 1/14/11 4,999,603 ANZ National Ltd. CP 0.25% 1/4/11 584.000 583.988 4.000.000 ANZ National Ltd. CP 0.25% 1/4/11 3.999.917 5,000,000 Atlantis One Funding CP 0.25% 2/4/11 4,998,819 1,000,000 Bank of America Corporation CP 0.21% 1/10/11 999,948 Bank of America Corporation CP 0.21% 1/10/11 2,800,000 2,799,853 Bank of Montreal CP 0.21% 1/4/11 4,000,000 3,999,930 4,000,000 Banque et Caisse Epargne CP 0.22% 1/11/10 3,999,756 Barclays US Funding LLC CP 0.23% 1/3/11 3.000.000 2.999.962 1,500,000 BASF AG CP 0.20% 1/18/11 1,499,858 Canadian Wheat Board CP 0.17% 1/4/11 3,000,000 2,999,958 1,000,000 Commerzbank US Finance CP 0.3% 1/7/11 999,950 Commerzbank US Finance CP 0.3% 1/7/11 500,000 499,975 1,200,000 Deutsche Bank Finance LLC CP 0.23% 1/3/11 1,199,985 3,000,000 Deutsche Bank Finance LLC CP 0.23% 1/7/11 2,999,885 European Investment Bank CP 0.22% 1/24/11 250,000 249,965 European Investment Bank CP 0.23% 1/4/11 4,000,000 3,999,923 1,000,000 Export Development Canas CP 0.2% 1/5/11 999.978 4,000,000 FCAR Owner Trust 1 CP 0.25% 1/3/11 3,999,944 1,050,000 Franklin Resources Inc. CP 0.2% 1/14/11 1,049,924 3,125,000 Franklin Resources Inc. CP 0.2% 1/14/11 3,124,774 5,000,000 General Re Corporation CP 0.2% 1/6/11 4,999,859 684,000 JP Morgan Chase Bank CP 0.25% 1/11/11 683,953 JP Morgan Chase Bank CP 0.25% 2/28/11 661,000 660,734 4,000,000 KFW CP 0.2% 1/14/11 3,999,711 300,000 Louis Dreyfus Corporation CP 0.22% 1/3/11 299.996 2,000,000 Louis Dreyfus Corporation CP 0.25% 1/3/11 1,999,972 2,000,000 Louis Dreyfus Corporation CP 0.3% 1/24/11 1,999,617 500,000 Matchpoint Master Trust CP 0.25% 1/20/11 499,934 1,500,000 Matchpoint Master Trust CP 0.25% 1/20/11 1,499,802 Matchpoint Master Trust CP 0.25% 1/20/11 2.500.000 2,499,670 Matchpoint Master Trust CP 0.25% 1/20/11 200.000 199.974 2,000,000 National Australia Funding CP 0.24% 2/1/11 1,999,587 1.400.000 Network Rail Infrastructure CP 0.22% 1/24/10 1.399.803 1,000,000 New Jersey Natural Gas CP 0.21% 1/19/11 999.895 1,100,000 New Jersey Natural Gas CP 0.22% 1/19/11 1,099,879

as at December 31, 2010 (*Expressed in U.S. dollars*)

Investments (cont'd)

Nominal	Fixed Income Securities	Fair Value
4,055,000	Nordea North America Inc. CP 0.25% 1/7/11	\$ 4,054,831
3,000,000	Novartis Finance Corporation CP 0.19% 1/10/11	2,999,858
1,000,000	NRW Bank CP 0.24% 1/11/11	999,933
2,000,000	NRW Bank CP 0.24% 1/19/11	1,999,760
500,000	NRW Bank CP 0.25% 2/18/11	499,833
500,000	NRW Bank CP 0.26% 1/4/11	499,989
4,000,000	Oesterreich Kontrollbank CP 0.24% 1/19/11	3,999,520
450,000	Oesterreich Kontrollbank CP 0.25% 1/19/11	449,944
3,000,000	Old Line Funding LLC CP 0.23% 1/31/11	2,999,425
1,200,000	Old Line Funding LLC CP 0.23% 1/4/11	1,199,977
1,000,000	Paccar Financial Corporation CP 0.19% 1/7/11	999,968
500,000	Paccar Financial Corporation CP 0.20% 1/18/11	499,953
500,000	Quebec Province CP 0.19% 1/28/11	499,929
3,500,000	Scaldis Capital LLC CP 0.27% 1/4/11	3,499,921
725,000	Scaldis Capital LLC CP 0.28% 1/06/11	724,972
100,000	Scaldis Capital LLC CP 0.28% 1/10/11	99,993
700,000	Scaldis Capital LLC CP 0.27% 1/10/11	699,953
2,044,000	Schlumberger Technology CP 0.2% 1/18/11	2,043,807
750,000	Schlumberger Technology CP 0.21% 2/3/11	749,856
5,000,000	Scotiabanc Inc. CP 0.2% 1/7/11	4,999,833
2,000,000	Scotiabanc Inc. CP 0.21% 1/14/11	1,999,848
950,000	Solitaire Funding LLC CP 0.29% 2/14/11	949,663
2,500,000	Solitaire Funding LLC CP 0.3% 2/14/11	2,499,083
800,000	Solitaire Funding LLC CP 0.28% 1/25/11	799,851
4,800,000	Surrey Funding Corporation CP 0.25% 1/10/11	4,799,700
1,000,000	Toyota Motor Credit Corporation CP 0.21% 1/6/11	999,971
2,000,000	Toyota Motor Credit Corporation CP 0.22% 1/18/11	1,999,792
7,000,000	Triparty Repo CP 0.4% 1/3/11	849,864
3,000,000	Westpac Securities NZ Limited CP 0.24% 1/6/11	2,999,900
1,000,000	Westpac Securities NZ Limited CP 0.25% 2/2/11	999,778
1,000,000	Westpac Securities NZ Limited CP 0.25% 1/19/11	999,875

\$ 143,266,726

as at December 31, 2009 (*Expressed in U.S. dollars*)

Investments

Nominal	Fixed Income Securities		Fair Value
4,000,000	Alliance Bernstein LP CP 0.21% 1/6/10	\$	3,999,883
1,000,000	ANZ National Ltd. CP 0.15% 2/22/10	+	999,783
800,000	Atlantis One Funding CP 0.19% 1/27/10		799,890
5,000,000	Australia & New Zealand Banking Group CP 0.2% 1/4/10		4,999,917
400,000	Bank of Ireland CP 0.3% 1/14/10		399,957
250,000	Bank of Ireland CP 0.45% 1/14/10		249,959
5,590,000	Bank of Ireland / Gov & Co. CP 0.2% 1/14/10		5,589,596
1,300,000	Bank of Ireland CP 0.45% 1/20/10		1,299,691
2,835,000	Caisse D'Amortissement CP 0.12% 1/21/10		2,834,811
400,000	Caisse D'Amortissement CP 0.13% 2/2/10		399,954
250,000	Caisse D'Amortissement CP 0.15% 1/8/10		249,993
400,000	CBA (Delaware) Finance Corporation CP 0.15% 1/8/10		399,988
1,000,000	CBA (Delaware) Finance Corporation CP 0.21% 1/13/10		999,930
1,150,000	Danske Corporation CP 0.16% 1/15/10		1,149,928
4,000,000	Deutsche Bank Finance LLC CP 0.17% 1/20/10		3,999,641
5,100,000	DNB NOR Bank ASA CP 0.21% 1/11/10		5,099,703
2,000,000	Erasmus Capital Corporation CP 0.22% 1/4/10		1,999,963
1,000,000	Erasmus Capital Corporation CP 0.22% 1/6/10		999,969
1,700,000	Erasmus Capital Corporation CP 0.24% 2/2/10		1,699,637
4,000,000	FCAR Owner TR CP 0.3% 2/1/10		3,998,967
4,800,000	FCAR Owner TR CP 0.42% 2/1/10		4,798,264
1,700,000	FPL Group Capital Inc. CP 0.11% 1/14/10		1,699,932
5,000,000	Franklin Resources Inc. CP 0.15% 1/12/10		4,999,771
4,000,000	Great West Life & Annuity CP 0.2% 1/11/10		3,999,778
300,000	Great West Life & Annuity CP 0.25% 1/11/10		299,979
3,000,000	HSBC Finance Corporation CP 0.15% 1/14/10		2,999,838
4,350,000	Intesa Fund LLC CP 0.16% 1/11/10		4,349,807
800,000	Irish Life & Permanent CP 0.4% 1/5/10		799,964
1,000,000	Irish Life & Permanent CP 0.45% 1/19/10		999,775
797,000	JP Morgan & Company CP 0.15% 3/1/10		796,804
431,000	JP Morgan & Company CP 0.15% 2/17/10		430,916
505,000	Los Angeles Department Airport CP 0.22% 2/10/10		504,877
4,000,000	Louis Dreyfus Corporation CP 0.35% 1/25/10		3,999,067
500,000	Louis Dreyfus Corporation CP 0.25% 1/11/10		499,965
620,000	Louis Dreyfus Corporation CP 0.25% 1/11/10		619,957
669,000	Madison Gas & Electric CP 0.2% 1/15/10		668,948
600,000	Matchpoint Master Trust CP 0.16% 1/6/10		599,987
1,000,000	Matchpoint Master Trust CP 0.2% 1/6/10		999,972
5,000,000	National Australia Funding (DE) CP 0.2% 1/4/10		4,999,917

as at December 31, 2009 (*Expressed in U.S. dollars*)

Investments (cont'd)

Nominal	Fixed Income Securities	Fair Value	
5,000,000	Nordea North America Inc. CP 0.18% 1/13/10	\$	4,999,700
800,000	NRW Bank CP 0.23% 3/1/10		799,698
365,000	NRW Bank CP 0.25% 3/1/10		364,850
800,000	Romulus Funding Corporation CP 0.2% 1/7/10		799,973
2,000,000	Romulus Funding Corporation CP 0.32% 1/6/10		1,999,911
5,000,000	Salisbury Receivables Company CP 0.21% 1/5/09		4,999,883
300,000	Salisbury Receivables Company CP 0.21% 1/5/10		299,993
400,000	Salisbury Receivables Company CP 0.21% 1/5/10		399,991
1,000,000	Scaldis Capital LLC CP 0.3% 1/15/10		999,883
268,000	Scaldis Capital LLC CP 0.23% 1/27/10		267,955
3,100,000	Scaldis Capital LLC CP 0.23% 1/6/10		3,099,901
5,000,000	Scotiabanc Inc. CP 0.21% 1/8/10		4,999,796
5,000,000	Sheffield Receivables CP 0.21% 1/12/10		4,999,679
2,000,000	Sigma-Aldrich CP 0.12% 1/28/10		1,999,820
5,000,000	Societe Generale N America CP 0.22% 1/15/10		4,999,572
1,000,000	Solitare Funding LLC CP 0.23% 1/25/10		999,849
4,000,000	Solitare Funding LLC CP 0.22% 1/8/10		3,999,829
2,000,000	Swedish Export Corporation CP 0.16% 4/1/10		1,999,200
4,000,000	Surrey Fund Corporation CP 0.22% 1/14/10		3,999,682
1,000,000	Surrey Fund Corporation CP 0.22% 1/20/10		999,884
3,500,000	Tempo Finance Corporation CP 0.2% 1/4/10		3,499,942
1,000,000	Tempo Finance Corporation CP 0.27% 1/5/10		999,970
8,400,000	Triparty Repo CP 0.01% 1/4/10		8,400,000
4,210,000	TSL (USA) Inc. CP 0.65% 1/15/10		4,208,939
			146 076 570

\$ 146,376,578

The accompanying notes form an integral part of these statements

PERFORMA LIQUID ASSETS FUND LTD. STATEMENT OF OPERATIONS

for the year ended December 31, 2010 (*Expressed in U.S. dollars*)

NCOME		2010		2009
INCOME				
Interest income	\$	377,821	\$	1,506,500
EXPENSES				
Custodian fees (Note 4)		102,812		176,144
Administration and office fees (Note 4)		81,904		137,924
Management fees (Note 4)		69,132		463,431
Professional fees		49,528		40,545
Government fees		10,533		12,925
Miscellaneous fees		3,714		32,086
		317,623		863,055
NET INVESTMENT INCOME AND INCREASE IN NET	¢	CO 100	¢	CAO 445
ASSETS RESULTING FROM OPERATIONS	\$	60,198	\$	643,445

The accompanying notes form an integral part of these statements

PERFORMA LIQUID ASSETS FUND LTD. STATEMENT OF CHANGES IN NET ASSETS for the year ended December 31, 2010

(Expressed in U.S. dollars)

	2010	2009
NET INVESTMENT INCOME AND INCREASE IN NET ASSETS RESULTING FROM OPERATIONS	\$ 60,198	\$ 643,445
CAPITAL TRANSACTIONS		
Issuance of 300,348,267 and 596,609,007 Class A Shares Redemption of 303,388,807 and 900,893,437 Class A Shares Dividends (Note 3)	300,348,267 (303,388,807) (60,198)	596,609,007 (900,893,437) (643,445)
NET DECREASE IN NET ASSETS RESULTING FROM CAPITAL TRANSACTIONS	(3,100,738)	(304,927,875)
NET DECREASE IN NET ASSETS	(3,040,540)	(304,284,430)
NET ASSETS, BEGINNING OF YEAR	146,378,651	450,663,081
NET ASSETS, END OF YEAR	\$ 143,338,111	\$ 146,378,651

The accompanying notes form an integral part of these statements

PERFORMA LIQUID ASSETS FUND LTD. NOTES TO THE FINANCIAL STATEMENTS for the year ended December 31, 2010 (*Expressed in U.S. dollars*)

1. THE FUND

Performa Liquid Assets Fund Ltd. (the "Fund"), was incorporated under the laws of Bermuda on March 21, 1997, as an open-ended limited liability investment company. The Fund is organized into distinct classes of shares. Effective July 1, 2007, the then existing Income Share class was renamed to Class A shares and a Class B share class was created. The Class A shares were the only class of common shares issued and outstanding during the years ended December 31, 2010 and 2009.

The Fund seeks superior returns while providing liquidity in short-term, low risk, fixed income securities.

2. SIGNIFICANT ACCOUNTING POLICIES

a. Basis of accounting:

The financial statements have been prepared in conformity with accounting principles generally accepted in Bermuda and Canada. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

b. Investments:

Trading activity is recorded on a trade date basis. Realized gains and losses on sales of securities are calculated using the first-in, first-out basis of accounting. For the years ended December 31, 2010 and 2009, the Fund traded in commercial paper and overnight deposit vehicles.

c. Commercial paper:

Commercial paper securities are recorded at amortized cost which approximates fair value due to their short-term nature. Premiums and discounts on commercial paper purchased are amortized using the effective interest rate method and included in interest income in the statement of operations.

PERFORMA LIQUID ASSETS FUND LTD. NOTES TO THE FINANCIAL STATEMENTS for the year ended December 31, 2010 (*Expressed in U.S. dollars*)

2. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

d. Cash:

Cash consists of cash held at bank. For the years ended December 31, 2010 and 2009, the Fund had a cash balance of \$68,524 and \$9,953.

e. Investment income:

Interest is recorded on the accrual basis of accounting.

f. New accounting standards:

In January 2011, the Canadian Accounting Standards Board approved a one year extension to the optional one year deferral from International Financial Reporting Standards (IFRSs) adoption for investment companies applying Accounting Guideline AcG-18, Investment Companies. Investment companies and segregated funds will now be required to mandatorily adopt IFRS for interim and annual financial statements relating to annual periods beginning on or after January 1, 2013.

3. SHARE CAPITAL

The Fund's total authorized share capital is 12,000 Founder Shares with a par value of \$1.00 each and 2,000,000,000 Participating Shares with a par value of \$0.01 each. The Founder Shares are voting, non-redeemable and are not entitled to any dividends. The Founder shares have been issued to P.R.P. Performa Ltd. (the "Investment Advisor") and are unpaid. The Participating Shares are non-voting, and are redeemable. Any number of classes of Participating Shares can be issued as determined by the Directors of the Fund; each class of Participating Shares is further divided into Income Shares and Accumulation Shares. It is anticipated that Income Shares will receive dividends and that Accumulation Shares will receive no dividends. All dividends paid on the Income Shares are reinvested in purchases of additional Income Shares. Effective July 1, 2007, the Performa Liquid Assets Fund (USD) Income Shares was renamed to Performa Liquid Assets Fund (USD) – Class A and the Performa Liquid Assets Fund (USD) – Class of Participating Shares issued and outstanding at December 31, 2010 and 2009.

PERFORMA LIQUID ASSETS FUND LTD. NOTES TO THE FINANCIAL STATEMENTS for the year ended December 31, 2010

(Expressed in U.S. dollars)

4. MANAGEMENT, ADMINISTRATION AND CUSTODIAN FEES

Under the terms of the Fund's prospectus:

a. The Investment Advisor, an affiliated company, provides investment management and advisory services to the Fund. The Investment Advisor is responsible for the investment of the Fund's assets. The Investment Advisor earns a Class A advisory fee calculated at a rate of 0.20% per annum on the first \$200 million, 0.18% per annum of the next \$300 million, and 0.15% per annum on the amount over \$500 million based on the daily net asset value of the Fund and paid quarterly in arrears. Effective August 7, 2009, the advisory fee was reduced to 0.05% per annum of the net assets of the Fund.

The Investment Advisor earns a Class B advisory fee calculated at a rate of 0.05% per annum on the daily net asset value of the Fund, paid quarterly in arrears.

The Investment Advisor is related to the Fund by common directorship.

b. On September 30, 2009, Woodmont Management Ltd. began providing services as the Administrator, Share Registrar and Transfer Agent for the Fund. For these services, the Administrator receives an administration fee. For Class A the administration fee is calculated at a rate of 0.06% on the first \$100 million and 0.04% on the excess of \$100 million per annum of the daily net asset value of the Fund and paid quarterly in arrears. For Class B the administration fee is calculated at a rate of 0.035% on the daily net asset value of the Fund and paid quarterly in arrears.

For the period from January 1, 2009 to September 30, 2009, SS&C Technologies, Inc. ("SS&C") provided services as the Administrator, Share Registrar and Transfer Agent for the Fund. For these services, the Administrator received an administration fee. For Class A the administration fee was calculated at a rate of 0.06% on the first \$100 million and 0.04% on the excess of \$100 million per annum of the daily net asset value of the Fund and paid quarterly in arrears. For Class B the administration fee was calculated at a rate of 0.035% on the daily net asset value of the Fund and paid quarterly in arrears.

Out of the administration fee, a fee for accounting services is paid to Comerica Bank, based on the daily net asset value of the Fund and paid quarterly in arrears, at the following rates:

Class A 0.04% per annum on the first US \$100 million 0.02% per annum on the amount over US \$100 million

Class B 0.01% per annum on the total net asset value

PERFORMA LIQUID ASSETS FUND LTD. NOTES TO THE FINANCIAL STATEMENTS for the year ended December 31, 2010

(Expressed in U.S. dollars)

4. MANAGEMENT, ADMINISTRATION AND CUSTODIAN FEES (cont'd)

c. Custodian

The custodian, Comerica Bank, is entitled to receive fees (separate from the fees received for accounting services) calculated at the following rates:

Class A 0.07% per annum on the first US\$100 million. 0.06% per annum on the next US\$100 million 0.05% per annum on the excess of US\$200 million

Class B 0.015% per annum on the total net asset value of the Fund

The custodian fee is calculated daily and paid quarterly in arrears.

5. CONCENTRATION OF CREDIT RISK

As at December 31, 2010 and 2009, the custody of cash and investments are with Comerica Bank. The Fund had all its individual counterparty concentration with Comerica Bank, which is based in the United States of America.

6. FINANCIAL HIGHLIGHTS

Financial highlights of the Fund for the years ended December 31, 2010 and 2009 were as follows:

Per Class A share operating performance	2010	2009
Net asset value per share at beginning of year	\$ 1.00	\$ 1.00
Net investment income Less dividends	0.00 0.00	$0.00 \\ 0.00$
Net asset value per share at end of year	\$ 1.00	\$ 1.00

PERFORMA LIQUID ASSETS FUND LTD. NOTES TO THE FINANCIAL STATEMENTS for the year ended December 31, 2010 (*Expressed in U.S. dollars*)

6. FINANCIAL HIGHLIGHTS

TOTAL RETURN:	0.00%	0.00%
RATIO TO AVERAGE NET ASSETS: Expenses	0.19%	0.30%
Net investment income	0.06%	0.23%

An individual investor's return may vary from these returns based on the timing of capital transactions.

7. TAXES

Under current laws, there are no income, profit, capital or capital gains taxes levied in Bermuda, and accordingly, no provision for such taxes has been recorded by the Fund. In the event that such taxes are levied, the Fund has received an undertaking from the Government of Bermuda exempting it from all such taxes until March 28, 2016.