

BAIRD OUTERWEAR BRANDS LIMITED

REPORT AND ACCOUNTS

PERIOD ENDED 28 APRIL 2012

Company Registration No 1576119

SATURDAY



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COMPANIES HOUSE

DIRECTORS' REPORT

The Directors submit their report and accounts for the 52 week period ended 28 April 2012

REVIEW OF THE BUSINESS AND FUTURE DEVELOPMENTS

The Company did not trade during the period

CHANGE OF OWNERSHIP

On 19 December 2011 an offer for the entire share capital of Jacques Vert Group Limited (formerly Jacques Vert Plc), the Company's ultimate parent company, was made by Minerva Bidco Ltd ("Minerva"), a subsidiary of Sun Capital Partners V, LP. Subsequently, Minerva has acquired the entire issued share capital of Jacques Vert Group Limited.

DIRECTORS AND THEIR INTERESTS

The Directors who held office during the period were as follows

P C Allen (resigned 31 December 2012)

I P Johnson

S Morris (appointed 1 January 2013)

No Director was interested in the ordinary shares of the Company. Details of the Directors' interests in Jacques Vert Group Ltd, the ultimate parent company, are disclosed in the accounts of that company.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the Directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company and of the profit of the Company for that period. In preparing those accounts, the Directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgements and estimates that are reasonable and prudent,
- state whether applicable accounting standards have been followed, subject to any material departures being disclosed and explained in the accounts, and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

AUDITORS

The Company is, under S 480 of the Companies Act 2006, exempt from the obligation to audit its accounts.

Registered Office
46 Colebrooke Row
London N1 8AF

BY ORDER OF THE BOARD



P Watt
SECRETARY
23 January 2013

BALANCE SHEET AT 28 APRIL 2012

	<u>Notes</u>	<u>28 April 2012</u> <u>£000</u>	<u>30 April 2011</u> <u>£000</u>
<u>FIXED ASSETS</u>			
Investments in subsidiary undertakings	2	11	11
<u>CURRENT ASSETS</u>			
Debtors - amount due from parent undertaking		9,329	9,329
		<u>£9,340</u>	<u>£9,340</u>
<u>CAPITAL AND RESERVES</u>			
Called up share capital	3	8,300	8,300
Profit and loss account	4	1,040	1,040
		<u>£9,340</u>	<u>£9,340</u>

- (a) For the 52 week period ended 28 April 2012, the Company was entitled to exemption under Section 480 of the Companies Act 2006
- (b) Members have not required the Company to obtain an audit in accordance with Section 476 of the Companies Act 2006
- (c) The Directors acknowledge their responsibility for
- (i) ensuring the Company keeps accounting records which comply with Section 386, and
 - (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit or loss for the financial year, in accordance with the requirements of Section 396, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company


Director

I P Johnson
23 January 2013

NOTES TO THE ACCOUNTS

FOR THE PERIOD ENDED 28 APRIL 2012

1 Accounting Policies

The accounts have been prepared in accordance with applicable accounting standards, the Companies Act 2006 and under the historical cost convention

2 Investments in Subsidiary Undertakings

	<u>28 April 2012</u> <u>£000</u>	<u>30 April 2011</u> <u>£000</u>
Shares at cost less amount written off	6,451	6,451
Less due to subsidiary	(6,440)	(6,440)
	<u>11</u>	<u>11</u>

The Company's subsidiary undertakings are as follows

<u>Name of Company</u>	<u>% Owned</u>	<u>Country of Incorporation</u>
Dannimac Manufacturing Limited	100	England

Consolidated accounts are not prepared as the Company is a wholly owned subsidiary of Jacques Vert Group Ltd

The Directors valuation of shares held in subsidiary companies at 28 April 2012 was £6,451,000 (2011 £6,451,000)

3 Share Capital

	<u>Authorised</u>		<u>Allotted, called up & fully paid</u>	
	<u>28 April 2012</u> <u>£000</u>	<u>30 April 2011</u> <u>£000</u>	<u>28 April 2012</u> <u>£000</u>	<u>30 April 2011</u> <u>£000</u>
Ordinary shares of 25p each	£8,300	£8,300	£8,300	£8,300

4 Profit and Loss Account

The Company has acted during the year only as an agent for Jacques Vert Group Ltd. It has not traded on its own account and accordingly it has made neither a trading profit nor a loss. No profit and loss account has therefore been prepared.

5 Ultimate Parent Undertaking and Controlling Party

Jacques Vert Group Limited, an intermediate parent company incorporated in Great Britain and registered in England, is the smallest and largest group to consolidate these financial statements. The financial statements of Jacques Vert Group Limited can be obtained from 46 Colebrooke, Row, London N1 8AF.

The Directors consider Sun Capital Partners V, LP to be the ultimate controlling party of the company.