(Registered Number: 3484692)

ANNUAL REPORT FOR THE YEAR ENDED 31 MARCH 2001

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Report of the directors for the year ended 31 March 2001

The directors present herewith the audited financial statements for the year ended 31 March 2001.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, 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 disclosed and explained in the financial statements; and
- prepare the financial statements 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 financial statements comply with the Companies Act 1985. 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.

Principal activities

The principal activity of the company was the distribution of luxury frames for eyewear.

Review of activities and future developments

The company is dormant.

Results

The company was dormant throughout the year. The profit and loss account for the prior period and the statement of retained profits are set out on page 4.

Dividends

No dividend was paid during the year ended 31 March 2001 (31 March 2000: Nil)

Directors

The directors of the company during the period and as at 31 March 2001 were:-

Mr. A.M. Bamberger

Mr. G.O. Catto

Report of the directors for the year ended 31 March 2001 (continued)

Directors' interests in shares

None of the directors had a beneficial interest at any time during the period in the share capital of the company.

Directors' interest in contracts

None of the directors had a material interest in any contract of significance to which the company was a party during the financial period.

Auditors

A resolution to re-appoint the auditors, PricewaterhouseCoopers, will be proposed at the annual general meeting.

BY ORDER OF THE BOARD

G.O. Catto Secretary

LONDON, 8 October 2001

Report of the auditors to the members of LUXURY EYEWEAR UK LIMITED

We have audited the financial statements set out on pages 4 to 8.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Annual Report. As described on page 1 this includes responsibility for preparing financial statements, in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the United Kingdom Companies Act. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the affairs of the Company at 31 March 2001 and of the result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

PRICEWATERHOUSECOOPERS

Chartered Accountants and Registered Auditors

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LONDON, 8 October 2001

Profit and loss account for the year ended 31 March 2001

	<u>Notes</u>	<u>2001</u> £'000	<u>2000</u> £'000
Turnover	2	-	1,050
Cost of sales			(744)
Gross profit		-	306
Administrative expenses		-	(521)
Operating loss		-	(215)
Exceptional profit on sale of business		-	343
Interest payable and similar charges	4	-	(37)
Profit on ordinary activities before taxation		-	91
Taxation on profit on ordinary activities			-
Retained losses at 1 January		-	(291)
Profit for the period		-	91
Retained losses at 31 March		-	(200)

The company has no recognised gains or losses other than the profits above and therefore no separate statement of total recognised gains and losses has been presented.

The notes on pages 6 to 8 form an integral part of these financial statements.

Auditors' report appears on page 3.

Balance sheet - 31 March 2001

	<u>Notes</u>	<u>2001</u>	<u>2001</u>	2000	2000
FIXED ASSETS		£'000	£'000	£'000	£'000
Tangible assets			-		-
CURRENT ASSETS					
Stocks Debtors		-		-	
Cash at bank and in hand					
		-		-	
CREDITORS: amounts					
Falling due within one year					
NET CURRENT (LIABILITIES) / ASSETS					-
Total assets less current liabilities					
CAPITAL AND RESERVES					
Called up share capital	7		200		200
Profit and loss account			(200)		(200)
SHAREHOLDERS' FUNDS	8		-		-

The financial statements were approved by the Board on 8 October 2001 and were signed on its behalf by

A.M. Bamberger

G.O. Catto

The notes on pages 6 to 8 form an integral part of these financial statements.

Auditors' report appears on page 3.

Notes to the financial statements - 31 March 2001

Principal accounting policies

These financial statements have been prepared under the historical cost convention and in accordance with applicable Accounting Standards. A summary of the more important accounting policies of the company, which have been applied consistently, is set out below.

(a) Depreciation

Depreciation is calculated to write off the cost of fixed assets on a straight line basis over the expected useful lives of the assets concerned. The principal annual rates used for this purpose, which are consistent with those of the previous year, are:-

	%
Office furniture and equipment, and leasehold improvements	20-33
Plant and machinery	20-25

(b) Stocks

Stocks are stated at the lower of cost and net realisable value.

(c) Foreign currencies

Profit and loss account items in foreign currencies are translated at the rates ruling at the dates of the transactions; assets and liabilities in foreign currencies are translated at the rates of exchange ruling at the end of the financial period. Differences on exchange are included in the profit and loss account.

(d) Deferred tax

Provision is made for deferred tax at the rate of corporation tax ruling at the balance sheet date (the liability method) except in respect of any tax reduction that can reasonably be expected to continue for the foreseeable future.

(e) Cash flow statement

The company is exempt from the requirement to prepare a cash flow statement and therefore no statement is included in these financial statements.

(f) Pension scheme arrangements

The company contributes to a group pension scheme operated by Richemont Holdings (UK) Limited (formerly Vendome Luxury Group Ltd). Contributions and pension costs are based on pension costs across the group as a whole. Pension costs are accounted for on the basis of charging the expected cost of providing pensions over the period during which the company benefits from the employees' services. The effects of variations from regular costs are spread over the expected average remaining lifetime of members of the scheme after making suitable allowances for future withdrawals.

(g) Leased assets

Expenditure on operating leases is charged to the profit and loss account over the period of the lease.

(h) Related party transactions

The group has taken advantage of the exemption contained in paragraph 3 (c) of Financial Reporting Standard Number 8 and accordingly these financial statements do not include details of transactions between the group and other subsidiaries of Compagnie Financière Richemont AG.

Notes to the financial statements - 31 March 2001 (continued)

Turnover

2

Turnover excludes value added tax and represents sales to third parties. The geographical analysis of turnover is as follows:-

	<u>2001</u> <u>£'000</u>	2000 £'000
United Kingdom and Eire Scandinavia	-	903 147
	-	1,050

Employee information

3 (a) The average number of persons, including directors, employed by the company during the period, is analysed below:

	<u>2001</u>	<u>2000</u>
Management and administration	-	4
Production, distribution and sales	<u> </u>	5
	-	9
		=

3 (b) Employment costs of all employees included above were:-

	<u>2001</u> <u>£'000</u>	<u>2000</u> £'000
Gross wages, salaries and commissions	-	198
Employer's national insurance and state pension contributions	<u> </u>	19
	-	217

4 Interest payable and similar charges

	<u>2001</u> £'000	<u>2000</u> £'000
Interest on bank overdrafts repayable on demand	-	24
Payable to group companies (prior to change in ownership)	-	11
Other bank charges		2
	-	37

Directors' emoluments

5

<u>2001</u> £'000	<u>2000</u> £'000
•	34
	<u>-</u>

<u>LUXURY EYEWEAR UK LIMITED</u>

Notes to the financial statements - 31 March 2001 (continued)

Profit (loss) on ordinary activities before taxation

Profit / (loss) on ordinary activities before taxation is stated after charging / (crediting) :-

	2001 £'000	2000 £'000
Exceptional profit on disposal of net liabilities to parent	-	(343)
Depreciation	-	24
Directors' remuneration	-	34
Auditors' remuneration – audit fees	-	5
- other fees	-	4
Operating lease rentals – plant and machinery	_	14
- other	-	31
Net exchange loss	-	2

Share capital

6

7 Authorised, allotted and fully paid

	<u>2001</u> <u>£'000</u>	<u>2000</u> £'000
Ordinary shares of £1 each	200	200
Reconciliation of movements in shareholders' funds		
8	<u>2001</u> <u>£'000</u>	2000 £'000
Profit / (loss) for the period	•	91
New share capital issue	-	(01)
Opening shareholders' funds	<u>-</u>	(91)
Closing shareholders' funds	-	-

Holding company

The company is a wholly owned subsidiary of Cartier Limited, a company incorporated in Great Britain, registered in England and Wales.

Ultimate holding company

10 The directors regard Compagnie Financière Richemont AG, a limited company incorporated in Switzerland, to be the ultimate holding company. Shares representing 50% of the voting rights of that company are held by Compagnie Financière Rupert which, for the purposes of FRS8, is regarded by the directors as the controlling party. Copies of the consolidated financial statements of Compagnie Financière Richemont may be obtained from; The Secretary, Compagnie Financière Richemont AG, Rigistrasse 2, 6300 Zug, Switzerland.