

**Burberry (No. 5) Unlimited**

**Registered Number: 4950359**

**Directors' Report and Accounts**

**For the year to 31 March 2007**



## **Burberry (No. 5) Unlimited**

### **Directors' report for year to 31 March 2007**

The directors submit their report and the audited financial statements for the year to 31 March 2007

#### **Principal activities and business review**

The company is a wholly owned subsidiary of Burberry Group plc, its principal activity is to act as a financing company. There have been no significant changes in the company's principal activity in the year under review. The directors do not intend, at the date of this report, that there will be any major changes in the company's activities in the next year.

The balance sheet on page 5 of the financial statements shows that the company's financial position at the year end is, in net assets, consistent with the prior year.

The Group manages its operations on a divisional basis. For this reason, the company's directors believe that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the financing companies of Burberry Group plc, which includes the company, is discussed in the Group's Annual Report which does not form part of this report.

#### **Principal risk and uncertainties**

The directors of Burberry Group plc manage the risks of the Burberry Group (the Group) at a group level, rather than at an individual business unit level. For this reason, the Company's directors believe that a discussion of the Group's risks would not be appropriate for an understanding of the development, performance or position of the Company's business. The principal risks and uncertainties of the Group, which include those of the Company, are discussed in the Group's 2007 Annual Report which does not form part of this report.

#### **Results and dividends**

The company's profit for the year is £3,639,098 (2006 £2,051,735). The directors do not recommend the payment of a dividend.

#### **Policy in relation to payment of suppliers**

The company has no external suppliers and therefore there are no trade creditors at the year end from which to calculate creditor days.

#### **Provision of information to auditors**

In accordance with The Companies (Audit, Investigations and Community Enterprise) Act 2004 amending the Companies Act 1985, each of the Company's directors in office as at the date of this report confirms that

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware,
- he or she has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

## **Burberry (No. 5) Unlimited**

### **Directors' report for the year to 31 March 2007 (continued)**

#### **Directors**

The directors who held office during the year were as follows

S L Cartwright	
R J H Kessell	(resigned 21 August 2006)
E G Foa	(resigned 13 April 2007)
C A Fairweather	(appointed 21 August 2006)

#### **Statement of directors' responsibilities**

The directors are responsible for preparing financial statements for each financial year, which give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, 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,
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

The directors confirm that they have complied with the above requirements in preparing the financial statements

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and 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.

#### **Auditors**

The company has passed elective resolutions dispensing with the need to hold an Annual General Meeting and annually reappoint auditors. Accordingly, PricewaterhouseCoopers LLP are deemed to have been re-appointed as auditors for the forthcoming year.

**By order of the board 6 November 2007**



**C A Fairweather**  
**Director**

# Burberry (No. 5) Unlimited

## Independent auditors' report to the members of Burberry (No. 5) Unlimited

We have audited the financial statements of Burberry (No. 5) Unlimited for the year ended 31 March 2007 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

### Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

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 Companies Act 1985. We also report to you whether in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

### Basis of audit opinion

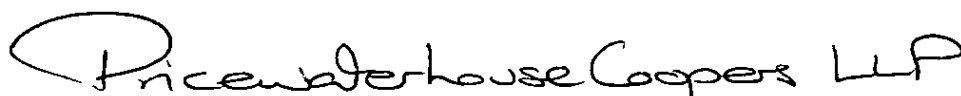
We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 March 2007 and of its profit for the year then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.



PricewaterhouseCoopers LLP

Chartered Accountants and Registered Auditors

London

6 November 2007

## Burberry (No. 5) Unlimited

### Profit and loss account for the year to 31 March 2007

	<i>Note</i>	2007 £	2006 £
Administrative expenses	2	(1,300)	(1,300)
Operating loss		(1,300)	(1,300)
Interest receivable and similar income	3	5,200,012	5,175,493
Profit on ordinary activities before taxation		5,198,712	5,174,193
Taxation on profit on ordinary activities	4	(1,559,614)	(3,122,458)
Profit on ordinary activities after taxation and retained profit for the year	8,9	3,639,098	2,051,735

The notes on pages 6 - 8 form part of these financial statements

The above activities relate to continuing operations

The company had no recognised gains or losses during the year other than those reflected in the above profit and loss account

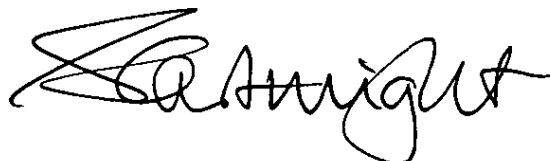
## Burberry (No. 5) Unlimited

### Balance sheet as at 31 March 2007

	<i>Note</i>	2007 £	2006 £
<b>Non current assets</b>			
Debtors – amounts falling due after one year	5	109,153,498	103,953,486
		109,153,498	103,953,486
<b>Current liabilities</b>			
Creditors – amounts falling due within one year	6	(4,684,672)	(3,123,758)
<b>Net assets</b>		<b>104,468,826</b>	<b>100,829,728</b>
<b>Capital and reserves</b>			
Called up share capital	7	200	200
Share premium	8	98,777,793	98,777,793
Profit and loss account	8	5,690,833	2,051,735
<b>Equity Shareholders' Funds</b>	<b>9</b>	<b>104,468,826</b>	<b>100,829,728</b>

The notes on pages 6 - 8 form part of these financial statements

Approved by the board on 6 November 2007



S L Cartwright  
Director

# **Burberry (No. 5) Unlimited**

## **Notes to the financial statements for the year to 31 March 2007**

### **1 Accounting policies**

The principal accounting policies of the company are

#### **(a) Basis of accounting**

These financial statements have been prepared on the going concern basis under the historical cost convention, and in accordance with applicable accounting standards in the United Kingdom, which have been applied on a consistent basis

#### **(b) Cash flow statement and related party disclosures**

The company is a wholly owned subsidiary of Burberry Group plc and is included in the consolidated financial statements of Burberry Group plc, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 ("FRS 1") (revised 1996)

The company is also exempt under the terms of Financial Reporting Standard 8 ("FRS 8") from disclosing related party transactions with entities that are part of the Burberry Group

### **2 Result for the year**

No directors received any remuneration from the company during the year to 31 March 2007

No employee costs are included in these financial statements. The auditors received remuneration of £1,300 (2006 £1,300)

### **3 Interest receivable and similar income**

Interest receivable represents interest on a loan to another group company

## Burberry (No. 5) Unlimited

### Notes to the financial statements for the year to 31 March 2007 (continued)

#### 4 Taxation on profit on ordinary activities

The corporation tax charge is based on the taxable profit for the year and comprises

	2007 £	2006 £
Corporation tax at 30% (2006 30%)	1,559,614	3,122,458

#### Factors affecting tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK (30%) (2006 30%) The differences are explained below

	2007 £	2006 £
Profit on ordinary activities before taxation	5,198,712	5,174,193
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK of 30% (2006 30%)	1,559,614	1,552,258
Effects of		
Adjustments in respect of prior years	-	1,570,200
Total current tax	1,559,614	3,122,458

The prior year adjustments in 2006 relate to interest charged for tax purposes on previously interest free loans with other UK group companies

#### 5 Debtors – amounts falling due after one year

	2007 £	2006 £
Amounts due from group undertakings	109,153,498	103,953,486
Total	109,153,498	103,953,486

Amounts due from group undertakings are unsecured, receive interest at LIBOR plus 0.325% and repayable on demand

#### 6 Creditors – amounts falling due within one year

	2007 £	2006 £
Accruals	1,300	-
Amounts due to group undertakings	3,903,565	786,400
Amounts payable to fellow subsidiaries in respect of group relief of tax losses	779,807	2,337,358
Total	4,684,672	3,123,758

Amounts due to group undertakings and fellow subsidiaries are unsecured, interest free and are repayable on demand



## Burberry (No. 5) Unlimited

### Notes to the financial statements for the year to 31 March 2007 (continued)

#### 7 Called up share capital

	2007 £	2006 £
<b>Authorised</b>		
Ordinary shares of £1 each	1,000	1,000
<b>Allotted, issued and fully paid</b>		
Ordinary shares of £1 each	200	200

#### 8 Reserves

	Share premium £	Profit and loss account £
As at 1 April 2006	98,777,793	2,051,735
Profit for the year	-	3,639,098
<b>As at 31 March 2007</b>	<b>98,777,793</b>	<b>5,690,833</b>

#### 9 Reconciliation of movement in Shareholders' Funds

	2007 £	2006 £
Profit for the year	3,639,098	2,051,735
Opening Shareholders' Funds	100,829,728	98,777,993
<b>Closing Shareholders' Funds</b>	<b>104,468,826</b>	<b>100,829,728</b>

#### 10 Immediate and ultimate parent company

The immediate parent undertaking is Burberrys Limited, which is registered in England and Wales

The ultimate undertaking and controlling party is Burberry Group plc which is the parent undertaking of the smallest and largest group to consolidate these accounts. Burberry Group plc is registered in England and Wales and copies of the consolidated accounts can be obtained from the Company Secretary at Burberry Group plc, 18-22 Haymarket, London SW1Y 4DQ