

Registered Number 19149

Jaeger Holdings Limited
Annual report and financial statements
for the 52 weeks ended 23 February 2008



Jaeger Holdings Limited

Annual report and financial statements for the 52 weeks ended 23 February 2008

Contents

Directors and advisers for the 52 weeks ended 23 February 2008	1
Directors' report for the 52 weeks ended 23 February 2008	2
Independent auditor's report to the members of Jaeger Holdings Limited.....	5
Profit and loss account for the 52 weeks ended 23 February 2008	7
Balance sheet as at 23 February 2008.....	8
Statement of accounting policies	9
Notes to the financial statements for the 52 weeks ended 23 February 2008.....	11

Jaeger Holdings Limited

Directors and advisers for the 52 weeks ended 23 February 2008

Directors

H P Tillman

B J Earl

A M MacKenzie

G J Edgerton

Secretaries

D Atkar

M Little

Registered Office

57 Broadwick Street

London

W1F 9QS

Auditors

PricewaterhouseCoopers LLP

Benson House

33 Wellington Street

Leeds

LS1 4JP

Solicitors

Mills & Reeve

1 St James Court

Whitefriars

Norwich

NR3 1RU

Bankers

National Westminster Bank Plc

94 Moorgate

London

EC2M 6XT

Jaeger Holdings Limited

Directors' report for the 52 weeks ended 23 February 2008

The directors present their report and the audited financial statements of the company for the 52 weeks ended 23 February 2008.

Principal activities

The company is a holding company for subsidiaries engaged in the distribution and sale of 'Jaeger' clothing

Business review and key performance indicators (KPIs)

The directors of Jaeger Group Limited manage the Group's operations at a Group level. For this reason, the company's directors believe that analysis using KPIs for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of Jaeger Holdings Limited. The development, performance and position of the Jaeger Group Limited, which includes the company, is discussed within the 'Chairman's statement' on page 2 of the Group's financial statements which does not form part of this report.

Principle risks and uncertainties

The directors of Jaeger Group Limited manage the Group's risks at a Group level, rather than at an individual company 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 Jaeger Holdings Limited's business. The principal risks and uncertainties of Jaeger Group Limited, which include those of the company, are discussed within the 'Principle risks and uncertainties' section on page 4 of the Group's annual financial statements which does not form part of this report.

Financial risk management

The Company's operations expose it to a variety of financial risks that include foreign exchange risk and liquidity risk. The group has in place a risk management programme that seeks to limit the adverse effects of these risks on the financial performance of the company and group. The policies and procedures in place to manage these risks are detailed within the 'Financial risk management' section on page 4 of the Group's annual financial statements which does not form part of this report.

Results and dividends

The result for the year was £nil (2007: £nil). The directors do not recommend the payment of a final dividend (2007: £nil).

Directors' and their interests

The directors who held office during the period are given below:

H P Tillman
B J Earl
A M MacKenzie
G J Edgerton

Charitable and political donations

No charitable or political donations were made during the period (2007: £nil).

Jaeger Holdings Limited

Directors' report for the 52 weeks ended 23 February 2008 (continued)

Employment policies

The company is committed to best practice employment policies in all its activities. The company is continually reviewing and amending policy and practice to ensure that legal requirements are adhered to.

The company aims to communicate effectively with all employees to ensure that the business vision is clearly understood and implemented across the business.

Disabled persons

It is the company's policy to offer equal opportunity to disabled persons applying for vacancies and provide them with the same opportunities for employment, training, career development and promotion that are available to all employees within the limitations of their aptitude and abilities.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period that 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. The directors are required to 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 suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the 52 weeks ended 23 February 2008 and that applicable accounting standards have been followed.

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.

Disclosure of information to auditors

In the case of each of the persons who are directors at the time when the report is approved, the following applies:

- So far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- The director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information

Jaeger Holdings Limited

Directors' report for the 52 weeks ended 23 February 2008 (continued)

Auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office, and a resolution concerning their reappointment will be proposed at the Annual General Meeting.

By order of the Board



D Atkar
Secretary
13 May 2008

Jaeger Holdings Limited

Independent Auditor's Report to the members of Jaeger Holdings Limited

We have audited the financial statements of Jaeger Holdings Limited for the 52 weeks ended 23 February 2008 which comprise the profit and loss account, the balance sheet, the statement of accounting policies and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

The director's responsibilities for preparing of 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 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.

Jaeger Holdings Limited

Independent Auditor's Report to the members of Jaeger Holdings Limited (continued)

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 23 February 2008 and of its result for the 52 weeks 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

Leeds

13 May 2008

Jaeger Holdings Limited

Profit and loss account for the 52 weeks ended 23 February 2008

	Note	2008 £'000	2007 £'000
Administrative income		84	62
Operating profit	1	84	62
Interest receivable	4	7	11
Interest payable	5	(91)	(73)
Result on ordinary activities before taxation		-	-
Tax on result on ordinary activities	6	-	-
Result for the financial period	16, 17	-	-

The above results all derive from continuing operations.

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

There is no difference between the result on ordinary activities before tax and the retained result stated above and their historical cost equivalents.

The comparative period reported is for the 52 weeks ended 24 February 2007.


The notes on pages 11 to 18 form an integral part of these accounts.

Jaeger Holdings Limited

Balance sheet as at 23 February 2008

	Not e	2008 £'000	2007 £'000
Fixed assets			
Investments	8	14,983	14,983
Current assets			
Debtors	9	7,892	6,633
Cash at bank and in hand		104	41
		7,996	6,674
Creditors – amounts falling due within one year	10	(4,355)	(2,714)
Net current assets		3,641	3,960
Total assets less current liabilities		18,624	18,943
Creditors – amounts falling due after more than	11	(646)	(965)
Net assets		17,978	17,978
Capital and reserves			
Called up share capital	14	11,314	11,314
Share premium account	15	6,036	6,036
Profit and loss account	16	628	628
Total shareholders' funds	17	17,978	17,978

The financial statements on pages 7 to 18 were approved by the Board of Directors on 13 May 2008 and were signed on its behalf by


G Edgerton
 Director

Jaeger Holdings Limited

Statement of accounting policies

Basis of accounting

These financial statements are prepared on the going concern basis, under the historical cost convention, and in accordance with the Companies Act 1985 and applicable accounting standards.

The principal accounting policies, which have been consistently applied, are set out below.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profits and its results as stated in the financial statements

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax is measured on a non-discounted basis.

Deferred tax assets are recognised only to the extent that they are regarded as recoverable such that it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Investments

Investments in subsidiary undertakings are stated at cost. Where, in the opinion of the directors, there has been impairment in the value of the investments, appropriate provisions are made and charged to the profit and loss account

Operating leases

Costs in respect of operating leases are charged to the profit and loss account on a straight line basis over the lease term.

Hire purchase contracts and finance leases

Hire purchase contracts and finance leases, which transfer to the group substantially all the benefits and risks of ownership of an asset, are treated as if the asset had been purchased outright. The assets are included in fixed assets and the capital element of the hire purchase contract and finance lease is shown as obligations under hire purchase contracts and finance leases.

The contract rentals are treated as consisting of capital and interest elements. The capital element is applied to reduce the outstanding obligations and the interest element is charged against profit in proportion to the reducing capital element outstanding. Assets held under hire purchase contracts and finance leases are depreciated over the useful lives of equivalent owned assets.

Jaeger Holdings Limited

Statement of accounting policies (continued)

Foreign currencies

Assets and liabilities expressed in foreign currencies are translated into sterling at rates of exchange ruling at the balance sheet date or at the agreed contractual rate. Transactions in foreign currency are translated at the rate ruling at the date of the transaction. All differences on exchange are taken to the profit and loss account.

Cash flow statement

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

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008

1 Operating profit

	2008 £'000	2007 £'000
Operating profit is stated after crediting.		
Recharge to fellow group undertakings	84	62

Auditor's remuneration was borne by a subsidiary undertaking, The Jaeger Company Shops Limited.

2 Directors' emoluments

No emoluments were paid to directors during the period (2007: £nil) in respect of their services to the company.

The directors are remunerated for their services to the group. Their emoluments are shown in the financial statements of Jaeger Group Limited, the ultimate parent undertaking.

3 Employees

There were no employees employed by the company during the period (2007: nil)

Employee contracts are with Jaeger Company Limited whose accounts include costs of staff providing services to the company.

4 Interest receivable

	2008 £'000	2007 £'000
Bank interest	7	11

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008 (continued)

5 Interest payable

	2008 £'000	2007 £'000
Interest payable on other loans	70	30
Interest payable under hire purchase contracts and finance	21	43
	91	73

6 Tax on result on ordinary activities

The company had no charge or credit for corporation tax or deferred tax in the period (2007: £nil).

The tax assessed for the period is equal to (2007: equal to) than the standard rate of corporation tax in the UK (30%). The differences are explained below:

	2008 £'000	2007 £'000
Result on ordinary activities before tax	-	-
Result on ordinary activities multiplied by the standard rate in the UK 30%	-	-
Effects of:		
Expenses not deductible for tax purposes	-	-
Current tax charge for the period	-	-

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008 (continued)

7 Deferred tax

The amount of the deferred tax asset unprovided is £23,000 (2007 £43,000). This consists of unutilised tax losses.

The potential deferred tax asset has not been recognised in these financial statements since the company cannot be reasonably certain of the profit required which would allow the asset to crystallise.

8 Investments

Investments in group undertakings	Shares £'000
Cost as at 24 February 2007 and 23 February 2008	27,512
Provisions as at 24 February 2007 and 23 February 2008	12,529
Net book value as at 24 February 2007 and 23 February 2008	14,983

In the opinion of the directors the aggregate value of the net assets of these subsidiaries is not less than the aggregate of the amounts at which those assets are included in the balance sheet. Provision has been made to the extent that the carrying value of the investment exceeds the value of the net assets of that investment. As the company is a wholly-owned subsidiary of another company incorporated in Great Britain consolidated accounts are not presented. Accordingly, these accounts present the results of the company only.

The company's subsidiary undertakings are:

Name:	Country of registration	Principal activity	Proportion held
The Jaeger Company Limited	England	Administration of group services and distribution of Jaeger Clothing	100%
The Jaeger Company's Shops	England	Retail distribution of Jaeger Clothing	100%
Jaeger Fashions (Switzerland) AG	Switzerland	Retail distribution of Jaeger Clothing	100%
CV Financial Services Limited	England	Administration of the Jaeger store credit card	100%
Jaeger Danmark AS	Denmark	Retail distribution of Jaeger Clothing	100%
Jaeger Canada Inc	Canada	Retail distribution of Jaeger Clothing	100%
Jaeger Card Services Limited	England	Dormant	100%

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008 (continued)

9 Debtors

	2008 £'000	2007 £'000
Amounts owed by group undertakings	7,853	6,586
Other debtors	1	1
Prepayments	38	46
	7,892	6,633

Amounts owed by group undertakings are unsecured and have no date specified for repayment

10 Creditors – amounts falling due within one year

	2008 £'000	2007 £'000
Obligations under hire purchase contracts and finance	90	260
Amounts due to group undertakings	957	369
Other taxation and social security	1,860	1,774
Accruals and deferred income	1,198	186
Other loans (note 13)	250	125
	4,355	2,714

Amounts owed to group undertakings are unsecured and have no dates specified for repayment

11 Creditors – amounts falling due after more than one year

	2008 £'000	2007 £'000
Obligations under hire purchase contracts and finance	-	90
Other loans (note 13)	646	875
	646	965

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008 (continued)

12 Creditors – amounts falling due after more than one year (continued)

Hire Purchase contracts and finance leases

The obligations under hire purchase contracts and finance leases are secured on assets held in The Jaeger Company Limited, a subsidiary undertaking.

The future minimum lease payments to which the company is committed under hire purchase contracts and finance leases are as follows:

	2008 £'000	2007 £'000
In one year or less	92	280
Between one and two years	-	92
Between two and five years	-	-
	92	372
Less future finance charges	(2)	(22)
	90	350

13 Other loans

Other loans are repayable as follows

	2008 £'000	2007 £'000
In one year or less	250	125
In more than one year but not more than two years	646	250
In more than two years but not more than five years	-	625
	896	1,000

The £896,000 other loan is to be repaid by 30 September 2009 according to an agreed repayment schedule. Interest is payable at a fixed rate of 7.0% per annum.

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008 (continued)

14 Called up share capital

	Number of shares	£'000
Authorised – 2008 and 2007:		
Ordinary shares of 25p each	40,186,000	10,047
"A" ordinary shares of 25p each	1,004,500	251
5 25% first cumulative preferences shares of £1 each	500,000	500
6.5% second cumulative preference shares of £1 each	516,300	516
Unclassified shares of 25p each	912,300	228
Deferred ordinary shares of £1 each	120	-
		11,542
Allotted and fully paid: - 2008 and 2007:		
Ordinary shares of 25p each	40,186,000	10,047
"A" ordinary shares of 25p each	1,004,500	251
Deferred ordinary shares of £1 each	5	-
5.25% first cumulative preference shares of £1 each	500,000	500
6.5% second cumulative preference shares of £1 each	516,300	516
Total		11,314

The deferred shares are not entitled to receive a dividend. On a winding up the holders shall rank *pari passu* with the ordinary shares to receive repayments of capital but only after the ordinary shareholders have received a return of capital of £10,000,000 per share. The holders have no voting rights.

The unclassified shares rank *pari passu* with the ordinary shares.

The 5.25% first cumulative preference shares carry a fixed cumulative preferential dividend. The shares have no redemption entitlement.

On a winding up the holders have priority before all other classes of shares to receive repayment of capital plus any arrears of dividend. The holders have no voting rights.

The 6.5% second cumulative preference shares carry a fixed cumulative preferential dividend. The shares have no redemption entitlement. On a winding up the holders have priority after the first cumulative preference shares but before all other classes of shares to receive repayment of capital plus any arrears of dividend. The holders have no voting rights. The holders of the preference shares have waived their rights in respect of all dividends up to 23 February 2008.

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008 (continued)

15 Share premium account

	£'000
At 24 February 2007 and at 23 February 2008	6,036

16 Profit and loss account reserve

	£'000
At 24 February 2007	628
Result for the period	-
At 23 February 2008	628

17 Reconciliation of movements in shareholders' funds

	2008 £'000	2007 £'000
Retained result for the financial period		-
Net change in shareholders' funds		-
Opening shareholders' funds	17,978	17,978
Closing shareholders' funds	17,978	17,978

18 Ultimate parent undertaking

The company's immediate and ultimate parent undertaking is Jaeger Group Limited, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the group financial statements are available from the company's registered office at 57 Broadwick Street, London, W1F 9QS. Jaeger Group Limited is controlled by H P Tillman.

19 Contingent Liabilities

The company and its fellow group undertakings in the Jaeger Group Limited have given a cross guarantee secured over the assets of certain fellow group undertakings. At 23 February 2008 the total of the indebtedness under these guarantees was £7,650,000 (2007: £5,104,000)

Jaeger Holdings Limited

Notes to the financial statements for the 52 weeks ended 23 February 2008 (continued)

20 Related party transactions

The company is exempt under the terms of FRS 8 from disclosing related party transactions with entities that are part of the Jaeger Group Limited. Other related party transactions are detailed below

Regent Trading Limited is a related party because H P Tillman is a shareholder in the company. The Company charged costs of £8,375 (2007: £3,652) to Regent Trading Limited during the period and at the period end the amount receivable was £3,083 (2007: £522).