



State of Rhode Island
and Providence Plantations
Office of the Secretary of State

A. Ralph Mollis, Secretary of State
Corporations Division
148 W. River Street
Providence, RI 02904-2611
401.222.3041

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2009

Filing Period: January 1 - March 1 • **Filing Fee:** \$50.00* • **THIS REPORT MUST BE TYPED OR PRINTED LEGIBLY IN BLACK INK.**

* In accordance with R.I.G.L. 7-1.2-1501(c), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c)(d)) is subject to a penalty fee of \$25.00.

1. Corporate ID No. 62923	2. Name of Corporation The Talbots, Inc.		
3. Street Address Principal Business Office 175 Beal Street	City Hingham	State MA	Zip 02043
4. Business Phone No. 781-749-7600	5. State of Incorporation Delaware		
6. Brief Description of the Character of Business Conducted in Rhode Island			

7. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

President Name Trudy E. Sullivan			Vice President Name Michael Smaldone		
Street Address 175 Beal Street			Street Address 175 Beal Street		
City Hingham	State MA	Zip 02043	City Hingham	State MA	Zip 02043
Secretary Name Richard T. O'Connell			Treasurer Name		
Street Address 175 Beal Street			Street Address		
City Hingham	State MA	Zip 02043	City	State	Zip

8. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name Trudy E. Sullivan			Director Name Motoya Okada		
Street Address 175 Beal Street			Street Address 5-1, 1-Chome, Nakase, Mihama-Ku		
City Hingham	State MA	Zip 02043	City Chiba-City	State 261 Japan	Zip
Director Name Isao Tsuruta			Director Name Tsutomu Kajita		
Street Address 450 Seventh Ave., 42nd Fl.			Street Address 5-1, 1-Chome, Nakase, Mihama-Ku		
City New York	State NY	Zip 10123	City Chiba-City	State 261 Japan	Zip

9. SHARES AUTHORIZED

200,000,000

This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.

10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☐

ISSUED SHARES — THIS SECTION MUST BE COMPLETED

Number of Shares	Class/Series	Par Value
81,125,526	Common	.01

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

File Date **FILED**

Check No. **FEB 26 2009**

By **3078643**

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature **Carol G. Stone** Date **2/23/09**

Print or Type Name **Carol G. Stone**

Title **Sr. VP, Finance**

THE TALBOTS, INC.

DIRECTORS

TRUDY F. SULLIVAN	MEMBER
MOTOYA OKADA	MEMBER
ISAO TSURUTA	MEMBER
TSUTOMU KAJITA	MEMBER
SUSAN SWAIN	MEMBER
JOHN GLEESON	MEMBER
GARY PFEIFFER	MEMBER
YOSHIHIRO SANO	MEMBER

Business Address

175 BEAL STREET, HINGHAM, MA 02043
 5-1, 1-CHOME, NAKASE, MIHAMA-KU, CHIBA-CITY, 261 JAPAN
 450 SEVENTH AVE., 42ND FLOOR, NEW YORK, NY 10123
 5-1, 1-CHOME, NAKASE, MIHAMA-KU, CHIBA-CITY, 261 JAPAN
 C-SPAN, 400 N. CAPITOL ST, NW #650, WASHINGTON, D.C. 20001
 673 W. WRIGHWOOD AVE., CHICAGO, IL 60614
 609 EDGEHILL RD., WESTOVER HILLS, GREENVILLE, DE 19807
 6407 RIGGS PLACE, LOS ANGELES, CA 90045

OFFICERS

TRUDY F. SULLIVAN	PRESIDENT & CEO	175 BEAL STREET, HINGHAM, MA 02043
MICHAEL SMALDONE	CHIEF CREATIVE OFFICER	175 BEAL STREET, HINGHAM, MA 02043
PAULA BENNETT	PRESIDENT - J. JILL BRAND	175 BEAL STREET, HINGHAM, MA 02043
LORI WAGNER	EXEC VP, CHIEF MARKETING OFFICER	175 BEAL STREET, HINGHAM, MA 02043
BASHA COHEN	EXEC VP, CHIEF MERCHANDISING OFFICER	175 BEAL STREET, HINGHAM, MA 02043
GREG POOLE	EXEC VP, CHIEF SUPPLY CHAIN OFFICER	175 BEAL STREET, HINGHAM, MA 02043
MICHELE M. MANDELL	EXEC VP, STORES	175 BEAL STREET, HINGHAM, MA 02043
RICHARD T. O'CONNELL, JR.	EXEC VP, LEGAL & REAL ESTATE; SECRETARY	175 BEAL STREET, HINGHAM, MA 02043
JOHN FISKE, III	SENIOR VP, HUMAN RESOURCES	175 BEAL STREET, HINGHAM, MA 02043
EDWARD L. LARSEN	SENIOR VP, FINANCE; CFO;	175 BEAL STREET, HINGHAM, MA 02043
BRUCE L. PRESCOTT	SENIOR VP, DIRECT MARKETING & CUST. SERV.	175 BEAL STREET, HINGHAM, MA 02043
CHARLES R. RICHARDSON	SENIOR VP, INFORMATION SERVICES	175 BEAL STREET, HINGHAM, MA 02043
JEANNIE BARSAM	SENIOR VP, MERCH. ADMIN. & INV. CONTROL	175 BEAL STREET, HINGHAM, MA 02043
PETER S. DELAHUNT	VP, BUSINESS DEVELOPMENT	175 BEAL STREET, HINGHAM, MA 02043
JULIE F. LORICAN	SENIOR VP, INVESTOR RELATIONS & MEDIA RELATIONS	175 BEAL STREET, HINGHAM, MA 02043
BRUCE J. MACGREGOR	VP, TALBOTS KIDS & MENS	175 BEAL STREET, HINGHAM, MA 02043
CAROL GORDON STONE	SENIOR VP, FINANCE; CORPORATE CONTROLLER	175 BEAL STREET, HINGHAM, MA 02043
GARY YUNKER	VP, FINANCIAL PLANNING & ANALYSIS	175 BEAL STREET, HINGHAM, MA 02043
MARA D. CALAME	SEN. CORPORATE COUNSEL & ASST. SECRETARY	175 BEAL STREET, HINGHAM, MA 02043
JOHN L. FLORIO	SEN. CORPORATE COUNSEL & ASST. SECRETARY	175 BEAL STREET, HINGHAM, MA 02043
LIZANNE NIELSEN-KINDLER	SENIOR VP, GENERAL MERCHANDISE MANAGER	175 BEAL STREET, HINGHAM, MA 02043
JANE GREEN	VP, RESEARCH AND DEVELOPMENT	175 BEAL STREET, HINGHAM, MA 02043
DIANE BASILE	VP, CREATIVE SERVICES	175 BEAL STREET, HINGHAM, MA 02043

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FEB 26 2009

By 62923