

DEUTSCHE BANK AG\

Form SC 13G

February 14, 2006

Deutsche Bank AG  
Taunusanlage 12, D-60325  
Frankfurt am Main  
Federal Republic of Germany

Jeffrey A. Ruiz  
Vice President  
Telephone: (212) 250-3667

February 14, 2006

Securities and Exchange Commission  
SEC Document Control  
450 Fifth Street, N.W.  
Washington, DC 20549  
Attn: Filing Desk

Dear Sir or Madame:

Re: Filing of Schedule 13G - Birks & Mayors, Inc.

Pursuant to Rule 13d-1 of the Securities Exchange Act of 1934, attached is one copy of Schedule 13G with respect to the common stock of the above referenced corporation.

Please acknowledge your receipt of the Schedule 13G by return e-mail confirmation.

Sincerely,

Jeffrey A. Ruiz

Enclosures

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

(Amendment No.)

Under the Securities Exchange Act of 1934

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Birks & Mayors Inc.

NAME OF ISSUER:

Class A Voting Shares (\$0.001 Par Value)

TITLE OF CLASS OF SECURITIES

090881103

CUSIP NUMBER

December 30, 2005

(Date of Event Which Requires Filing of this Statement)

Check

the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

1. NAME OF REPORTING PERSONS

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Deutsche Bank AG\*

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(A) ☐

(B) ☒ - Joint Filing

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Federal Republic of Germany

NUMBER OF  
SHARES

5.

SOLE VOTING POWER

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BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6.	SHARED VOTING POWER 1,536,047
	7.	SOLE DISPOSITIVE POWER
	8.	SHARED DISPOSITIVE POWER 1,536,047

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,536,047

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES [ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

44.09%

12. TYPE OF REPORTING PERSON

HC, CO,

\* In accordance with Securities Exchange Act Release No. 39538 (January 12, 1998), this amended filing reflects the securities beneficially owned by the Private Clients and Asset Management business group ("PCAM") of Deutsche Bank AG and its subsidiaries and affiliates (collectively, "DBAG"). This filing does not reflect securities, if any, beneficially owned by any other business group of DBAG. Consistent with Rule 13d-4 under the Securities Exchange Act of 1934 ("Act"), this filing shall not be construed as an admission that PCAM is, for purposes of Section 13(d) under the Act, the beneficial owner of any securities covered by the filing.

1. NAME OF REPORTING PERSONS

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Deutsche Bank International Trust Co. Limited

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(A) [ ]  
(B) [X] - Joint Filing

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Guernsey

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER
	6.	SHARED VOTING POWER 1,536,047
	7.	SOLE DISPOSITIVE POWER
	8.	SHARED DISPOSITIVE POWER

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1,536,047

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,536,047

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES [ ]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

44.09%

12. TYPE OF REPORTING PERSON

IA, CO,

\* In accordance with Securities Exchange Act Release No. 39538 (January 12, 1998), this amended filing reflects the securities beneficially owned by the Private Clients and Asset Management business group ("PCAM") of Deutsche Bank AG and its subsidiaries and affiliates (collectively, "DBAG"). This filing does not reflect securities, if any, beneficially owned by any other business group of DBAG. Consistent with Rule 13d-4 under the Securities Exchange Act of 1934 ("Act"), this filing shall not be construed as an admission that PCAM is, for purposes of Section 13(d) under the Act, the beneficial owner of any securities covered by the filing.

Item 1(a). Name of Issuer:

Birks & Mayors Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

1240 Square Phillips Montreal, PQ H3B 3H4 Canada

Item 2(a). Name of Person Filing:

Deutsche Bank AG (the "Reporting Person")  
Deutsche Bank International Trust Co. Limited

Item 2(b). Address of Principal Business Office or, if none, Residence:

Taunusanlage 12, D-60325  
Frankfurt am Main  
Federal Republic of Germany

Item 2(c). Citizenship:

See Item 4 of Cover Pages

Item 2(d). Title of Class of Securities:

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The title of the securities is Class A Voting Shares, \$0.001 par value ("Common Stock").

Item 2(e).

CUSIP Number:

The CUSIP number of the Common Stock is set forth on the cover page.

Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act;
- (b) ☐ Bank as defined in section 3(a)(6) of the Act;
- (c) ☐ Insurance Company as defined in section 3(a)(19) of the Act;
- (d) ☐ Investment Company registered under section 8 of the Investment Company Act of 1940;
- (e) ☐ An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan, or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) ☐ Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) ☐ A savings association as defined in section 3(b) of the Federal Deposit Insurance Act;
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- (j) ☐ Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4.

Ownership.

(a) Amount beneficially owned:

See Item 9 of Cover Pages

(b) Percent of class:

See Item 11 of Cover Pages

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(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

See Item 5 of Cover Pages

(ii) shared power to vote or to direct the vote:

See Item 6 of Cover Pages

(iii) sole power to dispose or to direct the disposition of:

See Item 7 of Cover Pages

(iv) shared power to dispose or to direct the disposition of:

See Item 8 of Cover Pages

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

The Reporting Person has been informed that Prime Investments SA has the right to receive dividends from the Common Stock and proceeds from the sale of the Common Stock.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit I

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the

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effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: 2/14/06

DEUTSCHE BANK AG

By: /s/ Jeffrey A. Ruiz  
Name: Jeffrey A. Ruiz  
Title: Vice President

By: /s/ Pasquale Antolino  
Name: Pasquale Antolino  
Title: Associate

SIGNATURE

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: 2/14/06

Deutsche Bank International Trust Co. Limited

By: /s/ Nick Harwood  
Name: Nick Harwood  
Title: Associate

By: /s/ Yogesh Gokool  
Name: Yogesh Gokool  
Title: Authorized Signatory

### Exhibit I

The Reporting Person, Deutsche Bank AG, is a parent holding company. This filing is being made pursuant to Rule 13d-1(d). The relevant subsidiary is:

Deutsche Bank International Trust Co. Limited a Guernsey registered Company, as Trustee of the Pine Trust and Beech Settlement