

Return of Final Meeting in a
Members' Voluntary Winding Up

Pursuant to Section 94 of the
Insolvency Act 1986

To the Registrar of Companies

S.94

Company Number

00771516

Name of Company

BAE Systems Electronics Overseas Ltd

I / We

John David Thomas Milsom, 8 Salisbury Square, London, EC4Y 8BB

Allan Watson Graham, 8 Salisbury Square, London, EC4Y 8BB

Note The copy account must be
authenticated by the written
signature(s) of the Liquidator(s)


give notice that a general meeting of the company was duly held or/summoned for 24 June 2014 pursuant to section 94 of the Insolvency Act 1986, for the purpose of having an account (of which a copy is attached) laid before it showing how the winding up of the company has been conducted, and the property of the company has been disposed of and that ~~the same was done accordingly~~ no quorum was present at the meeting

~~The meeting was held at KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB~~

The winding up covers the period from 3 December 2013 (opening of winding up) to the final meeting 24 June 2014 (close of winding up)

The outcome of the meeting (including any resolutions passed at the meeting) was as follows

No quorum was present at the meeting and the chairman noted that the liquidators would accordingly vacate office and be released immediately after sending the final account to the register of companies pursuant to 173(2)(d) of the Insolvency Act 1986

Signed 

Date 24 June 2014

KPMG LLP
PO Box 695
8 Salisbury Square
London
EC4Y 8BB

Ref BDC1294235/MXT

SATURDAY



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COMPANIES HOUSE

BAE Systems Electronics Overseas Limited - in Members' Voluntary Liquidation (the 'Company')

Liquidators' final progress report for the period from 3 December 2013 to 24 June 2014 for the final meeting of members held on 24 June 2014

Name	BAE Systems Electronics Overseas Limited
Trading name / Former names	Marconi Electronics Overseas Limited (until 23/02/2000) GEC-Marconi Electronics Overseas Limited (until 11/11/1998) GEC Traffic Automation (International) Limited (until 27/03/1992)
Company number	00771516
Previous registered office	PO Box 87, Farnborough Aerospace Centre, Farnborough, Hampshire, GU14 6YU
Present registered office	KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB
Joint Liquidators	John David Thomas Milsom & Allan Watson Graham
Joint Liquidators' address	KPMG LLP, 8 Salisbury Square, London, EC4Y 8BB
Date of appointment	3 December 2013
Appointed by	Members

Receipts and payments

Declaration of solvency	£	ASSET REALISATIONS	£	£
	100	Inter-company debt	NIL	
		DISTRIBUTIONS		
		Ordinary shareholders	NIL	
	100			NIL

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation, showed a debt totalling £100 due from BAE Systems plc. The debt has been distributed by assignment to BAE Systems Electronics Limited, as sole shareholder of the Company (see "Distributions" below).

The Company had no known creditors. A notice to creditors to prove their claims in the liquidation was advertised in The London Gazette newspaper on 16 December 2013. No creditors were forthcoming as a result of this advertisement.

A search of the Index of Proprietors' Names at HM Land Registry revealed eight positive title searches. However, on further investigation, it transpired the eight titles were actually registered in the name of BAE Systems Electronics Limited, the shareholder of the Company. Therefore, no further action was required.

Tax

The Company's tax advisors advised that the Company had dormant corporation tax status. Following their appointment, the Joint Liquidators sought and received confirmation from HM Revenue and Customs ("HMRC") that the Company had no outstanding corporation tax returns or liabilities, that it would not raise enquiries into any pre or post liquidation periods and that it had no objection to the liquidators calling a final meeting of members to conclude the liquidation.

A similar assurance was sought and received from HMRC in respect of PAYE and VAT matters.

Distributions

On 12 May 2014 the Joint Liquidators declared a first and final distribution of the assets of the Company to BAE Systems Electronics Limited, as the sole beneficial shareholder of the Company.

The distribution was at the rate of £1 per £1 Ordinary share and was effected by assignment of the debt totalling £100 due to the Company from BAE Systems plc.

Joint Liquidators' remuneration and expenses

A written resolution was passed on 3 December 2013 that the remuneration of the Joint Liquidators be fixed at their normal charging rates according to the time properly spent by them and members of their staff in attending to matters arising in the winding up of the Company

In the event, the liquidators' remuneration has been paid by another group company and accordingly no detailed analysis is included in this report.



24 June 2014

John David Thomas Milsom
Joint Liquidator

John David Thomas Milsom and Allan Watson Graham are authorised to act as Insolvency Practitioners by the Institute of Chartered Accountants in England & Wales