

Section 94

Return of Final Meeting in a
Members' Voluntary Winding UpPursuant to Section 94 of the
Insolvency Act 1986

To the Registrar of Companies

S.94

Company Number

00692380

Name of Company

BAE Systems InFlight Systems (Overseas) Limited

I / We

John David Thomas Milsom, 15 Canada Square, Canary Wharf, London, E14 5GL

Allan Watson Graham 15 Canada Square, Canary Wharf, London, E14 5GL

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 ~~on~~/summoned for 17 December 2015 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 winding up covers the period from 16 June 2015 (opening of winding up) to 17 December 2015 (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 their office and have their release, pursuant to 173(2)(d) of the Insolvency Act 1986, immediately after sending a copy of the final account to the Registrar of Companies

Signed



Date 18 December 2015

KPMG LLP
15 Canada Square
Canary Wharf
London
E14 5GL

Ref BF619A5209/MXT/MS

TUESDAY



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22/12/2015

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COMPANIES HOUSE

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

**Liquidators' final progress report for the period from 16 June 2015 to 17 December 2015
presented at the final meeting of members held on 17 December 2015**

Name	BAE Systems InFlight Systems (Overseas) Limited
Former names	GEC-Marconi Inflight Systems Overseas Limited (until 23/03/2000) GEC-Marconi Inflight Systems Limited (until 03/09/1993) GEC-Marconi In Flight Systems Limited (until 09/11/1992) GEC Avionics Projects (UK) Limited (until 07/12/1990) English Electric Insurances Limited (until 02/01/1985)
Company number	00692380
Previous registered office	Warwick House, PO Box 87, Farnborough Aerospace Centre, Hampshire GU14 6YU
Present registered office	15 Canada Square, London E14 5GL
Joint Liquidators	John David Thomas Milsom and Allan Watson Graham
Joint Liquidators' address	KPMG LLP, 15 Canada Square, London E14 5GL
Date of appointment	16 June 2015
Appointed by	Members

*BAE Systems InFlight Systems (Overseas) Limited - in Members Voluntary Liquidation
Liquidators' final progress report for the period from 16 June 2015 to 17
December 2015 presented at the final meeting of members held on 17 December
2015*

Receipts and payments

Declaration of solvency			
£	ASSET REALISATIONS	£	£
100	Inter-company debt	<u>NIL</u>	
	DISTRIBUTIONS		
	Ordinary shareholders	<u>NIL</u>	
<u>100</u>			<u>NIL</u>

The declaration of solvency, sworn by the directors prior to the commencement of the liquidation showed a debt due from BAE Systems plc Treasury. 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 on 26 June 2015. No creditors were forthcoming as a result of this advertisement.

A search of the Index of Proprietors' Names at HM Land Registry proved negative.

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.

Distributions

On 15 December 2015 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 of £100 due to the Company by BAE Systems plc Treasury.

Joint Liquidators' remuneration and expenses

A written resolution was passed on 16 June 2015 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 Joint Liquidators' remuneration has been paid by another group company and accordingly no detailed analysis is included in this report



Signed

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 of England and Wales
We are bound by the Insolvency Code of Ethics