

BAE SYSTEMS Land Systems (Singapore Investments) Limited

**Directors' report and financial statements
Year ended 31 December 2007
Registered number 3570526**

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DIRECTORS' REPORT AND FINANCIAL STATEMENTS

Contents

Directors' report	1
Statement of directors' responsibilities in respect of the directors' report and the financial statements	2
Profit and loss account	3
Balance sheet	4
Notes	5

Directors' report

The directors present their annual report and the unaudited financial statements for the year ended 31 December 2007

Business review

The Company is a wholly owned subsidiary of BAE SYSTEMS Land Systems (Finance) Limited. The Company is an investment holding company and has not traded in the period.

Profit and dividends

The Company made no profit or loss for the year (2006 £nil). The directors do not recommend the payment of a dividend (2006 £nil).

Directors

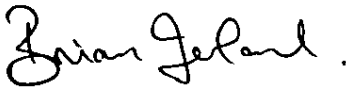
The directors who held office during the year and at the date of this report were as follows:

A O B Davies

J P Grant (resigned 26/11/2007)

B W Ierland (appointed 26/11/2007)

By order of the Board



B W Ierland
Director

Warwick House
PO Box 87
Farnborough Aerospace Centre
Farnborough
Hants
GU14 6YU

23rd June 2008

Statement of directors' responsibilities in respect of the directors' report and the financial statements

The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

The financial statements are required by law to 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.

In preparing these financial statements, the directors are required to

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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 its financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Profit and loss account
for the year ended 31 December 2007

During the year the Company has received no income and incurred no expenditure
Consequently the Company has made neither a profit nor a loss

The Company has not made any other gains or losses for the current and prior year

Balance sheet
 at 31 December 2007

	Note	2007 £	2006 £
Fixed Assets			
Investments	4	<u>11,895,696</u>	<u>11,895,696</u>
Creditors due within one year	5	<u>(11,895,695)</u>	<u>(11,895,695)</u>
Net current liabilities		<u>(11,895,695)</u>	<u>(11,895,695)</u>
Total assets less current liabilities		<u>1</u>	<u>1</u>
Capital and reserves			
Called up share capital	6	<u>1</u>	<u>1</u>
Equity shareholders' funds		<u>1</u>	<u>1</u>

The notes on pages 5 to 7 form part of these financial statements

- (a) For the year ended 31st December 2007 the Company was entitled to exemption under section 249AA(1) of the Companies Act 1985
- (b) Members have not required the Company to obtain an audit in accordance with section 249B(2) of the Companies Act 1985
- (c) The directors acknowledge their responsibility for
 - i ensuring the Company keeps accounting records which comply with section 221, and
 - ii preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company

These financial statements were approved by the board of directors on 23rd June 2008 and were signed on its behalf by



B W Jerland
 Director

Notes

(forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements

Basis of preparation

The financial statements have been prepared under historical cost accounting rules, and in accordance with the Companies Act 1985 and applicable accounting standards

Under Financial Reporting Standard 1 the company is exempt from the requirement to prepare a cash flow statement on the grounds that a parent undertaking includes the Company in its own published consolidated financial statements

As the company is a wholly owned subsidiary of BAE SYSTEMS plc, the Company has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions or balances with entities which form part of the group. The consolidated financial statements of BAE SYSTEMS plc, within which this company is included, can be obtained from the address given in note 8

FRS 29

The Accounting Standards Board has issued FRS 29 'Financial Instruments Disclosures', applicable for the year ended 31 December 2007. As the Company is a wholly owned subsidiary of BAE SYSTEMS plc, it is exempt from presenting FRS 29 disclosures as full equivalent disclosures are presented on a group basis within the consolidated financial statements

Investments

Fixed asset investments are included at cost less provision for any diminution in value

2 Directors' remuneration, staff numbers and costs

The only persons employed by the Company during the period were the directors, none of whom received any remuneration from the Company (2006 £nil). The directors of the Company were paid for their services by either the intermediate parent undertaking, Alvis Limited or by fellow group undertaking BAE Systems Land Systems (Munitions and Ordnance) Limited. Disclosure of these amounts is given in the financial statements of those companies

3 Taxation

No provision for current or deferred tax is required

Notes (continued)

4 Investments

At 31 December 2006 and at 31 December 2007 £
11,895,696

The carrying value of investments was wholly in respect of unlisted subsidiary undertakings

The directors acknowledge that given the uncertainty over the future profitability of the subsidiary undertakings, up to £3.4m of the investments currently held may not be recoverable. However, no adjustment has been made in the accounts in respect of this.

The Company held the following investments at 31 December 2007

	% of Ordinary Share Capital owned	Country of incorporation & operation
BAE SYSTEMS Land Systems (Investments AVT) Limited	100	Great Britain
BAE SYSTEMS Land Systems (Investments HMC) Limited	100	Great Britain
BAE SYSTEMS Land Systems (Investments AVG) Limited	100	Great Britain

5 Creditors due within one year

	2007 £	2006 £
Amounts owed to subsidiary undertaking	11,895,695	11,895,695

6 Share capital

	2007 £	2006 £
Authorised 100 ordinary shares of £1 each	100	100
Allotted, called up and fully paid 1 ordinary share of £1 each	1	1

Notes *(continued)*

7 Immediate parent company

The Company is a subsidiary undertaking of BAE SYSTEMS Land Systems (Finance) Limited, a company incorporated in Great Britain and registered in England and Wales

8 Ultimate parent company and parent undertaking of larger group of which the company is a member

The ultimate parent company is BAE SYSTEMS plc, a company incorporated in Great Britain and registered in England and Wales. The largest and smallest group in which the results of the company are consolidated is that headed by BAE SYSTEMS plc. The consolidated accounts of that company are available to the public and may be obtained from the registered office, 6 Carlton Gardens, London SW1Y 5AD.