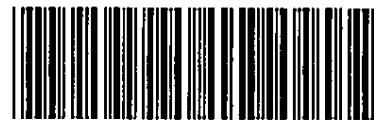


**EASTWOOD TREASURY COMPANY LIMITED**

**Directors' report and financial statements**

**31 December 2012**

WEDNESDAY



\*A2BSQZEH\*

A36

03/07/2013

#208

COMPANIES HOUSE

# **EASTWOOD TREASURY COMPANY LIMITED**

## **CONTENTS**

## **Page**

<b>Directors' report</b>	<b>1</b>
<b>Statement of directors' responsibilities in respect of the Director's Report and the financial statements</b>	<b>2</b>
<b>Independent auditor's report to the members of Eastwood Treasury Company Limited</b>	<b>3</b>
<b>Profit and loss account</b>	<b>4</b>
<b>Balance sheet</b>	<b>5</b>
<b>Reconciliation of movements in shareholders' funds</b>	<b>6</b>
<b>Notes to the accounts</b>	<b>7</b>

# **EASTWOOD TREASURY COMPANY LIMITED**

## **DIRECTORS' REPORT**

The directors present their report and the audited financial statements for the Company for the year ended 31 December 2012

### **BUSINESS REVIEW AND PRINCIPAL ACTIVITY**

The principal activity of the Company was to manage inter-company loan balances and deposit surplus balances with the ultimate controlling parties. The Company did not trade during the year.

### **RESULTS**

During the year ended 31 December 2012, the Company did not trade and has no plans to trade in the foreseeable future.

As the directors intend to liquidate the Company following the settlement of the net assets, they have not prepared the financial statements on a going concern basis. The effect of this is explained in note 1.

The Company's loss for the financial year is £216,372 (2011: £nil). The directors propose a final dividend for 2012 of £5,166,531 (2011: £nil).

### **DIRECTORS**

The directors who held office during the year and up to the date of signing the report were

A C Simmons

M S Cooper

### **DISCLOSURE OF INFORMATION TO THE AUDITOR**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware, and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

### **AUDITORS**

The auditors, KPMG Audit plc, has indicated its willingness to continue in office and in accordance with section 487 (2) of the Companies Act 2006 has been reappointed.

By Order of the Board



A C Simmons

Director

17 June 2013

**Registered Number 04906408**  
**Registered Office**  
Warwick House  
PO Box 87  
Farnborough Aerospace Centre  
Farnborough  
Hampshire  
GU14 6YU

## **EASTWOOD TREASURY COMPANY LIMITED**

### **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)

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state 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. As explained in note 1, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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

**Independent auditor's report to the members of Eastwood Treasury Company Limited**

We have audited the financial statements of Eastwood Treasury Company Limited for the year ended 31 December 2012 set out on pages 4 to 8. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

**Respective responsibilities of directors and auditor**

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

**Opinion on financial statements**

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 31 December 2012 and of its loss for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Emphasis of matter – non-going concern basis of preparation**

In forming our opinion on the financial statements, which is not modified, we have considered the adequacy of the disclosure made in note 1 to the financial statements which explains the financial statements are now not prepared on the going concern basis for the reason set out in that note.

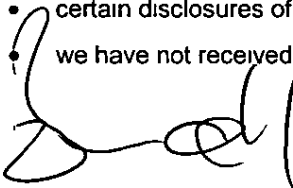
**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit.



Mike Barradell (Senior Statutory Auditor)  
For and on behalf of KPMG Audit Plc, Statutory Auditor  
Chartered Accountants  
KPMG Audit Plc  
15 Canada Square  
London  
E14 5GL  
17 June 2013

# **EASTWOOD TREASURY COMPANY LIMITED**

## **PROFIT AND LOSS ACCOUNT**

**For the year ended 31 December**

	<b>Note</b>	<b>2012 £'000</b>	<b>2011 £'000</b>
Interest payable		<b>(61)</b>	-
		<hr/>	<hr/>
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<b>(61)</b>	-
Taxation on profit on ordinary activities	5	<b>(155)</b>	-
		<hr/>	<hr/>
<b>LOSS FOR THE FINANCIAL YEAR</b>		<b>(216)</b>	-
		<hr/>	<hr/>

The Company has no recognised gains or losses other than as reported through the profit and loss account

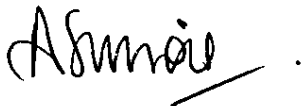
The notes on pages 7 to 8 form an integral part of these financial statements

# EASTWOOD TREASURY COMPANY LIMITED

## BALANCE SHEET As at 31 December

	Note	2012 £'000	2011 £'000
<b>CURRENT ASSETS</b>			
Debtors	4	<u>5,166</u>	<u>5,382</u>
<b>NET ASSETS</b>		<u>5,166</u>	<u>5,382</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	6	-	-
Profit and loss account	7	<u>5,166</u>	<u>5,382</u>
<b>SHAREHOLDERS' FUNDS</b>		<u>5,166</u>	<u>5,382</u>

These financial statements were approved by the Board of Directors on 17 June 2013 and were signed on its behalf by



A C Simmons

Director

Registered Number 04906408

The notes on pages 7 to 8 form an integral part of these financial statements

# **EASTWOOD TREASURY COMPANY LIMITED**

## **RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS**

**As at 31 December**

	<b>2012</b> <b>£'000</b>	<b>2011</b> <b>£'000</b>
Loss for the financial year	<b>(216)</b>	-
Opening shareholders' funds	<b>5,382</b>	<b>5,382</b>
Closing shareholders' funds	<b>5,166</b>	<b>5,382</b>



# EASTWOOD TREASURY COMPANY LIMITED

## NOTES TO THE ACCOUNTS

### 1 ACCOUNTING POLICIES

#### Basis of preparation

The financial statements have been prepared under historical cost convention in accordance with the Companies Act 2006 and applicable accounting standards in the United Kingdom. The following accounting policies are applied consistently in dealing with items which are considered material in relation to the Company's financial statements.

In previous years, the financial statements have been prepared on a going concern basis. However, as the directors intend to liquidate the Company following the settlement of the remaining net assets, they have not prepared the financial statements on a going concern basis. No adjustments were necessary to the amounts at which the remaining net assets are included in these financial statements.

#### Cash flow statement

Under the terms of Financial Reporting Standard 1 - Cash Flow Statements (revised), the Company is exempt from the requirement to publish its own cashflow statement because it is a wholly owned subsidiary and its cash flows are included within the publicly available consolidated financial statements of its ultimate parent, BAE Systems plc.

#### Taxation

The charge for taxation is based on the profit for the year and takes account of taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes. Deferred tax is recognised on an undiscounted basis in respect of all timing differences between the treatment of certain items for taxation and accounting purposes which have arisen but not reversed by the balance sheet date where there is an obligation to pay more tax, or a right to pay less tax, in the future as required by Financial Reporting Standard 19 - Deferred Tax.

#### Related Party Transactions

As the Company is a wholly owned subsidiary of BAE Systems plc, the Company has taken advantage of the exception contained in Financial Reporting Standard 8 - Related Party Disclosures, and has therefore not disclosed transactions or balances with wholly owned subsidiaries which form part of the Group.

### 2 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

The auditor's remuneration of £1,000 for 2012 (2011: £1,000) has been borne by BAE Systems Integrated System Technologies Limited, the immediate parent company.

### 3 DIRECTORS AND EMPLOYEES

The Company did not employ any staff during the year ended 31 December 2012 (2011: nil).

The directors are full time executives of other Group companies. They do not receive any remuneration for their services as directors of the Company and it is not practicable to allocate their emoluments for other services.

### 4. DEBTORS

	2012 £'000	2011 £'000
Amounts owed by immediate parent company	<u>5,166</u>	<u>5,382</u>

# EASTWOOD TREASURY COMPANY LIMITED

## NOTES TO THE ACCOUNTS (CONTINUED)

### 5 TAXATION

The Company has not provided for corporation tax for the year as any taxable profits will be covered by the surrender of losses from other Group companies, in respect of which no payment will be made

The factors influencing the current tax charge are explained below

	2012 £'000	2011 £'000
(Loss) before taxation	(61)	-
Tax credit on (loss) at UK rate of 24.5% (2011 26.5%)	15	-
Imputed Interest (income)	(27)	(41)
Group losses provided free of charge	12	41
Adjustments in respect of prior years	(155)	-
<b>Current tax (charge) for the year</b>	<b>(155)</b>	<b>-</b>

Provision for deferred tax is not required

### 6. CALLED UP SHARE CAPITAL

	2012 £	2011 £
<b>Issued:</b>		
2 Ordinary shares of £1 each	2	2

### 7. RESERVES

	2012 £'000	2011 £'000
Profit and loss account at 1 January	5,382	5,382
Loss for the year	(216)	-
<b>Profit and loss account at 31 December</b>	<b>5,166</b>	<b>5,382</b>

### 8 ULTIMATE PARENT UNDERTAKING

The Company's immediate parent undertakings are BAE Systems Integrated System Technologies Limited and BAE Systems Insyte Limited

The Company's ultimate controlling entity is BAE Systems plc, incorporated in Great Britain and registered in England and Wales

BAE Systems plc is the parent undertaking of the largest group of undertakings of which the Company is a member for which group accounts are prepared. Copies of the accounts of BAE Systems plc are available from its registered office at 6 Carlton Gardens, London SW1Y 5AD