

UNITED DEFENSE INDUSTRIES INC  
Form POS AM  
June 24, 2005

**As Filed with the Securities and Exchange Commission on June 24, 2005**  
**Post-Effective Amendment No. 1 to Registration Statement on Form S-3 (Registration No. 333-110966)**

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**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**Post-Effective Amendment No. 1**  
**To Form S-3**  
**REGISTRATION STATEMENT**  
**Under**  
**THE SECURITIES ACT OF 1933**

**UNITED DEFENSE INDUSTRIES, INC.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**52-2059782**  
(I.R.S. Employer Identification No.)

**1525 Wilson Boulevard, Suite 700,**  
**Arlington, Virginia, 22209-2411**  
(Address of Principal Executive Offices)

**Thomas W. Rabaut**  
**President and Chief Executive Officer**  
**United Defense Industries, Inc.**  
**1525 Wilson Boulevard, Suite 700,**  
**Arlington, Virginia, 22209-2411**  
**(703) 312-6100**

(Name, address and telephone number, including area code, of agent for service)

Copy to:  
**Sheila C. Cheston**  
**Senior Vice President, General Counsel and Secretary**  
**BAE Systems, Inc.**  
**1601 Research Boulevard**  
**Rockville, Maryland 20850**  
**(301) 838-6000**

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### Deregistration of Securities

Pursuant to Rule 478(a)(4) under the Securities Act of 1933, as amended, United Defense Industries, Inc. (the "Company") hereby withdraws from registration under this Post-Effective Amendment No. 1 any and all shares of Common Stock, par value \$0.01 per share, of the Company ("Common Stock") originally registered under the Registration Statement on Form S-3 (File No. 333-110966) which have not been issued. Following the merger of the Company with Ute Acquisition Company Inc., a wholly owned subsidiary of BAE Systems, Inc. (formally known as BAE SYSTEMS North America Inc.), such shares will not be issued or sold.

### Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, United Defense Industries, Inc. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to its Registration Statement on Form S-3 (File No. 333-110966) to be signed on its behalf by the undersigned, thereunto duly authorized, in Arlington, Virginia on the 24th day of June, 2005.

UNITED DEFENSE INDUSTRIES, INC.

By:

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Name: Thomas W.  
Rabaut  
Title: President  
and Chief  
Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 (File No. 333-110966) has been signed below by the following persons in the capacities and on the dates indicated.

| Signature                                  | Title  | Date          |
|--|--|---------------|
| *<br>Name: Thomas W. Rabaut                | President and Chief Executive Officer<br>(Principal Executive Officer)                       | June 24, 2005 |
| *<br>Name: Francis Raborn                  | Chief Financial Officer<br>(Principal Financial Officer and Principal<br>Accounting Officer) | June 24, 2005 |
| /s/ Mark H. Ronald<br>Name: Mark H. Ronald | Director   | June 24, 2005 |
|  | Director   | June 24, 2005 |

/s/ Sheila C. Cheston  
Name: Sheila C. Cheston

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\*By:

                     /s/ David

V.

Kolovat                    

Name: David V.

Kolovat

Attorney-in-fact

