

UNITED DEFENSE INDUSTRIES INC
Form SC 13G/A
February 15, 2005

OMB APPROVAL
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

United Defense Industries, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

91018B104

(CUSIP Number)

December 31, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 91018B104

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Arnhold and S. Bleichroeder Advisers, LLC, Tax ID# 57-1156902

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) ..

(b) ..

3. SEC Use Only

4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

NUMBER OF

SHARES 268,100

6. Shared Voting Power

BENEFICIALLY

OWNED BY

EACH

7. Sole Dispositive Power

REPORTING

PERSON 268,100

8. Shared Dispositive Power

WITH

9. Aggregate Amount Beneficially Owned by Each Reporting Person

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268,100

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)

0.53%

12. Type of Reporting Person (See Instructions)

IA

Item 1. (a) Name of Issuer: United Defense Industries, Inc.

(b) Address of Issuer's Principal Executive Offices
1525 Wilson Blvd., Suite 700, Arlington, VA 22209

Item 2. (a) Name of Person Filing: Arnhold and S. Bleichroeder Advisers, LLC

(b) Address of Principal Business Office or, if none, Residence:
1345 Avenue of the Americas, New York, NY 10105

(c) Citizenship: Delaware

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 91018B104

Item 3. If this statement is filed pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

(f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

(g) A parent holding company or control person in accordance with §240.13d-1(b)(ii)(G);

(h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership.

- (a) Amount beneficially owned: 268,100
- (b) Percent of class: 0.53%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote: 268,100.
 - (ii) Shared power to vote or to direct the vote: _____.
 - (iii) Sole power to dispose or to direct the disposition of: 268,100.
 - (iv) Shared power to dispose or to direct the disposition of: _____.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following x

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

N/A

Item 8. Identification and Classification of Members of the Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certification.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2005

By: /s/ Mark Goldstein
Name: Mark Goldstein
Title: Senior Vice President