Company Registration No: 06595544

IDEM (NO.3) LIMITED

Report and Financial Statements

Year ended 30 September 2015

STRATEGIC REPORT

BUSINESS REVIEW AND PRINCIPAL ACTIVITIES

Idem (No.3) Limited ('the Company') is a wholly owned subsidiary of Idem Capital Limited, which is a wholly owned subsidiary of Idem Capital Holdings Limited. Idem Capital Holdings Limited is a wholly owned subsidiary of The Paragon Group of Companies PLC ('the Group'). The Company was set up to provide finance for its mortgage and consumer finance loan assets, by borrowing from a fellow group company and using the proceeds to purchase mortgage and consumer loans from third parties.

During the year the Company operated in the United Kingdom, its principal activity is the provision of mortgage and consumer finance loans. There have been no significant changes in the Company's principal activities in the year under review. The directors are not aware, at the date of this report, of any likely major changes in the Company's activities in the next year. There have been no significant changes in the Company's principal activities in the year under review

As shown in the Company's profit and loss account on page 5, the profit after tax has increased from £2,796,000 to £3,588,000. This was principally due to an increase in interest receivable on the loans, which reflects the improvement in the loans performance during the year.

The balance sheet on page 6 of the financial statements shows the Company's financial position at the year end. Net assets have increased as a result of the retained profit for the year less the interim dividend paid during the year. Details of amounts owed from and to other group companies are shown in notes 9 and 12.

The directors recommend no final dividend (2014: £nil) which, given the interim dividend of £3,500 per share (2014: £2,000 per share), means a total dividend for the year of £3,500 per share (2014: £2,000 per share).

The Group manages its operations on a centralised basis. For this reason, the Company's directors believe that further key performance indicators for the Company are not necessary or appropriate for an understanding of the development, performance or position of the business. The performance of the Group's loan assets operation, which includes the Company, is discussed in the Group's Annual Report, which does not form part of this Report.

PRINCIPAL RISKS AND UNCERTAINTIES

An analysis of the Company's exposure to risk, including financial risk, and the steps taken to mitigate these risks are set out in note 3, and a discussion of critical accounting estimates is set out in note 2.

After considering the above, the directors have a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future. This is further supported by the Group holding sufficient cash resources to support the Company's obligations as they fall due. For this reason, they continue to adopt the going concern basis in preparing the Financial Statements.

ENVIRONMENT

The Group recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any damage that might be caused by the Group's activities. The Company operates in accordance with group policies, which are described in the Group's Annual Report, which does not form part of this Report.

EMPLOYEES

The Company has no employees. All operational services are provided by employees of the Group. The Group's employment policies are described in its Annual Report, which does not form part of this Report.

Approved by the Board of Directors

and signed on behalf of the Board

K G Allen

Director

4 February 2016

DIRECTORS' REPORT

The directors present their annual report prepared in accordance with Schedule 7 to the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 and the audited Financial Statements of Idem (No.3) Limited, a company registered in England and Wales with registration no: 06595544, for the year ended 30 September 2015.

DIRECTORS

The directors throughout the year and subsequently were:

R D Shelton

R J Woodman

K G Allen

AUDITOR

The directors have taken all reasonable steps to make themselves and the Company's auditors, Deloitte LLP, aware of any information needed in preparing the audit of the Annual Report and Financial Statements for the year, and, as far as each of the directors is aware, there is no relevant audit information of which the auditors are unaware.

The directors of the Company's parent company, having considered the new requirements for rotation of auditors and the length of service of Deloitte LLP conducted an audit tender process during the financial year. KPMG LLP were selected as a result of this process, and have expressed their willingness to take office.

Having regard to the benefits of all Group entities sharing the same auditor, the directors resolved that KPMG LLP should also be appointed as auditors of the Company and a resolution for the appointment of KPMG LLP as the auditors of the Company in place of Deloitte LLP is to be proposed at the forthcoming Annual General Meeting.

INFORMATION PRESENTED IN OTHER SECTIONS

Certain information required to be included in a directors' report by the Companies Act 2006 and regulations made there under can be found in the other sections of the Annual Report, as described below. All of the information presented in these sections is incorporated by reference into this Directors' Report and is deemed to form part of this report.

- Commentary on the likely future developments in the business of the Company is included in the Strategic Report.
- A description of the Company's financial risk management objectives and policies, and its exposure to risks arising from its use of financial instruments are set out in note 3 to the accounts.
- Disclosure on any dividends paid during the year is included in the Strategic Report.

Approved by the Board of Directors

and signed on behalf of the Board

K G Allen

Director

4 February 2016

Registered Office: 51 Homer Road, Solihull, West Midlands, B91 3QJ

STATEMENT OF DIRECTORS' RESPONSIBILITIES
in relation to Financial Statements

The directors are responsible for preparing the Annual 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 the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IDEM (NO.3) LIMITED

We have audited the financial statements of Idem (No.3) Limited for the year ended 30 September 2015 which comprise the profit and loss account, the balance sheet and the related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom 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 Statement of Directors' Responsibilities, 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
An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

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 30 September 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matters prescribed by the Companies Act 2006
In our opinion the information given in the Strategic Report and 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.

Peter Birch (Senior Statutory Auditor)

for and on behalf of Deloitte LLP

Chartered Accountants and Statutory Auditor

Birmingham, United Kingdom

4 February 2016

PROFIT AND LOSS ACCOUNT

YEAR ENDED 30 SEPTEMBER 2015

	Note	2015 £000	2014 £000
Interest receivable			
Loans		5,612	4,944
Other		1	1
		5,613	4,945
Interest payable and similar charges	4	(760)	(817)
Net interest income		4,853	4,128
Other operating income		12	15
Total operating income		4,865	4,143
Operating expenses		(352)	(558)
Operating profit, being profit on ordinary activities before taxation	6	4,513	3,585
Tax on profit on ordinary activities	7	(925)	(789)
Profit on ordinary activities after taxation	11	3,588	2,796

All activities derive from continuing operations.

There are no recognised gains or losses, other than the profit for the current and the preceding years, and consequently a separate statement of total recognised gains and losses has not been presented.

BALANCE SHEET

30 SEPTEMBER 2015

	Note	2015 £000	2015 £000	2014 £000	2014 £000
ASSETS EMPLOYED					
FIXED ASSETS					
Loans to customers	8		17,346		19,265
CURRENT ASSETS					
Debtors falling due within one year	9	1		2	
Cash at bank		18		75	
			19		77
			17,365		19,342
FINANCED BY					
SHAREHOLDERS' FUNDS					
Called up share capital	10	1		1	
Profit and loss account	11	1,021		933	
			1,022		934
CREDITORS					
Amounts falling due within one year	12		16,343		18,408
			17,365		19,342

These financial statements were approved by the Board of Directors on 4 February 2016.

Signed on behalf of the Board of Directors

R D Shelton

Director

NOTES TO THE ACCOUNTS

YEAR ENDED 30 SEPTEMBER 2015

1. ACCOUNTING POLICIES

The Financial Statements are prepared in accordance with applicable UK Accounting Standards. The particular accounting policies adopted are described below. They have been applied consistently throughout the current and preceding year. The financial statements have been prepared on a going concern basis as described in the Strategic Report.

Accounting convention

The Financial Statements are prepared under the historical cost convention, except as required in the valuation of certain financial instruments which are carried at fair value.

Loans to customers

Loans to customers are considered to be 'loans and receivables' as defined by Financial Reporting Standard 26 – 'Financial Instruments: Recognition and Measurement' (FRS 26). They are therefore accounted for on the amortised cost basis.

Such loans are valued at inception as the amount at purchase price, which is the fair value at that time. Thereafter they are valued at this amount less the cumulative amortisation calculated using the Effective Interest Rate ('EIR') method. The loan balances are then reduced where necessary by a provision for balances which are considered to be impaired.

The EIR method spreads the expected net income arising from a loan over its expected life. The EIR is that rate of interest which, at inception, exactly discounts the expected future cash payments and receipts arising from the loan to the initial carrying amount.

Impairment of loans and receivables

Loans and receivables are reviewed for indications of possible impairment throughout the year and at each balance sheet date, in accordance with FRS 26. Where loans exhibit objective evidence of impairment, the carrying value of the loans is reduced to the net present value of their expected future cash flows, including the value of the potential realisation of any security, discounted at the original EIR. Loans are assessed collectively, compared by risk characteristics and account is taken of any impairment arising due to events which are believed to have taken place but have not been specifically identified at the balance sheet date.

Related party disclosures

The Company has taken advantage of the exemption granted by Financial Reporting Standard 8 - 'Related Party Disclosures' and does not therefore provide details of transactions with other group companies as it is a wholly owned subsidiary of The Paragon Group of Companies PLC, the accounts of which are publicly available.

Current tax

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Revenue

The revenue of the Company comprises interest receivable and other income. The accounting policy for the recognition of each element of revenue is described separately within these accounting policies.

Fee and commission income

Other income includes administration fees charged to borrowers, which are credited to the profit and loss account when the related service is performed.

FRS 29 disclosure

The Company has taken advantage of the exemption granted by Financial Reporting Standard 29 - 'Financial Instruments: Disclosures' and does not therefore provide the disclosures required by the Standard as it is a wholly owned subsidiary of The Paragon Group of Companies PLC, the accounts of which are publicly available.

NOTES TO THE ACCOUNTS

YEAR ENDED 30 SEPTEMBER 2015

1. ACCOUNTING POLICIES (CONTINUED)

Cash flow statement

The Company has taken advantage of the exemption granted by Financial Reporting Standard 1 - 'Cash Flow Statements' and does not therefore provide a cash flow statement as it is a wholly owned subsidiary of The Paragon Group of Companies PLC, the accounts of which are publicly available.

2. CRITICAL ACCOUNTING ESTIMATES

Certain balances reported in the Financial Statements are based wholly or in part on estimates or assumptions made by the directors. There is, therefore, a potential risk that they may be subject to change in future periods. The most significant of these are:

Impairment losses on loans to customers

Impairment losses on loans are calculated based on statistical models. The key assumptions revolve around estimates of future cash flows from customers' accounts, their timing and, for secured accounts, the expected proceeds from the realisation of the property. These key assumptions are based on observed data from historical patterns and are updated regularly based on new data as it becomes available.

In addition the directors consider how appropriate past trends and patterns might be in the current economic situation and make any adjustments they believe are necessary to reflect the current conditions.

The accuracy of the impairment calculations would therefore be affected by unexpected changes to the economic situation, variances between the models used and the actual results or assumptions which differ from the actual outcomes.

In particular, if the impact of economic factors such as employment levels on customers is worse than is implicit in the model then the number of accounts requiring provision might be greater than suggested by the model, while falls in house prices, over and above any assumed by the model might increase the provision required in respect of accounts currently provided.

Effective interest rates

In order to determine the effective interest rate applicable to loans an estimate must be made of the expected life of each loan and hence the cash flows relating thereto. These estimates are based on historical data and reviewed regularly. The accuracy of the effective interest rate applied would therefore be compromised by any differences between actual borrower behaviour and that predicted.

Fair values

Where financial assets and liabilities are carried at fair value, in the majority of cases this can be derived by reference to quoted market prices. Where such a quoted price is not available the valuation is based on cash flow models, based, where possible on independently sourced parameters. The accuracy of the calculation would therefore be affected by unexpected market movements or other variances in the operation of the models or the assumptions used.

3. FINANCIAL RISK MANAGEMENT

The Company's operations are financed principally by a mixture of share capital and loans from other group companies. The principal risk arising from the Company's financial instruments is credit risk. The board of the Company's holding company reviews and agrees policies for all companies in the Group managing these risks and they are summarised below. These policies have remained unchanged throughout the year and since the year end. The Company's primary financial liabilities are with other group companies; therefore the directors do not consider that the Company is exposed to any significant cash flow or liquidity risks.

NOTES TO THE ACCOUNTS

YEAR ENDED 30 SEPTEMBER 2015

3. FINANCIAL RISK MANAGEMENT (CONTINUED)

Credit risk

The Company's credit risk is primarily attributable to its loans to customers. The maximum credit risk at 30 September 2015 approximates to the carrying value of loans to customers (note 8). There are no significant concentrations of credit risk due to the large number of customers included in the portfolios.

In assessing credit risk an applicant's ability to repay the loan remains the overriding factor in the decision to lend by the originator.

The acquired mortgages are secured by first charges over residential properties in the United Kingdom. Despite this security, in assessing credit risk an applicant's ability to repay the loan remains the overriding factor in the decision to lend by the originating lender. Additionally, each mortgage has the benefit of one or more life assurance policies and certain mortgages have the benefit of a mortgage guarantee indemnity insurance policy.

Idem Capital Securities Limited, a fellow group company, continues to administer the loans on behalf of Idem (No.3) Limited and the collections process is the same as that utilised for all companies in the Group.

In order to control credit risk relating to counterparties to the Company's financial instruments, the board of the Company's holding company determines on a group basis, which counterparties the group of companies will deal with, establishes limits for each counterparty and monitors compliance with those limits.

4. INTEREST PAYABLE AND SIMILAR CHARGES

	2015 £000	2014 £000
Interest payable to group companies	760	817

5. DIRECTORS AND EMPLOYEES

Directors received no remuneration for the services provided to the Company during either the current or the preceding year.

The Company had no employees in the current or preceding year. All administration is performed by employees of the Group. The directors of the Company are all employed by Paragon Finance PLC, a fellow group company, and their remuneration is disclosed within the financial statements of that company, which do not form part of this Report.

6. OPERATING PROFIT, BEING PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

	2015 £000	2014 £000
Operating profit is after charging:		
Auditor remuneration - audit services	5	5

Non audit fees provided to the Group are disclosed in the accounts of the parent company and the exemption from disclosure of fees payable to the Company's auditor in respect of non-audit services in these financial statements has been taken.

NOTES TO THE ACCOUNTS

YEAR ENDED 30 SEPTEMBER 2015

7. TAX ON PROFIT ON ORDINARY ACTIVITIES

a) Tax charge for the year

	2015 £000	2014 £000
Current tax		
Corporation tax	925	789

b) Factors affecting the current tax charge	2015 £000	2014 £000
Profit before tax	4,513	3,585
UK corporation tax at 20.5% (2014: 22%) based on the profit for the year	925	789

During the year ended 30 September 2013 the Government enacted provisions reducing the rate of corporation tax from 23.0% to 21.0% with effect from 1 April 2014 and to 20.0% from 1 April 2015.

During the year ended 30 September 2015 the Government announced provisions further reducing the rate of corporation tax to 19.0% with effect from 1 April 2017 and to 18.0% from 1 April 2020 which were enacted after the year end.

Therefore the standard rate of corporation tax applicable to the Company for the year ended 30 September 2014 was 22.0%, the rate for the year ended 30 September 2015 was 20.5%, the rate in the year ending 30 September 2016 is expected to be 20.0%, the rate in the years ending 30 September 2017 and 30 September 2018 is expected to be 19.0%, the rate in the year ending 30 September 2020 is expected to be 18.5% and the rate in subsequent years is expected to be 18.0%.

NOTES TO THE ACCOUNTS

YEAR ENDED 30 SEPTEMBER 2015

8. LOANS TO CUSTOMERS

Loans to customers at 30 September 2015 and 30 September 2014, which are all denominated and payable in sterling, were:

	2015 £000	2014 £000
First mortgage loans	10,942	12,298
Secured loans	6,404	6,967
	17,346	19,265

First mortgage loans have a contractual term of up to thirty years, the borrower is entitled to settle the loan at any point and in most cases such early settlement does take place. All borrowers are required to make monthly payments, except where an initial deferred period is included in the contractual terms.

Secured loans have a contractual term of up to 25 years. In all cases the borrower is entitled to settle the loan at any point and in most cases such early settlement does take place. All borrowers are required to make monthly payments, except where an initial deferred period is included in the contractual terms.

All the first mortgage and secured loans are pledged as collateral for liabilities at 30 September 2015 and 30 September 2014.

	2015 £000	2014 £000
Balance at 1 October 2014	19,265	26,008
Securitisation and other sales	-	(3,756)
Other debits	5,250	6,312
Repayments and redemptions	(7,169)	(9,299)
Balance at 30 September 2015	17,346	19,265

Other debits include primarily interest charged to customers on loans outstanding, impairment movements on these loans and other changes in the amortised cost of the assets caused by the effective interest rate method.

9. DEBTORS

	2015 £000	2014 £000
Amounts falling due within one year:		
Amounts due from group companies	1	2

The fair value of the above items are not considered to be materially different to their carrying values.

NOTES TO THE ACCOUNTS

YEAR ENDED 30 SEPTEMBER 2015

10. CALLED UP SHARE CAPITAL

	2015 £	2014 £
Allotted:		
1,000 ordinary shares of £1 each (fully paid)	1,000	1,000

11. COMBINED STATEMENT OF MOVEMENT IN SHAREHOLDERS' FUNDS AND STATEMENT OF MOVEMENT ON RESERVES

	Share capital £000	Profit and loss account £000	Shareholders' funds £000
At 1 October 2013	1	137	138
Profit for the financial year	-	2,796	2,796
Dividend	-	(2,000)	(2,000)
At 30 September 2014	1	933	934
Profit for the financial year	-	3,588	3,588
Dividend	-	(3,500)	(3,500)
At 30 September 2015	1	1,021	1,022

An interim dividend of £3,500 per share was paid during the year (2014: £2,000 per share). No final dividend is proposed (2014: £nil).

12. CREDITORS

	2015 £000	2014 £000
Amounts falling due within one year:		
Amounts due to group companies	15,413	17,614
Corporation tax	925	789
Accruals and deferred income	5	5
	16,343	18,408

13. ULTIMATE PARENT COMPANY

The Company's immediate parent undertaking is Idem Capital Limited. The Company's ultimate parent company and ultimate controlling party is The Paragon Group of Companies PLC, a company registered in England and Wales. The largest group into which the Company is consolidated in is The Paragon Group of Companies PLC.

Copies of the Group's financial statements are available from that company's registered office at 51 Homer Road, Solihull, West Midlands, B91 3QJ.