

# ANNUAL REPORT AND FINANCIAL STATEMENTS

for the Year Ended

31 March 2021

**DGHP 3 Limited**

Registered number SC372252

## **DIRECTORS' REPORT**

The Directors present their annual report and the audited financial statements for the financial year ended 31 March 2021.

### **OPERATING REVIEW**

#### **Principal activities**

The principal activity of the Company is the undertaking of design and build contracts for the development of social housing for its parent company Dumfries and Galloway Housing Association Limited ("DGHP").

#### **Business review**

Last year, DGHP3 designed and built 12 new affordable homes for social rent at Queensberry Square, Sanquhar.

We also started work on 32 new homes at Lincluden Depot, Dumfries, and a further five at St Medan's, Monreith which completed in May 2021.

#### **Directors and directors' interests**

The Directors of the Company who were in office during the financial year and up to the date of signing the financial statements were:

Michael Greaves-Mackintosh

John Henderson

John McCraw

George Thorley – resigned 1 April 2021

None of the Directors who held office at the end of the financial year had any disclosable interest in the shares of the Company.

#### **Disclosure of information to 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/she ought to have taken as a director to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information

## **DIRECTORS' REPORT (continued)**

### **Independent auditor**

In accordance with Section 489 of the Companies Act 2006, a resolution for the re-appointment of KPMG LLP as auditor is to be proposed at the forthcoming Annual General Meeting.

### **Basis of preparation**

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006. As such, the Company has taken exemption from preparing a strategic report.

## **FINANCIAL REVIEW**

### **Turnover**

Turnover for the year ended 31 March 2021 was £7,282k (2020: £513k), generated by invoicing the parent company DGHP for progress on construction of new social housing.

### **Expenditure**

Total expenditure incurred for the year of £6,967k (2020: £530k) comprised design and build fees and cost of investment and development staff recharged from DGHP.

### **Finance income and costs**

Current account bank interest of nil (2020: £2k) was received.

### **Statement of Financial Position**

As at 31 March 2021, the Company reported net assets of £1,081k (2020 £766k). This was made up mainly of an intercompany debtor owed from the parent company Dumfries and Galloway Housing Partnership who settled on 1 April 2021.

### **Principal risks facing the Company**

The Board are responsible for assessing the risks facing DGHP 3 Limited. As a subsidiary of Dumfries and Galloway Housing Partnership Limited ("DGHP"), and a member of the Wheatley Housing Group Limited the principal risks are broadly similar to those facing DGHP and the wider Wheatley Housing Group and can be seen in the consolidated financial statements of the Wheatley Group.

**DIRECTORS' REPORT (Continued)**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, 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), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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 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 judgements 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;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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.

By order of the Board



John Henderson  
Director

26 August 2021

Grierson House  
The Crichton  
Bankend Road  
Dumfries DG1 4ZS



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DGHP 3 LIMITED**

### **Opinion**

We have audited the financial statements of DGHP 3 Limited ("the company") for the year ended 31 March 2021 which comprise the Statement of Comprehensive Income, Statement of Changes in Equity, Statement of Financial Position and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

### **Going concern**

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the company will continue in operation.

### **Fraud and breaches of laws and regulations – ability to detect**

#### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of board members and management as to the company's high-level policies and procedures to prevent and detect fraud as well as whether they have knowledge of any actual suspected or alleged fraud; and
- Reading Board minutes.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DGHP 3 LIMITED (CONTINUED)

As required by auditing standards, taking into account our overall knowledge of the control environment, we perform procedures to address the risk of management override of controls, in particular the risk that entity management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to income recognition because of the limited opportunity and incentive for fraudulent revenue recognition and the limited judgement in respect of revenue recognition.

We did not identify any additional fraud risks.

In determining the audit procedures, we took into account the results of our evaluation and testing of the operating effectiveness of some of the company's wide fraud risk management controls.

We also performed procedures including:

- Identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These include those posted to unusual accounts.

### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience and through discuss with the board and other management (as required by auditing standards), and discussed with the board and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation and companies legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statements items.

Secondly, the company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: certain aspects of health and safety, and employment law recognising the company's activities and its legal form. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Board and other management and inspection of regulatory and legal correspondence of any. Therefore, if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatements. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DGHP 3 LIMITED (CONTINUED)**

### **Directors' report**

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

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

Under the Companies Act 2006 we are required 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; or
- the directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

### **Directors' responsibilities**

As explained more fully in their statement set out on page 4, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

### **The purpose of our audit work and to whom we owe our responsibilities**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF DGHP 3 LIMITED (CONTINUED)**

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.



**Michael Wilkie (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
KPMG LLP  
319 St Vincent Street  
Glasgow  
G2 5AS

23 September 2021



**DGHP 3 Limited**

**Annual report and financial statements for the year ended 31 March 2021**

**STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2021**

	Note	2021 £'000	2020 £'000
<b>Turnover</b>		7,282	513
Cost of sales		(6,941)	(500)
Administrative expenses		<u>(26)</u>	<u>(30)</u>
<b>Profit/(loss) before interest and taxation</b>	2	315	(17)
Finance income	4	<u>-</u>	<u>2</u>
<b>Profit/(loss) before taxation</b>		315	(15)
Tax credit	5	<u>-</u>	<u>7</u>
<b>Profit/(loss) for the year</b>		<u><u>315</u></u>	<u><u>(8)</u></u>

**STATEMENT OF CHANGES IN RESERVES FOR THE YEAR ENDED 31 MARCH 2021**

	Revenue Reserve £'000	Revenue Reserve £'000
<b>Balance at 1 April 2019</b>		811
Loss for the year		(8)
Effect of Gift Aid		<u>(37)</u>
<b>Balance at 31 March 2020</b>		766
Profit for the year		315
Gift aid payment	-	
Current tax credit	<u>-</u>	
Effect of gift aid		<u>-</u>
<b>Balance at 31 March 2021</b>		<u><u>1,081</u></u>

Company activity relates to continuing operations.

There is no material difference between the profit on ordinary activities before taxation and the profit for the financial year stated above and their historical cost equivalents.

The notes on pages 11 to 16 form part of these financial statements.

**DGHP 3 Limited**

**Annual report and financial statements for the year ended 31 March 2021**

**STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2021**

	Note	2021 £'000	2020 £'000
<b>Current assets</b>			
Trade and other debtors	6	1,809	364
Cash and cash equivalents		<u>-</u>	<u>750</u>
		1,809	1,114
<b>Creditors: amounts falling due within one year</b>	7	<u>(728)</u>	<u>(348)</u>
<b>Net current assets</b>		1,081	766
<b>Creditors: amounts falling due after one year</b>		<u>-</u>	<u>-</u>
<b>Net assets</b>		<u>1,081</u>	<u>766</u>
<b>Equity</b>			
Called up share capital	9	-	-
Revenue reserve		<u>1,081</u>	<u>766</u>
<b>Total shareholders' funds</b>		<u>1,081</u>	<u>766</u>

The notes on pages 11 to 16 form part of these financial statements

The financial statements were approved by the Board of Directors on 18 August 2021 and signed on its behalf on 26 August 2021 by:



John Henderson  
Director

Company Registration Number SC372252

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

### **1. Accounting policies**

#### **Legal status**

DGHP 3 Limited, a company incorporated in the United Kingdom, registered in Scotland and limited by shares, is a wholly owned subsidiary of Dumfries and Galloway Housing Partnership Limited. The registered number is SC372252 and the registered address is Wheatley House, 25 Cochrane Street, Glasgow, G1 1HL.

#### **Basis of preparation**

The financial statements have been prepared on a going concern basis, in accordance with the Companies Act 2006 and applicable accounting standards in United Kingdom including Financial Reporting Standard 102, under the historical cost convention. The presentation currency of these financial statements is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

The Company's parent undertaking, Dumfries and Galloway Housing Partnership Limited includes the Company in its consolidated financial statements. The Company's ultimate parent undertaking is Wheatley Housing Group and the consolidated financial statements of Wheatley Housing Group are available to the public and may be obtained from Wheatley House, 25 Cochrane Street, Glasgow, G1 1HL. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Related-party transactions with wholly owned entities that are part of the Wheatley Housing Group.

As the consolidated financial statements of the ultimate parent undertaking include the disclosures equivalent to those required by FRS 102, the Company has also taken the exemptions available in respect of the following disclosures:

- Certain disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

#### **Going concern**

The financial statements have been prepared on a going concern basis which the Board considers to be appropriate for the following reasons.

The DGHP Group and Company prepares a 30-year business plan which is updated and approved on an annual basis. As well as considering the impact of a number of scenarios on the business plan the Board also adopted a stress testing framework against the base plan. The stress testing impacts were measured against available cash balances with potential mitigating actions identified to reduce expenditure. Following the outbreak of Covid-19 the Company has revised forecasts based on updated scenarios, including severe but plausible downsides.

The Board, after reviewing the Company budgets for 2020/21 and the Company's financial position as forecast in the business plan, including changes arising from the Covid-19 pandemic, is of the opinion that, taking account of severe but plausible downsides, the Company has adequate resources to continue to meet its liabilities over the period of 12 months from the date of approval of the financial statements (the going concern assessment period). In reaching this conclusion, the Board has considered the following factors:



## **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

### **2. Accounting policies (continued)**

- The property market – budget and business plan scenarios have taken account of delays in new build handovers;
- Development activity – forecast development expenditure has been modelled to take account of potential revised investment profiles;
- Liquidity – current assets of £1,809k including intercompany debtors of £1,759k (settled £742k cash on 1 April 2021), gives headroom for committed expenditure and other forecast cash flows over the going concern assessment period;

The Board believe the Group and Company have sufficient funding in place and are satisfied the Company will remain financially viable even in severe but plausible downside scenarios.

Consequently, the Board is confident that the Group and Company will have sufficient funds to continue to meet their liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

#### **Accounting judgements and estimations**

Estimates and judgements are continually evaluated and are based on historical experience, advice from qualified experts where required or appropriate and other factors.

#### **Gift aid policy**

Any profits generated by the company are transferred by Gift Aid to the charitable parent company. Gift aid payments are made in the financial year following the year sufficient reserves are available and are shown as a transfer from reserves in the Statement of Changes in Reserves.

#### **Taxation**

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. For investment property that is measured at fair value, deferred tax is provided at the rates and allowances applicable to the sale of the asset/property. Deferred tax balances are not discounted.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.



**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

**1. Accounting policies (continued)**

**Turnover**

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

**Value Added Tax**

The Company is registered for VAT and expenditure is shown net of VAT.

**Trade and other debtors**

The company provides for potential specific bad debt on a percentage basis dependent on the age of the debt. Trade and other debtors are recognised initially at transaction price less attributable transaction costs.

**Trade and other creditors**

Amounts owing to group companies represent routine trading activity between the companies. Other creditors include an accrual for goods and services received but not yet invoiced by suppliers.

Trade and other creditors are recognised initially at transaction price less attributable transaction costs.

**Financial instruments**

Financial assets and liabilities are held at amortised cost. Subsequent to initial recognition, trade debtors are measured at amortised cost using the effective interest rate method less any impairment losses.

**Finance income**

Interest receivable from bank deposits and from customer arrears is recognised in the year in which it arises.

**2. Profit/(loss) before interest and taxation**

	<b>2021</b>	<b>2020</b>
	<b>£'000</b>	<b>£'000</b>
<b>Profit/(loss) before interest and taxation is stated after charging:</b>		
Auditor's remuneration in respect of the audit of these financial statements:	11	11
Auditor's fee – other services	-	-
Previous auditor's fee	-	(1)

The Company has no employees (2020: nil). Staff costs are recharged from another group company.

**3. Remuneration of directors**

The directors received no emoluments in respect of their services to the company (2020: nil).

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

**4. Finance income**

	2021 £'000	2020 £'000
Bank interest receivable on deposits in the year	-	2

**5. Taxation**

	2021 £'000	2020 £'000
Total tax expense recognised in the profit and loss account, other comprehensive income and equity		
<u>Current Tax:</u>		
Current tax on income for the year	-	-
Adjustment in respect of prior periods	-	(7)
Total tax	-	(7)

	2021 £'000	2020 £'000
Reconciliation of effective tax rate:		
Profit/(loss) for the year	315	(8)
Total tax (expense)/credit	-	7
Profit excluding taxation	315	(15)
Tax using the UK corporation tax rate of 19% (2020: 19%)	(60)	(2)
Effects of:		
Expenses not deductible	-	2
Gift Aid to DGHP	57	-
Adjustments to tax charge in respect of previous periods	3	(7)
Total tax expense included in profit or loss	-	(7)

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021**

**6. Trade and other debtors**

	<b>2021</b> <b>£'000</b>	<b>2020</b> <b>£'000</b>
Accrued income - amounts owed by group undertakings	1,759	353
VAT debtor	50	11
	<hr/> 1,809	<hr/> 364

**7. Creditors: amounts falling due within one year**

	<b>2021</b> <b>£'000</b>	<b>2020</b> <b>£'000</b>
Trade creditors	42	295
Accruals	64	26
Bank overdraft	222	-
Amounts owed to group undertakings – trading	193	14
Retention creditor	207	13
	<hr/> 728	<hr/> 348

**8. Financial instruments**

	<b>2021</b> <b>£'000</b>	<b>2020</b> <b>£'000</b>
<b>Financial assets:</b>		
<u>Measured at amortised cost:</u>		
Debtors and accrued income	1,809	364
Total	<hr/> 1,809	<hr/> 364
<b>Financial liabilities:</b>		
<u>Measured at amortised cost:</u>		
Creditors, accruals and amounts owed to group undertakings	728	348
Total	<hr/> 728	<hr/> 348

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021

### 9. Called up share capital

	2021 £	2020 £
<i>Authorised</i>		
Equity: 2 (2020: 2) Ordinary shares of £1 each	2	2
	<hr/>	<hr/>
<i>Allotted, called up and fully paid</i>		
Equity: 2 (2020: 2) Ordinary share of £1	2	2
	<hr/>	<hr/>

One ordinary share was issued on incorporation.

### 10. Related party transactions

Members of the Board of Directors are related parties of the Company as defined by FRS 102.

The Company retains a register of members' interests. There were no interests in related parties.

### 11. Ultimate parent organisation

DGHP 3 Limited is a wholly owned subsidiary of Dumfries and Galloway Housing Partnership Limited, a Registered Social Landlord incorporated in Scotland and a registered charity. The consolidated financial statements of Dumfries and Galloway Housing Partnership Limited are publicly available. The ultimate parent undertaking is Wheatley Housing Group Limited, a company limited by guarantee and registered in Scotland. The consolidated financial statements of Wheatley Housing Group Limited may be obtained from the registered office at Wheatley House, 25 Cochrane Street, Glasgow, G1 1HL.



**SUPPLEMENTARY INFORMATION**

**Secretary and Registered Office**

Anthony Allison  
Wheatley House  
25 Cochrane Street  
Glasgow  
G1 1HL

**Independent auditor**

KPMG LLP  
319 St Vincent Street  
Glasgow G2 5AS

**Bankers**

Royal Bank of Scotland  
Glasgow Corporate Office  
Kirkstane House  
139 St Vincent Street  
Glasgow G2 5JF