

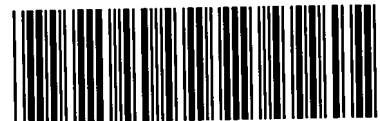
Company Registered No: 01020385

RIOSI MOTORCYCLES LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

For the year ended 31 December 2013

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COMPANIES HOUSE

**RBS Secretariat
The Royal Bank of Scotland Group plc
PO Box 1000
Gogarburn
Edinburgh
EH12 1HQ**

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS:

J N Brushfield
N T J Clibbens
J M Rowney

SECRETARY:

RBS Secretarial Services Limited

REGISTERED OFFICE:

135 Bishopsgate
London
EC2M 3UR

Registered in England and Wales

DIRECTORS' REPORT

The directors of Riossi Motorcycles Limited ("the Company") present their report and the financial statements for the year ended 31 December 2013.

CHANGE OF REGISTERED OFFICE

On 25 September 2013 the registered office of the Company changed from 3 Princess Way, Redhill, Surrey, RH1 1NP to 135 Bishopsgate, London, EC2M 3UR.

ACTIVITIES AND BUSINESS REVIEW**Activity**

The Company is a dormant subsidiary of The Royal Bank of Scotland Group plc ("the Group") which provides the Company with direction and access to all central resources. Copies of the Group's accounts can be obtained from RBS Secretariat, RBS Gogarburn, Edinburgh, EH12 1HQ, the Registrar of Companies or through the Group's website at www.rbs.com.

Financial performance

The Company has not traded during the accounting period. It received no income and incurred no expenditure and consequently has made neither a profit nor a loss. A Statement of Comprehensive Income is therefore not presented.

Preparation and presentation of accounts

As explained in note 1, in the year ended 31 December 2013 the Company has changed from reporting under IFRS adopted by the European Union to Financial Reporting Standard 101 as issued by the Financial Reporting Council which the Company has adopted early. This change has not had a material effect on the financial statements.

Dividends

The directors do not recommend payment of a dividend for 2013 (2012: £nil).

Principal risks and uncertainties

The Company is part of a group which has established a comprehensive framework for managing risks, which is continually evolving as business activities change in response to market, credit, product and other developments.

The Company is only exposed to risk or uncertainty in relation to balances with members of the Group. As a result disclosures relating to risk and capital management have not been included.

Going concern

The directors, having made such enquiries as they considered appropriate, have prepared the financial statements on a going concern basis. They considered the accounts of the Group for the year ended 31 December 2013, approved on the 26 February 2014, which were prepared on a going concern basis.

DIRECTORS' REPORT (continued)**DIRECTORS AND SECRETARY**

The present directors and secretary, who have served throughout the year, are listed on page 1.

From 1 January 2013 to date there have been no changes to the directors and secretary of the Company.

DIRECTORS' RESPONSIBILITIES STATEMENT

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 a directors' report and financial statements for each financial year and the directors have elected to prepare them in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework, and must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs at the end of the year and the profit or loss for the financial year of the Company. 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 Financial Reporting Standard 101 has been followed; and
- make an assessment of the Company's ability to continue as a going concern.

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 to enable them to ensure that the directors' report and financial statements comply with the requirements of 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.

Approved by the Board of Directors and signed on its behalf:



J N Brushfield
Director
Date: 31 March 2014

Company Number: 01020385

Registered Office: 135 Bishopsgate
London
EC2M 3UR

BALANCE SHEET
 as at 31 December 2013

| | Note | 2012 £ | 2011 £ |
|---|------|---------------------|---------------------|
| Creditors: amounts falling due within one year | | | |
| Amounts due to Group undertakings | 4 | 17,465,112 | 17,465,112 |
| Total liabilities | | 17,465,112 | 17,465,112 |
| Equity: capital and reserves | | | |
| Called up share capital | 5 | 1,000 | 1,000 |
| Profit and loss account | | (17,466,112) | (17,466,112) |
| Total shareholders' funds | | (17,465,112) | (17,465,112) |
| Total liabilities and shareholders' funds | | - | - |

The accompanying notes form an integral part of these financial statements.

DIRECTORS' DECLARATION

1. For the year ended 31 December 2013 the Company was entitled to an audit exemption under Section 480(1) of the Companies Act 2006.
2. No members have required the Company to obtain an audit of its financial statements for the period in question in accordance with Section 476 of the Companies Act 2006.
3. The directors acknowledge their responsibility for :
 - a) ensuring the Company keeps accounting records, which comply with Section 386 of the Companies Act 2006; and
 - b) preparing financial statements which fairly present the financial position of the Company as at the end of its financial period, and its financial performance for the period in accordance with International Accounting Standards referred to by Section 395 (1(b)) of the Companies Act 2006.

The financial statements were approved by the Board of Directors on 31 March 2014 and signed on its behalf by:



J N Brushfield
Director

NOTES TO THE FINANCIAL STATEMENTS**1. Accounting policies****a) Presentation of financial statements**

These financial statements have been prepared on a going concern basis and in accordance with the recognition and measurement principles of International Financial Reporting Standards issued by the IASB and interpretations issued by the International Financial Reporting Interpretations Committee of the IASB as adopted by the EU (together IFRS) and under Financial Reporting Standard 101 (Reduced Disclosure Framework) (FRS 101). The Company meets the definition of a qualifying entity under Financial Reporting Standard 100 issued by the Financial Reporting Council.

The financial statements are prepared on the historical cost basis.

The Company's financial statements are presented in Sterling which is the functional currency of the Company.

The Company is incorporated in the UK and registered in England and Wales. The Company's financial statements are presented in accordance with the Companies Act 2006.

Adoption of new and revised statements

There are a number of changes to IFRS that were effective from 1 January 2013. They have had no material effect on the Company's financial statements for the year ended 31 December 2013.

b) Financial liabilities

On initial recognition financial liabilities are classified at amortised cost. Financial liabilities are measured at amortised cost using the effective interest rate method.

2. Statement of Comprehensive Income and Statement of Change in Equity

The Company has not traded during the accounting period. It received no income and incurred no expenditure and consequently has made neither a profit nor a loss. Statements of Comprehensive Income and Changes in Equity are therefore not presented.

3. Operating expenses

None of the directors received any emoluments from the Company for their services to the Company in the year ended 31 December 2013 (2012: £nil).

None of the directors had any material interest in any contract of significance in relation to the business of the Company in the year ended 31 December 2013 (2012: £nil).

The Company did not have any employees in the year ended 31 December 2013 (2012: none).

4. Amounts due to Group undertakings

| | 2013 £ | 2012 £ |
|---------------------------|-------------------|-------------------|
| Lombard North Central Plc | 17,078,348 | 17,078,348 |
| Rioffi Limited | 386,764 | 386,764 |
| | 17,465,112 | 17,465,112 |

NOTES TO THE FINANCIAL STATEMENTS (continued)

5. Share capital

| | 2013 | 2012 |
|--|---------------------|---------------------|
| Equity shares | £ | £ |
| Authorised: | | |
| 1,000 Ordinary Shares of £1 each | <u>1,000</u> | <u>1,000</u> |
| Allotted, called up and fully paid: | | |
| 1,000 Ordinary Shares of £1 each | <u>1,000</u> | <u>1,000</u> |

The Company has one class of Ordinary Shares which carry no right to fixed income.

6. Related parties

UK Government

On 1 December 2008, the UK Government through HM Treasury became the ultimate controlling party of the Group. The UK Government's shareholding is managed by UK Financial Investments Limited, a company wholly owned by the UK Government. As a result, the UK Government and UK Government controlled bodies became related parties of the Company.

There have been no transactions between the Company and the UK Government and UK Government controlled bodies during the current year or preceding year.

Group undertakings

The Company's immediate parent company is Motorsports Dealers International Limited, a company incorporated in the UK and registered in England and Wales. As at 31 December 2013, The Royal Bank of Scotland plc heads the smallest group in which the Company is consolidated, a company incorporated in the UK and registered in Scotland. Copies of the consolidated accounts may be obtained from RBS Secretariat, Gogarburn, PO Box 1000, Edinburgh, EH12 1HQ.

The Company's ultimate holding company, The Royal Bank of Scotland Group plc which is incorporated in the UK heads the largest group in which the Company is consolidated. Copies of the consolidated accounts may be obtained from RBS Secretariat, The Royal Bank of Scotland Group plc, Gogarburn, PO Box 1000, Edinburgh EH12 1HQ.