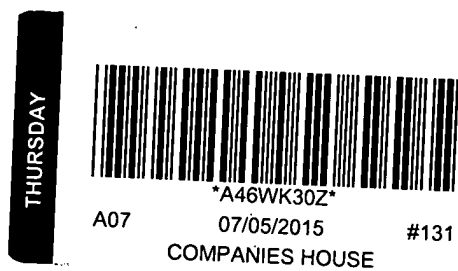


**Company Registered No: 01020385**

**RIOSSI MOTORCYCLES LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**For the year ended 31 December 2014**



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**OFFICERS AND PROFESSIONAL ADVISERS**

**DIRECTORS:** J N Brushfield  
P E Lord  
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 together with the financial statements for the year ended 31 December 2014.

**ACTIVITIES AND BUSINESS REVIEW****Principal 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 Corporate Governance and Secretariat, RBS Gogarburn, Edinburgh, EH12 1HQ, the Registrar of Companies or through the Group's website at [www.rbs.com](http://www.rbs.com).

**FINANCIAL PERFORMANCE**

The Company made neither a profit nor a loss in the current year (2013: £nil).

At the end of the year total assets were £nil (2013: £nil).

**Dividends**

The directors do not recommend the payment of a dividend (2013: £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 2014, approved on the 26 February 2015, which were prepared on a going concern basis.

**DIRECTORS' REPORT****DIRECTORS AND SECRETARY**

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

From 1 January 2014 to date the following changes have taken place:

	<b>Appointed</b>	<b>Resigned</b>
<b>Directors</b>		
N T J Clibbens		27 February 2015
P E Lord	27 February 2015	

**DIRECTORS' RESPONSIBILITIES STATEMENT**

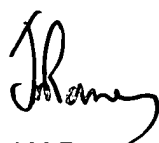
The directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare a Directors' Report and financial statements for each financial year. Under that law, the directors have elected to prepare the financial statements in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101), 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 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 FRS 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 M Rowney  
Director

Date: 29 April 2015

**BALANCE SHEET**

as at 31 December 2014

	Note	2014 £	2013 £
<b>Creditors: amounts falling due within one year</b>			
Amounts due to Group undertakings	4	17,465,112	17,465,112
<b>Total liabilities</b>		<b>17,465,112</b>	<b>17,465,112</b>
<b>Equity: capital and reserves</b>			
Called up share capital	5	1,000	1,000
Profit and loss account		(17,466,112)	(17,466,112)
<b>Total shareholders' funds</b>		<b>(17,465,112)</b>	<b>(17,465,112)</b>
<b>Total liabilities and shareholders' funds</b>		<b>-</b>	<b>-</b>

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

**DIRECTORS' DECLARATION**

1. For the year ended 31 December 2014 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 of the Company were approved by the Board of Directors on 29 April 2015 and signed on its behalf by:



J M Rowney  
Director

## NOTES TO THE FINANCIAL STATEMENTS

## 1. Accounting policies

## a) Preparation and presentation of financial statements

The financial statements are prepared on a going concern basis in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board (IASB) and interpretations issued by the International Financial Reporting Interpretations Committee of the IASB as adopted by the EU (together IFRS) and under FRS 101. The Company meets the definition of a qualifying entity under FRS 100 Application of Financial Reporting Requirements 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.

There are a number of changes to IFRS that were effective from 1 January 2014. They have had no material effect on the Company's financial statements for the year ended 31 December 2014.

## 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. Profit and Loss Account and Statement of Changes 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. A Profit and Loss Account and Statement of 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 2014 (2013: £nil).

The Company did not have any employees in the year ended 31 December 2014 (2013: none).

## 4. Amounts due to Group undertakings

	2014 £	2013 £
Lombard North Central Plc	17,078,348	17,078,348
Riozzi Limited	386,764	386,764
	<u>17,465,112</u>	<u>17,465,112</u>

## 5. Share capital

	2014 £	2013 £
<b>Authorised:</b>		
1,000 Ordinary Shares of £1 each	<u>1,000</u>	<u>1,000</u>
<b>Allotted, called up and fully paid:</b>		
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.

**NOTES TO THE FINANCIAL STATEMENTS****6. Related parties****UK Government**

The UK Government through HM Treasury is the ultimate controlling party of The Royal Bank of Scotland Group plc. Its shareholding is managed by UK Financial Investments Limited, a company it wholly-owns and as a result, the UK Government and UK Government controlled bodies are 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 2014 The Royal Bank of Scotland plc heads the smallest group in which the Company is consolidated. Copies of the consolidated accounts may be obtained from Corporate Governance and Secretariat, Gogarburn, PO Box 1000, Edinburgh EH12 1HQ.

The Company's ultimate holding company is The Royal Bank of Scotland Group plc, a company incorporated in the UK and registered in Scotland. As at 31 December 2014, The Royal Bank of Scotland Group plc heads the largest group in which the Company is consolidated. Copies of the consolidated accounts may be obtained from Corporate Governance and Secretariat, Gogarburn, PO Box 1000, Edinburgh, EH12 1HQ.