

ROYAL BANK OF SCOTLAND GROUP PLC  
Form 6-K  
August 31, 2005

**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934**

For the month of August 2005

Commission File Number: 001-10306

The Royal Bank of Scotland Group plc

42 St Andrew Square  
Edinburgh EH2 2YE  
Scotland

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-  
\_\_\_\_\_

---

The following information was issued as Company announcements, in London, England and is furnished pursuant to General Instruction B to the General Instructions to Form 6-K: \_\_\_\_\_

---

Enclosures: 1.

- Directorate Change announcement made on 2 August 2005
2. Holding(s) in Company announcement made on 2 August 2005
  3. Director/PDMR Shareholding announcement made on 9 August 2005
  4. Director/PDMR Shareholding announcement made on 9 August 2005
  5. Publication of Prospectus announcement made on 12 August 2005
  6. Holding(s) in Company announcement made on 17 August 2005
  7. Placement of Shares in BSCH announcement made on 18 August 2005
  8. Further re Placement of Shrs announcement made on 18 August 2005
  9. Holding(s) in Company announcement made on 18 August 2005
  10. Holding(s) in Company announcement made on 19 August 2005
  11. Holding(s) in Company announcement made on 19 August 2005
  12. Holding(s) in Company announcement made on 22 August 2005
  13. Holding(s) in Company announcement made on 23 August 2005
  14. Dividend Declaration announcement made on 25 August 2005
  15. Corporate Responsibility announcement made on 30 August 2005
  16. Doc. re. Scrip Dividend announcement made on 30 August 2005
  17. Redemption of Pref Shares announcement made on 30 August 2005
- 

Enclosure No. 1

The Royal Bank of Scotland Group plc

Appointment of Deputy Chairman

The Royal Bank of Scotland Group plc ("the Group") is pleased to announce the following Non-executive appointment to its Board: -

Sir Tom McKillop has been appointed as Deputy Chairman of the Group with effect from 1 September 2005.

Sir Tom is currently Chief Executive of AstraZeneca PLC and a Non-executive Director of BP plc.

Commenting on the appointment Sir George Mathewson, Chairman of the Group, said: "I am delighted that Sir Tom McKillop has agreed to join the Group Board. His experience and knowledge of the financial services sector and

extensive commercial background in a global company make him a further strong addition to our Board."

2 August 2005

Contact Details:

Carolyn McAdam

Head of Media Relations

0207 672 1914

07796 274 968

Richard O'Connor

Head of Investor Relations

0207 672 1758

---

Enclosure No. 2

**SCHEDULE 10**

**NOTIFICATION OF MAJOR INTERESTS IN SHARES**

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Barclays PLC

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Barclays PLC

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Barclays PLC

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

5. Number of shares / amount of stock acquired

-

6. Percentage of issued class

-

7. Number of shares / amount of stock disposed

-

8. Percentage of issued class

-

9. Class of security

Ordinary Shares of 25p each

10. Date of transaction

28 July 2005

11. Date company informed

2 August 2005

12. Total holding following this notification

129,688,654

13. Total percentage holding of issued class following this notification

4.075%

14. Any additional information

-

15. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat, Telephone 0131 523 4711

16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat, Telephone 0131 523 4711

Date of notification

2 August 2005

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

---

Enclosure No. 3

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.1.4R(1)*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating to the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*ii*

3. Name of *person discharging managerial responsibilities/director*

*Sir Fred Goodwin*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

8

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*65,019*

16. Date issuer informed of transaction

*8 August 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-  
22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

9 August 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Miller Roy McLean*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

8

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*156,757*

16. Date issuer informed of transaction

*8 August 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

9 August 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Brian John Crowe*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

8

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*163,083*

16. Date issuer informed of transaction

*8 August 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

9 August 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*William Dickson*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

8

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

992

16. Date issuer informed of transaction

*8 August 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-  
20. Description of *shares* or debentures involved (*class* and number)

-  
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-  
22. Total number of *shares* or debentures over which options held following notification

-  
23. Any additional information

-  
24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

9 August 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Mark Andrew Fisher*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

*8*

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

*-*

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

*-*

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

*-*

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*2,883*

16. Date issuer informed of transaction

*8 August 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

*-*

18. Period during which or date on which it can be exercised

*-*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

9 August 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or

(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Bernard Higgins*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

*8*

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

*-*

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

*-*

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

*-*

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*533*

16. Date issuer informed of transaction

*8 August 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

*-*

18. Period during which or date on which it can be exercised

-  
19. Total amount paid (if any) for grant of the option

-  
20. Description of *shares* or debentures involved (*class* and number)

-  
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-  
22. Total number of *shares* or debentures over which options held following notification

-  
23. Any additional information

-  
24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

*9 August 2005*

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Neil James Roden*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

N/A

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

8

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

715

16. Date issuer informed of transaction

*8 August 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

9 August 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Christopher Paul Sullivan*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

*8*

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

*-*

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

*-*

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

*-*

13. Price per *share* or value of transaction

*£16.39*

14. Date and place of transaction

*8 August 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*9,599*

16. Date issuer informed of transaction

*8 August 2005*

**If a *person discharging managerial responsibilities* has been granted options by the *issuer* complete the following boxes**

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

9 August 2005

---

Enclosure No. 4

Replacement announcement, replacing Director/PDMR Shareholding made on 8 July 2005. Previous figures shown at number 15 for B J Crowe, M A Fisher, M R McLean and C P Sullivan have been updated.

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.1.4R(1)*.

## Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating to the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*ii*

3. Name of *person discharging managerial responsibilities/director*

*Sir Fred Goodwin*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

*7*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

£16.84

14. Date and place of transaction

7 July 2005

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

65,011

16. Date issuer informed of transaction

7 July 2005

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

-----  
1. Name of the issuer

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or

(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of person discharging managerial responsibilities/director

*Miller Roy McLean*

4. State whether notification relates to a person connected with a person discharging managerial responsibilities/director named in 3 and identify the connected person

*N/A*

5. Indicate whether the notification is in respect of a holding of the person referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of shares (including class), debentures or derivatives or financial instruments relating to shares

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of shares held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of shares, debentures or financial instruments relating to shares acquired

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

7

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

£16.84

14. Date and place of transaction

7 July 2005

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

156,749

16. Date issuer informed of transaction

7 July 2005

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with DR 3.1.4R(1)(a); or

(ii) DR 3.1.4(R)(1)(b) a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Brian John Crowe*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

7

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

£16.84

14. Date and place of transaction

7 July 2005

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

163,075

16. Date issuer informed of transaction

7 July 2005

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*William Dickson*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

7

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.84*

14. Date and place of transaction

*7 July 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*984*

16. Date issuer informed of transaction

*7 July 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-  
22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Mark Andrew Fisher*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

7

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.84*

14. Date and place of transaction

*7 July 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

2,875

16. Date issuer informed of transaction

*7 July 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Bernard Higgins*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

7

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.84*

14. Date and place of transaction

*7 July 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

525

16. Date issuer informed of transaction

*7 July 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

20. Description of *shares* or debentures involved (*class* and number)

-  
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-  
22. Total number of *shares* or debentures over which options held following notification

-  
23. Any additional information

-  
24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Neil James Roden*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

7

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.84*

14. Date and place of transaction

*7 July 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

707

16. Date issuer informed of transaction

*7 July 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

20. Description of *shares* or debentures involved (*class* and number)

-

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-

22. Total number of *shares* or debentures over which options held following notification

-

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

-----  
1. Name of the *issuer*

*The Royal Bank of Scotland Group plc*

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

*i*

3. Name of *person discharging managerial responsibilities/director*

*Christopher Paul Sullivan*

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

*N/A*

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

*In respect of a holding of the person referred to in 3*

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

*Ordinary shares of £0.25*

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

*The Royal Bank of Scotland plc Trustee Account BAYE and Profit Sharing*

8 State the nature of the transaction

*Participation in The Royal Bank of Scotland Group plc Share Incentive Plan*

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

7

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

-

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

-

13. Price per *share* or value of transaction

*£16.84*

14. Date and place of transaction

*7 July 2005*

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

*9,591*

16. Date issuer informed of transaction

*7 July 2005*

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17 Date of grant

-

18. Period during which or date on which it can be exercised

-

19. Total amount paid (if any) for grant of the option

-  
20. Description of *shares* or debentures involved (*class* and number)

-  
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

-  
22. Total number of *shares* or debentures over which options held following notification

-  
23. Any additional information

-  
24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat

0131 523 4711

**Name and signature of duly authorised officer of issuer responsible for making notification**

*Hew Campbell, Head of Group Secretariat*

**Date of notification**

8 July 2005

---

Enclosure No. 5

## **Publication of Prospectus**

The following prospectus has been approved by the UK Listing Authority and is available for viewing:

*Prospectus for The Royal Bank of Scotland Group plc / The Royal Bank of Scotland plc £35,000,000,000 Euro Medium Term Note Programme*

To view the full document, please paste the following URL into the address bar of your browser.

[http://www.rns-pdf.londonstockexchange.com/rns/0600q\\_-2005-8-12.pdf](http://www.rns-pdf.londonstockexchange.com/rns/0600q_-2005-8-12.pdf)

For further information, please contact:

Ron Huggett

Capital Raising Director

The Royal Bank of Scotland Group plc

5<sup>th</sup> Floor

280 Bishopsgate

London EC2M 4RB

TEL: 020 7085 4925

FAX: 020 7293 9966

### **DISCLAIMER - INTENDED ADDRESSEES**

Please note that the information contained in the Prospectus may be addressed to and/or targeted at persons who are residents of particular countries (specified in the Prospectus) only and is not intended for use and should not be relied upon by any person outside these countries and/or to whom the offer contained in the Prospectus is not addressed. Prior to relying on the information contained in the Prospectus you must ascertain from the Prospectus whether or not you are part of the intended addressees of the information contained therein.

Your right to access this service is conditional upon complying with the above requirement.

---

Enclosure No. 6

### **SCHEDULE 10**

#### **NOTIFICATION OF MAJOR INTERESTS IN SHARES**

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Barclays PLC

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Barclays PLC

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Barclays PLC

5. Number of shares / amount of stock acquired

-

6. Percentage of issued class

-

7. Number of shares / amount of stock disposed

-

8. Percentage of issued class

-

9. Class of security

Ordinary Shares of 25p each

10. Date of transaction

10 August 2005

11. Date company informed

16 August 2005

12. Total holding following this notification

179,117,046

13. Total percentage holding of issued class following this notification

5.63

14. Any additional information

-

15. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat, Telephone 0131 626 4099

16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat, Telephone 0131 626 4099

Date of notification

17 August 2005

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

---

Enclosure No. 7

THE INFORMATION CONTAINED HEREIN IS RESTRICTED AND IS NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR THE UNITED STATES

**FOR IMMEDIATE RELEASE**

**Statement by The Royal Bank of Scotland Group plc ("RBS") regarding the placing of ordinary shares in Banco Santander Central Hispano, S.A. ("Santander") by RBS**

RBS announces that Merrill Lynch International has been instructed to place, on its behalf, up to 135,142,302 shares of 0.50 each in Santander with institutional investors. The shares being placed represent up to approximately 2.2 per cent. of the issued share capital of Santander, and after the placing RBS will no longer have a holding in Santander. A further announcement will be made in due course on completion of the placing.

**Enquiries:**

**RBS:**

Richard O'Connor +44 (0)20 7672 1758

**Merrill Lynch:**

Oliver Greaves +44 (0)20 7996 1200

The information herein is restricted and not for publication or release in or into Australia, Canada or Japan, South Africa or the United States

This announcement is for information only and does not constitute an offer or invitation to acquire or dispose of any securities, in the United States or in any other jurisdiction. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold in the United States absent registration under the Securities Act or an applicable exemption from registration. No public offering of the securities will be made in the United States, the United Kingdom or elsewhere.

Merrill Lynch International is acting for RBS in connection with the placing and no one else and will not be responsible to anyone other than the RBS for providing the protections offered to its clients nor for providing advice in relation to the above transaction. No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by Merrill Lynch International or by any of its affiliates or agents as to or in relation to the accuracy or completeness of this release, or any other written or oral information made available to or publicly available to any interested party or its advisers and any liability therefor is hereby expressly disclaimed.

Any investment decision to buy securities in the placing must be made solely on the basis of publicly available information, which has not been independently verified by the RBS or Merrill Lynch International.

The distribution of this announcement and the offering or sale of the securities in certain jurisdictions may be restricted by law. No action has been taken by the RBS or Merrill Lynch International or any of their respective affiliates that would permit an offering of the securities or possession or distribution of this announcement or any other offering or publicity material relating to such securities in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required by the RBS and Merrill Lynch International to inform themselves about and to observe any such restrictions.

Merrill Lynch International is authorised and regulated by the UK Financial Services Authority.

Enclosure No. 8

THE INFORMATION CONTAINED HEREIN IS RESTRICTED AND NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION IN OR INTO AUSTRALIA, CANADA, JAPAN, SOUTH AFRICA OR THE UNITED STATES

**FOR IMMEDIATE RELEASE**

**Statement by The Royal Bank of Scotland Group plc ("RBS") regarding the placing of ordinary shares in Banco Santander Central Hispano, S.A. ("Santander") by RBS**

Further to the announcement this morning, RBS announces that Merrill Lynch International has placed, on its behalf, 135,142,302 shares of 0.50 each in Santander at a price of 9.91 per share.

The shares being placed represent approximately 2.2 per cent, of the issued share capital of Santander, and RBS now has no holding in Santander.

**Enquiries:**

**RBS:**

Richard O'Connor +44 (0)20 7672 1758

**Merrill Lynch:**

Oliver Greaves +44 (0)20 7996 1200

The information herein is restricted and not for publication or release in or into Australia, Canada or Japan, South Africa or the United States

This announcement is for information only and does not constitute an offer or invitation to acquire or dispose of any securities, in the United States or in any other jurisdiction. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") and may not be offered or sold in the United States absent registration under the Securities Act or an applicable exemption from registration. No public offering of the securities will be made in the United States, the United Kingdom or elsewhere.

Merrill Lynch International is acting for RBS in connection with the placing and no one else and will not be responsible to anyone other than the RBS for providing the protections offered to its clients nor for providing advice in relation to the above transaction. No representation or warranty, express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by Merrill Lynch International or by any of its affiliates or agents as to or in relation to the accuracy or completeness of this release, or any other written or oral information made available to or publicly available to any interested party or its advisers and any liability therefore is hereby expressly disclaimed.

Any investment decision to buy securities in the placing must be made solely on the basis of publicly available information, which has not been independently verified by the RBS or Merrill Lynch International.

The distribution of this announcement and the offering or sale of the securities in certain jurisdictions may be restricted by law. No action has been taken by the RBS or Merrill Lynch International or any of their respective affiliates that would permit an offering of the securities or possession or distribution of this announcement or any other offering or publicity material relating to such securities in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required by the RBS and Merrill Lynch

International to inform themselves about and to observe any such restrictions.

Merrill Lynch International is authorised and regulated by the UK Financial Services Authority.

---

Enclosure No. 9

**SCHEDULE 10**

**NOTIFICATION OF MAJOR INTERESTS IN SHARES**

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Lehman Brothers International (Europe)

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Lehman Brothers International (Europe)

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Lehman Brothers International (Europe)

5. Number of shares / amount of stock acquired

-

6. Percentage of issued class

-

7. Number of shares / amount of stock disposed

-

8. Percentage of issued class

-

9. Class of security

Ordinary Shares of 25p

10. Date of transaction

11 August 2005

11. Date company informed

18 August 2005

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

12. Total holding following this notification

101,250,349

13. Total percentage holding of issued class following this notification

3.18%

14. Any additional information

-

15. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat 0131 626 4099

16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat 0131 626 4099

Date of notification

18 August 2005

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

---

Enclosure No. 10

**SCHEDULE 10**

**NOTIFICATION OF MAJOR INTERESTS IN SHARES**

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Barclays PLC

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Barclays PLC

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Barclays PLC

5. Number of shares / amount of stock acquired

-

6. Percentage of issued class

-  
7. Number of shares / amount of stock disposed

-  
8. Percentage of issued class

-  
9. Class of security

Ordinary Shares of 25p each

10. Date of transaction

16 August 2005

11. Date company informed

18 August 2005

12. Total holding following this notification

133,923,749

13. Total percentage holding of issued class following this notification

4.21%

14. Any additional information

-  
15. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat, Telephone 0131 626 4099

16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat, Telephone 0131 626 4099

Date of notification

19 August 2005

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

---

Enclosure No. 11

**SCHEDULE 10**

**NOTIFICATION OF MAJOR INTERESTS IN SHARES**

1. Name of company

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Cater Allen International Limited

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Cater Allen International Limited

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Cater Allen International Limited

5. Number of shares / amount of stock acquired

-

6. Percentage of issued class

-

7. Number of shares / amount of stock disposed

-

8. Percentage of issued class

-

9. Class of security

Ordinary Shares of 25p each

10. Date of transaction

17 August 2005

11. Date company informed

18 August 2005

12. Total holding following this notification

-

13. Total percentage holding of issued class following this notification

less than 3%

14. Any additional information

-

15. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat, Telephone 0131 626 4099

16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat, Telephone 0131 626 4099

Date of notification

19 August 2005

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

---

Enclosure No. 12

## SCHEDULE 10

### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Lehman Brothers International (Europe)

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Lehman Brothers International (Europe)

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Lehman Brothers International (Europe)

5. Number of shares / amount of stock acquired

-

6. Percentage of issued class

-

7. Number of shares / amount of stock disposed

-

8. Percentage of issued class

-

9. Class of security

Ordinary Shares of 25p

10. Date of transaction

12 August 2005

11. Date company informed

22 August 2005

12. Total holding following this notification

157,466,162

13. Total percentage holding of issued class following this notification

4.95%

14. Any additional information

15. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat 0131 626 4099

16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat 0131 626 4099

Date of notification

22 August 2005

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

---

Enclosure No. 13

**SCHEDULE 10**

**NOTIFICATION OF MAJOR INTERESTS IN SHARES**

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Lehman Brothers International (Europe)

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Lehman Brothers International (Europe)

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them

Lehman Brothers International (Europe)

5. Number of shares / amount of stock acquired

-

6. Percentage of issued class

-

7. Number of shares / amount of stock disposed

-

8. Percentage of issued class

-

9. Class of security

Ordinary Shares of 25p

10. Date of transaction

18 August 2005

11. Date company informed

22 August 2005

12. Total holding following this notification

-

13. Total percentage holding of issued class following this notification

less than 3%

14. Any additional information

15. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat 0131 626 4099

16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat 0131 626 4099

Date of notification

23 August 2005

The FSA does not give any express or implied warranty as to the accuracy of this document or material and does not accept any liability for error or omission. The FSA is not liable for any damages (including, without limitation, damages for loss of business or loss of profits) arising in contract, tort or otherwise from the use of or inability to use this document, or any material contained in it, or from any action or decision taken as a result of using this document or any such material.

---

Enclosure No. 14

THE ROYAL BANK OF SCOTLAND GROUP plc

DIVIDEND ON SERIES D, SERIES E, SERIES F, SERIES G, SERIES H, SERIES I, SERIES J, SERIES K, SERIES L, SERIES M AND SERIES N NON-CUMULATIVE DOLLAR PREFERENCE SHARES of US\$0.01 FOR THE THREE MONTHS TO 30 SEPTEMBER 2005

The Directors have declared the specified dividends on the undernoted Series of non-cumulative dollar preference shares, all of which are represented by American Depositary Shares, for the three months to 30 September 2005. The dividends will be paid on 30 September 2005 at the undernoted rates to holders on the register at the close of business on 15 September 2005. As at the date of this announcement all of the undernoted Non-cumulative dollar preference shares are held by The Bank of New York, N.A. as Depositary who have advised that the record date for the American Depositary Receipts which evidence the undernoted American Depositary Shares is 15 September 2005.

| Series   | Dividend payable per share |
|----------|----------------------------|
| Series D | US\$0.51328125             |
| Series E | US\$0.50625                |
| Series F | US\$0.478125               |
| Series G | US\$0.4625                 |
| Series H | US\$0.453125               |

|          |               |
|----------|---------------|
| Series I | US\$0.50      |
| Series J | US\$0.53125   |
| Series K | US\$0.4921875 |
| Series L | US\$0.359375  |
| Series M | US\$0.40      |
| Series N | US\$ 0.396875 |

**DIVIDEND ON SERIES 1 NON-CUMULATIVE CONVERTIBLE DOLLAR PREFERENCE SHARES OF US\$0.01 FOR THE PERIOD TO 30 SEPTEMBER 2005**

The Directors have declared the specified dividends on the undernoted series of non-cumulative convertible dollar preference shares, all of which are represented by American Depositary Shares, for the six months to 30 September 2005. The dividends will be paid on 30 September 2005 at the undernoted rates to holders on the register at the close of business on 15 September 2005. As at the date of this announcement all of the undernoted non-cumulative dollar preference shares are held by The Bank of New York, N.A. as Depositary who have advised that the record date for the American Depositary Receipts which evidence the undernoted American Depositary Shares is 15 September 2005.

| Series   | Dividend payable per share |
|----------|----------------------------|
| Series 1 | US\$45.59                  |

25 August 2005

---

Enclosure No. 15

**The Royal Bank of Scotland Group plc - Publication of Corporate Responsibility Report for 2004**

30 August 2005

The Royal Bank of Scotland Group (RBS) today published its Corporate Responsibility Report for 2004.

For further information on RBS's corporate responsibility activities, or to download a copy of the report, please visit [www.rbs.com/cr](http://www.rbs.com/cr)

or contact:

Mrs Joanna Davidson

Head of Corporate Responsibility

The Royal Bank of Scotland Group

Business House F

Gogarburn

PO Box 1000

Edinburgh

EH12 1HQ

Tel: 0131 626 3660

Fax: 0131 626 3074

e-mail [joanna.davidson@rbs.co.uk](mailto:joanna.davidson@rbs.co.uk)

---

Enclosure No. 16

**The Royal Bank of Scotland Group plc**

**30 August 2005**

In accordance with sections 9.6.1R and 9.6.3(1)R of the UK Listing Authority rules, The Royal Bank of Scotland Group plc has today submitted to the Document Viewing Facility the circular Letter to Shareholders and the Form of Election in connection with the offer of shares in lieu of a cash dividend.

---

Enclosure No. 17

**THE ROYAL BANK OF SCOTLAND GROUP PLC**

**REDEMPTION OF NON-CUMULATIVE USD PREFERENCE SHARES**

The Royal Bank of Scotland Group plc has given notice that it will, on 31<sup>st</sup> December 2005 (the "Redemption Date"), redeem all the 400,000 Non-cumulative USD Preference Shares, Series 3 of \$0.01 each. Consequently, on the Redemption Date, each share will therefore become due and payable at its redemption amount of \$1,000.00 together with dividends payable for the then-current dividend period and accrued to the Redemption Date.

For further information please contact:

**The Royal Bank of Scotland Group plc;**

Ron Huggett

Director of Capital Management

Richard O'Connor

Head of Investor Relations

280 Bishopsgate

London

EC2M 4RB

Tel: 020 7085 4925

280 Bishopsgate

London

EC2M 4RB

Tel: 020 7672 1763

**The Bank of New York (Paying Agent)**

Seth J. Menell

American Depositary Receipts Division

101 Barclay Street

New York

NY10286

Tel: 212 815 6915

---

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: 31 August 2005

THE ROYAL BANK OF SCOTLAND  
GROUP plc (Registrant)

By: /s/ H Campbell

Name: H Campbell

Title: Head of Group Secretariat