

ROYAL BANK OF SCOTLAND GROUP PLC  
Form 6-K  
June 01, 2009

**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 May 2009

Commission File Number: 001-10306

The Royal Bank of Scotland Group plc

RBS, Gogarburn, PO Box 1000  
Edinburgh EH12 1HQ

(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-  
\_\_\_\_\_

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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: \_\_\_\_\_

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Exhibit 1	Total Voting Rights
Exhibit 2	Disposal of stake in Linea Directa Aseguradora
Exhibit 3	Filing of Annual Report on Form 20F
Exhibit 4	Rule 8.3- (Northern Petroleum plc)
Exhibit 5	Directorate Change
Exhibit 6	Rule 8.3- (Northern Petroleum plc)
Exhibit 7	Senior Executive Changes
Exhibit 8	Rule 8.3- Northern Petroleum Plc
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Exhibit 13	Publication of Prospectus
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Exhibit 15	Publication of Prospectus
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Exhibit 17	Rule 8.3- (Northern Petroleum plc)
Exhibit 18	Directorate Change
Exhibit 19	Director/PDMR Shareholding
Exhibit 20	Dividend Declaration

Exhibit No. 1

**The Royal Bank of Scotland Group plc  
Conformity with the Disclosure and Transparency Rules**

In conformity with the Disclosure and Transparency Rules The Royal Bank of Scotland Group plc ('RBSG') hereby notifies that, as at close of business on 29 April 2009, its issued share capital consists of:

<b>Share Class and nominal value</b>	<b>Number of Shares issued</b>	<b>Voting rights per share</b>	<b>Total Voting rights @ 29/04/2009</b>
Ordinary shares of £0.25	56,365,721,284	1	56,365,721,284
11% Cumulative Preference Shares of £1	500,000	4	2,000,000
5.5% Cumulative Preference Shares of £1	400,000	4	1,600,000

<b>Total:</b>	56,366,621,284	56,369,321,284
---------------	----------------	----------------

of which none are held in Treasury.

The above figures may be used by shareholders of the respective classes of shares as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in their shareholding, under the FSA's Disclosure and Transparency Rules.

Exhibit No. 2

**The Royal Bank of Scotland Group plc announces disposal of stake in Linea Directa Aseguradora**

30 April 2009

The Royal Bank of Scotland Group plc ("RBS")

today

announces that it has

agreed to sell

its 50% shareholding

in Linea Directa

Aseguradora

("LDA")

to its joint venture partner, Bankinter,

for a

cash

consideration of

€

426 million

The price of

€

426 million

represents a consideration of

2.5x

the tangible book value, and a price to

earnings ratio of

11.9

x

2008

earnings

The impact of this

sale

is expected to

result in a

net gain on sale of

just

over

£200 m.

RBS will continue to operate its

Insurance

businesses

in

the

UK,

Germany

and

Italy

.

The disposal of

LDA

is consistent with the strategy as announced on 26 February 2009. As a 50/50% joint venture, Linea Directa Aseguradora has operated as a largely independent Spanish insurance operation with limited connection to the Group

.

## **Contacts**

*Investors:*

Richard O'Connor

Head of Investor Relations

+44 (0)207 672 1758

*Media*

:

Neil Moorhouse

Michael Strachan

Head of Group Media Centre

Media Relations Manager

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+44 (0)131 626 3997

## **Notes to Editors**

*Linea Directa*

*Aseguradora*

Linea Directa  
Aseguradora

was launched as a 50/50% joint venture with Bankinter in 1995. Since then, it has become the #6 motor insurance company in

Spain

and the #1 direct motor insurance provider. In addition to motor insurance, it also provides motorcycle insurance, commercial fleet insurance, and has recently launched household insurance.

At 31st December 2008 Linea Directa Aseguradora had total assets of €1,016

m  
illion

.

#### *RBS Insurance*

RBS Insurance sells and underwrites retail and SME insurance over the telephone and internet, as well as through brokers and partnerships. Its brands include Direct Line, Churchill and Privilege, which sell general insurance products direct to the customer, as well as Green Flag and NIG. Through its international division, RBS Insurance sells general insurance, mainly motor, in

Germany

and

Italy

. The Intermediary and Broker division sells general insurance products through independent brokers.

Exhibit No. 3

### **FILING OF ANNUAL REPORT ON FORM 20-F WITH THE US SECURITIES AND EXCHANGE COMMISSION**

The Royal Bank of Scotland Group plc (the "Company")

announced today that, on

29 April 2009, it filed its Annual Report on Form 20-F with the US Securities and Exchange Commission (SEC). The document is available for viewing on the SEC website at

[www.sec.gov](http://www.sec.gov)

and also on the Company's website at

[www.rbs.com](http://www.rbs.com)

. The Company will send any holder of the Company's securities, upon request, a hard copy of the Company's complete audited financial statements free of charge. Requests may be made by writing to the Group General Counsel

and Group Secretary

, The Royal Bank of Scotland Group plc, RBS Gogarburn,  
PO Box 1000

,

Edinburgh

EH12 1HQ

Aileen Taylor  
Head of Group Secretariat  
30 April 2009  
Exhibit No. 4

**FORM 8.3**

**DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE  
(Rule 8.3 of  
the City Code on Takeovers and Mergers)**

1.

**KEY  
INFORMATION**

**Name of person dealing**

Royal Bank of Scotland  
Group Plc

(Note 1)

**Company dealt in**

Northern Petroleum  
Plc

**Class of relevant security to which the dealings being disclosed relate**

ORD  
GBP

(Note 2)

**Date of dealing**

0.05  
30 April 2009

**2.  
INTERESTS, SHORT POSITIONS  
AND  
RIGHTS TO SUBSCRIBE**

(a)

**Interests  
and short positions**

**(following dealing) in the class of relevant security dealt in  
(Note 3)**

	<b>Long</b>	<b>Short</b>		
	<b>Number (%)</b>	<b>Number</b>		<b>(%)</b>
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.56</b>	<b>0</b>	<b>0.0%</b>
	<b>, 38</b>	<b>56</b>		<b>%</b>
	<b>2</b>			
	<b>, 353</b>			
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>5, 38</b>	<b>7.56</b>	<b>0</b>	<b>0.0%</b>
	<b>2</b>	<b>56</b>		<b>%</b>
	<b>,353</b>			

(b)

**Interests  
and short positions**

**in relevant securities of the company, other than the  
class**

**dealt in**

(Note 3)

Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
(1) Relevant securities	0	0.0%	0	0.0%
(2) Derivatives (other than options)	0	0.0%	0	0.0%
(3) Options and agreements to purchase/sell	0	0.0%	0	0.0%
<b>Total</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

(c)

**Rights to subscribe**

(Note 3)

Class of relevant security Details

:

**3.  
DEALINGS**

(Note 4)

(a)

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

Sale	82,218	120.00
Sale	17,782	



Sale	25,000	GBP
		120.18
		GBP
		121.94
		GBP

(b)

**Derivatives transactions (other than options)**

Product name	Long/short	Number of securities	Price per unit
(Note			(Note 5)
,	6	(Note 7)	
)			
e.g. CFD			

(c)

**Options transactions in respect of existing securities**

(i)

**Writing, selling, purchasing or varying**

Product name	Writing, selling, purchasing, varying etc.	Number of securities to which the option relates	Exercise price	Type	Expiry date	Option money paid/received per unit
,				e.g. American, European etc.		(Note 5)
e.g. call option		(Note 7)				

(ii)

**Exercising**

Product name	Number of securities	Exercise price per unit
,		(Note 5)
e.g. call option		

(d)

**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b>	<b>Details</b>	<b>Price</b>
(Note 8)		<b>per unit</b> <b>(if applicable)</b>
		(Note 5)

4.

**O  
THER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

**Is a Supplemental Form 8 attached?**

(Note 9)

**YES**

/

**NO**

**Date of disclosure**

**1 May 2009**

**Contact name**

**Richard Hopkins**

**Telephone number**

(  
**020**  
)  
**7714 4459**

**If a connected EFM, name of offeree/with which connected**

**If a connected EFM,**

**state nature**

**of connection**

**(Note**

**10**

**)**

### **Notes**

**:**

**The Notes on Form 8.3 can be viewed on the Takeover Panel's website at**

**[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)**

Exhibit No. 5

**The  
Royal Bank of Scotland  
Group plc**

### **Impending Board Changes**

Guy Whittaker, currently Finance Director of RBS, has agreed to step down from the RBS Board and leave the Bank later this year allowing time to undertake an orderly search for a successor. This is expected to be by October 2009. In the meantime his current role and responsibilities continue unchanged.

Stephen Hester, RBS Chief Executive, comments

"It is with sadness we reach this parting with Guy and typical of him to agree to serve a full transition period. Guy has held one of the most demanding roles at RBS. Since I joined in late November last year, he has given everything to assist our creation of a new direction for RBS and give it the best chance of success. Now that we have passed the 2008 year end and are fully focused on the 3-5 year journey ahead to standalone health, it is a logical time to make changes. Guy leaves RBS with my thanks and support and we wish him well in the future once his time here comes to a close."

A further announcement

will be made later in the year when a successor has been appointed.

### **For Further Information Contact**

**:**

Neil Moorhouse  
Head of Group Media Centre

+44 (0) 131 523 4414

Exhibit No. 6

**FORM 8.3**

**DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE  
(Rule 8.3 of  
the City Code on Takeovers and Mergers)**

1.

**KEY  
INFORMATION**

<b>Name of person dealing</b>	Royal Bank of Scotland Group Plc
(Note 1) <b>Company dealt in</b>	Northern Petroleum Plc
<b>Class of relevant security to which the dealings being disclosed relate</b>	ORD GBP 0.05
(Note 2) <b>Date of dealing</b>	01 May 2009

**2.**  
**INTERESTS, SHORT POSITIONS**  
**AND**  
**RIGHTS TO SUBSCRIBE**

(a)

**Interests**  
**and short positions**

**(following dealing) in the class of relevant security dealt in**  
**(Note 3)**

	<b>Long</b>		<b>Short</b>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.5</b>	<b>0</b>	<b>0.0%</b>
	<b>,</b>	<b>179</b>		
	<b>3</b>	<b>%</b>		
	<b>48</b>			
	<b>,</b>			
	<b>414</b>			
<b>(2) Derivatives</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(other than options)</b>				
<b>(3)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Options</b>				
<b>and agreements to purchase/sell</b>				
<b>Total</b>	<b>5,</b>	<b>7.5</b>	<b>0</b>	<b>0.0%</b>
	<b>3</b>	<b>179</b>		
	<b>48</b>	<b>%</b>		
	<b>,</b>			
	<b>414</b>			

(b)

**Interest**  
**s**  
**and short positions**

**in relevant securities of the company, other than the**  
**c**  
**lass**  
**dealt in**

(Note 3)

Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
<b>(1) Relevant securities</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

**(c)**

**R  
ights to subscribe**

(Note 3)

**Class of relevant security Details  
:**

**3.  
DEALINGS**

(Note 4)

**(a)**

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

<b>Sale</b>	<b>33</b>	<b>1.</b>
	<b>,</b>	<b>2329</b>
	<b>939</b>	<b>GBP</b>

(b)

**Derivatives transactions (other than options)**

<b>Product name</b>	<b>Long/short</b>	<b>Number of securities</b>	<b>Price per unit</b>
, e.g. CFD	(Note 6)	(Note 7)	(Note 5)

(c)

**Options transactions in respect of existing securities**

(i)

**Writing, selling, purchasing or varying**

<b>Product name</b>	<b>Writing, selling, purchasing, varying etc.</b>	<b>Number of securities to which the option relates</b>	<b>Exercise price</b>	<b>Type</b>	<b>Expiry date</b>	<b>Option money paid/received per unit</b>
, e.g. call option		(Note 7)		e.g. American, European etc.		(Note 5)

(ii)

**Exercising**

<b>Product name</b>	<b>Number of securities</b>	<b>Exercise price per unit</b>
, e.g. call option		(Note 5)

(d)

**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b>	<b>Details</b>	<b>Price</b>
(Note 8)		<b>per unit</b> <b>(if applicable)</b>

(Note 5)

**4.**

**O**  
**OTHER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

**Is a Supplemental Form 8 attached?**

(Note 9)

**YES**

/

**NO**

**Date of disclosure**  
**Contact name**  
**Telephone number**

**5 May 2009**  
**Richard Hopkins**  
(  
**020**  
)  
**7714 4459**

**If a connected EFM, name of offeree/with which connected**

**If a connected EFM,**  
**state nature**  
**of connection**

(Note

**10**

)



*Notes*

:  
The Notes on Form 8.3 can be viewed on the Takeover Panel's website at  
[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)

Exhibit No. 7

**Attn:**

NEWS DESKS  
BUSINESS DESKS

**6th May 2009**

**RBS  
Group**

**Announces  
Further Senior Executive  
Changes**

- Brian Hartzler to join RBS from ANZ to assume responsibility for UK Retail, Wealth and Ulster Bank business divisions
- Paul Geddes, currently CEO of UK Retail, to join the Executive Committee as CEO of RBS Insurance
- Chris Sullivan, currently CEO of RBS Insurance, to become CEO of UK Corporate Banking Division

RBS

is pleased to announce a number of changes and new appointments to the

Group's Executive Committee (Exco). Once these have taken effect, together with the pending change of Chief Financial Officer announced yesterday, all 9 members of the Group's Exco will be new to their posts within the last 14 months, 7 since October

of last year

. This will complete the management restructuring at this level though further changes will continue elsewhere in the

Group

. These appointments

complement

the new strategic direction

for RBS

set out in February

and, once bedded down, will help underpin its implementation.

**Brian Hartzler** will join RBS and take over responsibility from **Gordon Pell** as Executive Committee member responsible for the UK Retail, Wealth and Ulster Bank business divisions. These important businesses rank respectively 2nd, 1st and 3rd in their markets. Brian joins from Australia and New Zealand Banking Group Ltd. (ANZ) where he was Chief Executive Officer - Australia and Global Segment Lead for Retail, since October 2008. Brian had been directly responsible for the Retail, SME, and Wealth businesses since 2004, during which time ANZ increased profit in these businesses by 50% and improved its market share of Australian Retail customers from 4th to 2nd position overall as well as being recognised as having the best customer service of any bank in Australia. Gordon Pell will retain the position of Deputy Chief Executive of RBS through the transition period until his retirement, as previously announced, early next year.

#### **Paul Geddes**

will join

the Group's

Exco as

CEO

of

RBS

' market leading general i

nsurance

businesses

. He currently runs the

UK Retail business reporting to Gordon

Pell

.

Paul became CEO of the Retail business in December 2006, driving a successful period for the division - growing income and strengthening market share and customer satisfaction

. That

business will now report directly to Brian Hartzler.

**Chris Sullivan**, currently CEO of RBS Insurance, will take over from **Alan Dickinson** to become CEO of the UK Corporate Banking Division (including the SME franchise). The Group's Global Transaction Services division run by **Brian Stevenson** will also report to him. These businesses hold market positions of 1st in the UK and 5th worldwide respectively. Chris Sullivan has overseen considerable success for RBS Insurance since November 2006 including a record performance in 2008. His background prior to that was in RBS' UK Retail and Corporate businesses. Alan Dickinson will stay on as Chairman of the Division assisting the transition until he retires as planned early next year.

Further to the

February

announcement of his appointment as Head of Risk and Restructuring (including RBS' new 'Non Core' Division and the pending Asset Protection Scheme portfolio),

**Nathan Bo  
stock**

will  
join from Abbey National to  
take up his role on 1st June

Stephen Hester, RBS Group Chief Executive commented

:"I am extremely pleased to have been able to move rapidly to assemble a strong leadership team. We have many challenges ahead but really great businesses on which to build. As ever, people are the key to making ambitious strategy a reality. The journey to standalone strength is a 3-5 year one, with tough restructuring to execute against an inclement economic backdrop

I am, however,  
increasingly confident

that we have assembled the 'tools' to do the job.

"We welcome Brian Hartzler to RBS. He is very highly regarded as a retail banker and he

will fit into our team very well. We are excited to have him. It is also great to have two excellent internal candidates for major divisional portfolios. Chris and Paul have impressed me since we began working together in recent months and are well suited for their new roles. I am exceptionally grateful to Gordon and Alan for their crucial stewardship and look forward to their continued counsel over the transition period."

**NOTES TO EDITORS**

- The changes outlined above are expected to take effect from 31st July subject to regulatory clearance.
- Brian Hartzler is 42 years old, a joint US and Australian citizen and is married with 4 young children.

A

Princeton graduate

. He

joined ANZ in 1999 to run their Consumer Finance business (credit cards, merchant services and personal loans) until 2004. He then took over the full Retail bank portfolio (including SME and Wealth) and in 2008 added the role of Chief Executive Australia for all ANZ business lines, as well as Global Segment Lead for Retail. Prior to joining ANZ Brian was a financial services consultant in New York, San Francisco and Melbourne for 10 years.

- Paul Geddes

joined RBS in 2004 as

Managing Director, Marketing & Strategy, Retail Banking and now holds the position of CEO, Retail

Banking

, responsible for around 30,000 people serving

over

12m customers. He

graduated from Oxford University and started his career with Proct

e

r & Gamble in

the UK and Europe

. From 1997 he worked for Kingfisher plc as Head of Marketing at Superdrug, then Marketing Director of Comet

when he also ran

the Comet Direct franchise

. In 2001, Paul joined the board of Argos as Marketing Director

, also running the award winning online business Argos.co.uk

. During this time Argos doubled profit, added 50% to sales and won awards for marketing, eCommerce and in 2003 was named Retailer of the Year.

- Chris Sullivan was appointed the

CEO

of RBS Insurance in November 2006.

His

previous role

at RBS

was as Chief Executive of Retail and Deputy Chief Executive of Retail Markets. Prior to this, Chris was Chief Executive of RBS

G

roup's UK and European businesses in cards and consumer finance, primarily delivered through the direct

delivery channels.

In 1993, Chris became the National Sales Director for Lombard Business Finance, moving on to become Managing Director and later Chief Executive of Lombard Group

.

The other members of RBS' Executive Committee not mentioned above are;

- Stephen Hester - Chief Executive Office

r

, took up his post on 21

st

November 2008)

- John Hourican - Head of Global Banking and Markets,

took up

his

post on 1

st

November 2008

- Ellen Alemany -

Chairman (since

March

2009) and

CEO

(since March 2008)

of Citizens

Financial Group

and Head of

RBS Americas

(since March 2007).

- Ron Teerlink -

Chief Administration Officer

(since February 2009) having been CEO of

Manufacturing Division (since

April 2008

)

- Guy Whittaker -

Chief Financial Officer

(

departure announced on 5

th

May 2009)

**For further information contact:**

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636995

Neil Moorhouse, Head of Group Media Centre

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Exhibit No. 8

**FORM 8.3**

**DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE  
(Rule 8.3 of  
the City Code on Takeovers and Mergers)**

1.

**KEY  
INFORMATION**

**Name of person dealing**

Royal Bank of Scotland  
Group Plc

(Note 1)

**Company dealt in**

Northern Petroleum  
Plc

**Class of relevant security to which the dealings being disclosed relate**

ORD GBP 0.05

(Note 2)

**Date of dealing**

06

May  
2009

2.

**INTERESTS, SHORT POSITIONS  
AND  
RIGHTS TO SUBSCRIBE**

(a)

**Interest**

**s  
and short positions**

**(following dealing) in the class of relevant security dealt in  
(Note 3)**

	<b>Long</b>		<b>Short</b>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>, 3 23</b>	<b>4828 %</b>		
	<b>, 414</b>			
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>5, 3 23</b>	<b>7. 4828 %</b>	<b>0</b>	<b>0.0%</b>
	<b>, 414</b>			

**(b)**

**Interest  
s  
and short positions**

**in relevant securities of the company, other than the  
c  
lass  
dealt in**

**(Note 3)**

<b>Class of relevant security:</b>	<b>Long</b>		<b>Short</b>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
<b>(1) Relevant securities</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(2) D</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

**Derivatives  
(other than options)**

(3)	0	0.0%	0	0.0%
<b>Options and agreements to purchase/sell</b>				
<b>Total</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

(c)

**R  
ights to subscribe**

(Note 3)

**Class of relevant security Details**  
:

**3.  
DEALINGS**  
(Note 4)

(a)

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

<b>Sale</b>	<b>25</b>	<b>1.</b>
	<b>,</b>	<b>2</b>
	<b>000</b>	<b>800</b>
		<b>GBP</b>

(b)

**Derivatives transactions (other than options)**

**Pr Long/short Number of securities Price per unit**



**Product name** (Note 6) (Note 5)  
 ,  
 )  
 e.g. CFD

(c)  
**Options transactions in respect of existing securities**

(i)  
**Writing, selling, purchasing or varying**

<b>Product name</b> e.g. call option	<b>Writing, selling, purchasing, varying etc.</b>	<b>Number of securities to which the option relates</b> (Note 7)	<b>Exercise price</b>	<b>Type</b> e.g. American, European etc.	<b>Expiry date</b>	<b>Option money paid/received per unit</b> (Note 5)
-----------------------------------------	---------------------------------------------------	---------------------------------------------------------------------	-----------------------	---------------------------------------------	--------------------	--------------------------------------------------------

(ii)  
**Exercising**

<b>Product name</b> e.g. call option	<b>Number of securities</b>	<b>Exercise price per unit</b> (Note 5)
-----------------------------------------	-----------------------------	--------------------------------------------

(d)  
**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b> (Note 8)	<b>Details</b>	<b>Price per unit (if applicable)</b> (Note 5)
------------------------------------------	----------------	---------------------------------------------------

4.

**O**  
**OTHER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

**Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.**

**Is a Supplemental Form 8 attached?**  
(Note 9)

**YES**  
/  
**NO**

<b>Date of disclosure</b>	<b>7</b> <b>May</b> <b>200</b> <b>9</b>
<b>Contact name</b>	<b>Richard Hopkins</b>
<b>Telephone number</b>	<b>(</b> <b>020</b> <b>)</b> <b>7714 4459</b>

**If a connected EFM, name of offeree/with which connected**  
**If a connected EFM,**  
**state nature**  
**of connection**  
(**Note**  
**10**  
)

**Notes**

:

**The Notes on Form 8.3 can be viewed on the Takeover Panel's website at**

**[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)**

Exhibit No. 9

**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 a transaction notified in accordance with DR 3.1.4R(1)(a)

Yes

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

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  
291

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

£  
0.  
43

14. Date and place of transaction

7  
May

2009

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

18,  
331

shares 0.

000  
0  
3  
%

16. Date issuer informed of transaction

7  
May  
2009

**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)  
-
- 23  
. 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  
Aileen Taylor, Deputy Secretary  
0131 626 4099

**Name and signature of duly authorised officer of issuer responsible for making notification**  
Aileen Taylor, Deputy Secretary

**Date of notification**

7  
May  
2  
009

Exhibit No. 10

**FORM 8.3**

**DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE  
(Rule 8.3 of  
the City Code on Takeovers and Mergers)**

1.

**KEY  
INFORMATION**

<b>Name of person dealing</b>	Royal Bank of Scotland Group Plc
(Note 1) <b>Company dealt in</b>	Northern Petroleum Plc
<b>Class of relevant security to which the dealings being disclosed relate</b>	ORD GBP 0.05
(Note 2) <b>Date of dealing</b>	11 May 2009

2.  
**INTERESTS, SHORT POSITIONS  
AND  
RIGHTS TO SUBSCRIBE**

(a)

**Interest  
s  
and short positions**

**(following dealing) in the class of relevant security dealt in  
(Note 3)**

<b>Long</b>	<b>Short</b>
<b>Number (%)</b>	<b>Number</b>

				(%)
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>,</b>	<b>4014</b>		
	<b>265</b>	<b>%</b>		
	<b>,</b>			
	<b>4</b>			
	<b>88</b>			
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>5,</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>265</b>	<b>4</b>		
	<b>,</b>	<b>014</b>		
	<b>4</b>	<b>%</b>		
	<b>88</b>			

**(b)**

**Interest  
s  
and short positions**

**in relevant securities of the company, other than the  
c  
lass  
dealt in**

(Note 3)

Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
<b>(1) Relevant securities</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

**Total** **0** **0.0%** **0** **0.0%**

(c)

**R**  
**ights to subscribe**

(Note 3)

**Class of relevant security Details**  
**:**

**3.**  
**DEALINGS**

(Note 4)

(a)

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

<b>Sale</b>	<b>57</b>	<b>1.</b>
	<b>,</b>	<b>2</b>
	<b>926</b>	<b>328</b>
		<b>GBP</b>

(b)

**Derivatives transactions (other than options)**

<b>Pr</b>	<b>Long/short</b>	<b>Number of securities</b>	<b>Price per unit</b>
<b>oduct name</b>	(Note		(Note 5)
<b>,</b>	<b>6</b>	(Note 7)	
<b>)</b>			
<b>e.g. CFD</b>			



(c)  
**Options transactions in respect of existing securities**

(i)  
**Writing, selling, purchasing or varying**

<b>Product name</b> , e.g. call option	<b>Writing, selling, purchasing, varying etc.</b>	<b>Number of securities to which the option relates</b> (Note 7)	<b>Exercise price</b>	<b>Type</b> , e.g. American, European etc.	<b>Expiry date</b>	<b>Option money paid/received per unit</b> (Note 5)
-------------------------------------------	---------------------------------------------------	---------------------------------------------------------------------	-----------------------	-----------------------------------------------	--------------------	--------------------------------------------------------

(ii)  
**Exercising**

<b>Product name</b> , e.g. call option	<b>Number of securities</b>	<b>Exercise price per unit</b> (Note 5)
-------------------------------------------	-----------------------------	--------------------------------------------

(d)  
**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b> (Note 8)	<b>Details</b>	<b>Price per unit (if applicable)</b>
------------------------------------------	----------------	---------------------------------------

(Note 5)

**4.**  
**OTHER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

**Is a Supplemental Form 8 attached?**

(Note 9)

YES

/

NO

Date of disclosure

12 May 2009

Contact name

Richard Hopkins

Telephone number

(  
020  
)  
7714 4459

If a connected EFM, name of offeree/with which connected

If a connected EFM,

state nature

of connection

(Note

10

)

**Notes**

:

The Notes on Form 8.3 can be viewed on the Takeover Panel's website at

[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)

Exhibit No. 11

**The Royal Bank of Scotland Group plc ("RBS") - Presentation to the UBS Global Financial Services Conference**

12th May 2009

Stephen Hester, Group Chief Executive, presents to the UBS Global Financial Services Conference in New York on Tuesday 12th May at 14.50 EST.

A copy of the presentation is available on the Group's website [www.rbs.com/ir](http://www.rbs.com/ir).

For further information:

Investor Relations

Richard O'Connor

Tel: +44 (0) 207 672 1758

Media

Neil Moorhouse

Head of Group Media Centre

+44 131 523 4414

+44 7786 690029

END

Exhibit No. 12

**FORM 8.3**

**DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE  
(Rule 8.3 of  
the City Code on Takeovers and Mergers)**

1.

**KEY  
INFORMATION**

<b>Name of person dealing</b>	Royal Bank of Scotland Group Plc
(Note 1)	
<b>Company dealt in</b>	Northern Petroleum Plc
<b>Class of relevant security to which the dealings being disclosed relate</b>	ORD GBP
(Note 2)	
	0. 0 5
<b>Date of dealing</b>	1 2
	May 200 9

2.  
**INTERESTS, SHORT POSITIONS  
AND  
RIGHTS TO SUBSCRIBE**

(a)

**Interests  
and short positions**

**(following dealing) in the class of relevant security dealt in**  
(Note 3)

	<b>Long</b>		<b>Short</b>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>,</b>	<b>3873</b>		
	<b>2</b>	<b>%</b>		

	5		
	5		
	,		
	4		
	88		
(2) Derivatives (other than options)	0	0.0% 0	0.0%
(3) Options and agreements to purchase/sell	0	0.0% 0	0.0%
Total	5,255,488	7.3873%	0.0%

(b)

**Interests and short positions**

**in relevant securities of the company, other than the class dealt in**

(Note 3)

Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
(1) Relevant securities	0	0.0%	0	0.0%
(2) Derivatives (other than options)	0	0.0%	0	0.0%
(3) Options and agreements to purchase/sell	0	0.0%	0	0.0%

**Total** **0** **0.0%** **0** **0.0%**

**(c)**

**R**  
**ights to subscribe**

(Note 3)

**Class of relevant security Details**  
**:**

**3.**  
**DEALINGS**

(Note 4)

**(a)**

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

<b>Sale</b>	<b>10</b>	<b>1.</b>
	<b>,</b>	<b>2</b>
	<b>000</b>	<b>8</b>
		<b>00</b>
		<b>GBP</b>

**(b)**

**Derivatives transactions (other than options)**

<b>Pr</b>	<b>Long/short</b>	<b>Number of securities</b>	<b>Price per unit</b>
<b>oduct name</b>	(Note	(Note 7)	(Note 5)
<b>,</b>	<b>6</b>		
	<b>)</b>		
<b>e.g. CFD</b>			

(c)  
O

**ptions transactions in respect of existing securities**

(i)

**Writing, selling, purchasing or varying**

<b>Product name</b> , e.g. call option	<b>Writing, selling, purchasing, varying etc.</b>	<b>Number of securities to which the option relates</b> (Note 7)	<b>Exercise price</b>	<b>Type</b> , e.g. American, European etc.	<b>Expiry date</b>	<b>Option money paid/received per unit</b> (Note 5)
----------------------------------------------------	-------------------------------------------------------	---------------------------------------------------------------------	-----------------------	-----------------------------------------------------	--------------------	--------------------------------------------------------

(ii)

**Exercising**

<b>Product name</b> , e.g. call option	<b>Number of securities</b>	<b>Exercise price per unit</b> (Note 5)
-------------------------------------------------	-----------------------------	--------------------------------------------

(d)

**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b> (Note 8)	<b>Details</b>	<b>Price per unit (if applicable)</b>
------------------------------------------	----------------	---------------------------------------

(Note 5)

4.

O

**OTHER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

**Is a Supplemental Form 8 attached?**  
(Note 9)

**YES**  
/  
**NO**

<b>Date of disclosure</b>	<b>13</b> <b>May</b> <b>2009</b>
<b>Contact name</b>	<b>Richard Hopkins</b>
<b>Telephone number</b>	<b>(</b> <b>020</b> <b>)</b> <b>7714 4459</b>

**If a connected EFM, name of offeree/with which connected**  
**If a connected EFM,**  
**state nature**  
**of connection**  
**(Note**  
**10**  
**)**

*Notes*

:  
The Notes on Form 8.3 can be viewed on the Takeover Panel's website at  
[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)  
Exhibit No.13

**Publication of Prospectus**



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

*Supplementary Prospectus  
to  
The Royal Bank of Scotland Group plc  
and  
The Royal Bank of Scotland plc £  
75  
,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/2563S\\_-2009-5-14.pdf](http://www.rns-pdf.londonstockexchange.com/rns/2563S_-2009-5-14.pdf)

The document above is also available to the public for inspection at the UK Listing Authority's Document Viewing Facility, 25 The North Colonnade, Canary Wharf, London E14 5HS.

For further information, please contact  
:

David O'Loan  
Head of Group Capital Management  
The Royal Bank of Scotland Group plc  
5th 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  
Supplementary  
Prospectus

(and the Prospectus to which it relates)

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

and the Supplementary Prospectus  
is not addressed. Prior  
to relying on the information contained in the Prospectus  
and the Supplementary 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.

Exhibit No. 14

### FORM 8.3

#### DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE (Rule 8.3 of the City Code on Takeovers and Mergers)

1.

#### KEY INFORMATION

Name of person dealing

Royal Bank of Scotland  
Group Plc

(Note 1)

Company dealt in

Northern Petroleum  
Plc

Class of relevant security to which the dealings being disclosed relate

ORD  
GBP

(Note 2)

0.

**Date of dealing** 0  
5  
1  
3  
  
May  
200  
9

**2.  
INTERESTS, SHORT POSITIONS  
AND  
RIGHTS TO SUBSCRIBE**

**(a)**

**Interests  
and short positions**

**(following dealing) in the class of relevant security dealt in  
(Note 3)**

	<b>Long</b>		<b>Short</b>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>, 33</b>			
	<b>2</b>	<b>10</b>		
	<b>1</b>	<b>%</b>		
	<b>5</b>			
	<b>, 4</b>			
	<b>88</b>			
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>5,</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>2</b>	<b>33</b>		
	<b>1</b>	<b>10</b>		
	<b>5</b>	<b>%</b>		

,  
4  
88

(b)

**Interest  
s  
and short positions**

**in relevant securities of the company, other than the  
c  
lass  
dealt in**

(Note 3)

Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
(1) Relevant securities	0	0.0%	0	0.0%
(2) D erivatives (other than options)	0	0.0%	0	0.0%
(3) Options and agreements to purchase/sell	0	0.0%	0	0.0%
<b>Total</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

(c)

**R  
ights to subscribe**

(Note 3)

**Class of relevant security Details**

:

**3. DEALINGS**

(Note 4)

(a)

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

Sale	10	1.
Sale	,	2
	000	8
	30,000	00
		GBP
		1.2694 GBP

(b)

**Derivatives transactions (other than options)**

<b>Pr</b>	<b>Long/short</b>	<b>Number of securities</b>	<b>Price per unit</b>
<b>oduct name</b>	(Note	(Note 7)	(Note 5)
,	6		
	)		
e.g. CFD			

(c)

**Options transactions in respect of existing securities**

(i)

**Writing, selling, purchasing or varying**

<b>Product name</b>	<b>Writing, selling, purchasing, varying etc.</b>	<b>Number of securities to which the option relates</b>	<b>Exercise price</b>	<b>Type</b>	<b>Expiry date</b>	<b>Option money paid/received per unit</b>
,		(Note 7)	,	e.g. American, European etc.		(Note 5)
e.g. call option						

(ii)

**Exercising**

<b>Product name</b>	<b>Number of securities</b>	<b>Exercise price</b>
, e.g. call option		<b>per unit</b> (Note 5)

(d)

**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b>	<b>Details</b>	<b>Price</b>
(Note 8)		<b>per unit</b> <b>(if applicable)</b>

(Note 5)

4.

**O  
THER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

**Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.**

**Is a Supplemental Form 8 attached?**

(Note 9)

**YES**

/

**NO**

**Date of disclosure**

**1**

**4**

**May**

**200**

**9**

**Contact name**

**Richard Hopkins**

**Telephone number**

**(**

**020**

**)**

**7714 4459**

**If a connected EFM, name of offeree/with which connected**

**If a connected EFM,**

**state nature**

**of connection**

**(Note**

**10**

**)**

**Notes**

**:**

**The Notes on Form 8.3 can be viewed on the Takeover Panel's website at**

**[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)**

**Exhibit No. 15**

**Publication of Prospectus**

The following prospectus has been

approved by the

UK Listing Authority and is available for viewing:

*Supplementary*

*Offering Memorandum*

*to*

*The Royal Bank of Scotland Group plc*

*and*

*The Royal Bank of Scotland plc*

*U.S.\$35*

*,000,000,000 Medium*

**-**

*Term Note Program*

To view  
the full document

,  
please paste the following  
URL

into the address bar of your browser.

[http://www.rns-pdf.londonstockexchange.com/rns/2911S\\_-2009-5-14.pdf](http://www.rns-pdf.londonstockexchange.com/rns/2911S_-2009-5-14.pdf)

The document above is also available to the public for inspection at the UK Listing Authority's Document Viewing Facility, 25 The North Colonnade, Canary Wharf, London E14 5HS.

For further information, please contact  
:

David O'Loan

Head of Group Capital Management  
The Royal Bank of Scotland Group plc  
5th 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  
Supplementary  
Prospectus

(and the Prospectus to which it relates)

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

and the Supplementary Prospectus

is not addressed. Prior

to relying on the information contained in the Prospectus

and the Supplementary 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.

Exhibit No. 16



**FORM 8.3**

**DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE  
(Rule 8.3 of  
the City Code on Takeovers and Mergers)**

1.

**KEY  
INFORMATION**

**Name of person dealing**

Royal Bank of Scotland  
Group Plc

(Note 1)

**Company dealt in**

Northern Petroleum  
Plc

**Class of relevant security to which the dealings being disclosed relate**

ORD  
GBP

(Note 2)

0.

0

5

**Date of dealing**

14 May 2009

2.  
**INTERESTS, SHORT POSITIONS  
AND  
RIGHTS TO SUBSCRIBE**

(a)

**Interests  
and short positions**

**(following dealing) in the class of relevant security dealt in  
(Note 3)**

	<b>Long</b>		<b>Short</b>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>,</b>	<b>3</b>		
	<b>2</b>	<b>684</b>		
	<b>42</b>	<b>%</b>		
	<b>,</b>			
	<b>000</b>			
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>5,</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>2</b>	<b>3</b>		
	<b>42</b>	<b>684</b>		
	<b>,</b>	<b>%</b>		
	<b>000</b>			

**(b)**

**Interests  
and short positions**

**in relevant securities of the company, other than the  
class  
dealt in**

**(Note 3)**

<b>Class of relevant security:</b>	<b>Long</b>	<b>Short</b>
------------------------------------	-------------	--------------

	Number	(%)	Number	(%)
<b>(1) Relevant securities</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

**(c)**

**Rights to subscribe**

(Note 3)

**Class of relevant security Details**

:

**3. DEALINGS**

(Note 4)

**(a)**

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

<b>Purchase</b>	<b>10</b>	<b>1.</b>
<b>Purchases</b>	<b>,</b>	<b>1000</b>
<b>e</b>	<b>000</b>	<b>GBP</b>
	<b>16</b>	<b>1.</b>
	<b>,</b>	<b>1200</b>
	<b>512</b>	<b>GBP</b>

(b)

**Derivatives transactions (other than options)**

<b>Product name</b>	<b>Long/short</b>	<b>Number of securities</b>	<b>Price per unit</b>
, e.g. CFD	(Note 6)	(Note 7)	(Note 5)

(c)

**Options transactions in respect of existing securities**

(i)

**Writing, selling, purchasing or varying**

<b>Product name</b>	<b>Writing, selling, purchasing, varying etc.</b>	<b>Number of securities to which the option relates</b>	<b>Exercise price</b>	<b>Type</b>	<b>Expiry date</b>	<b>Option money paid/received per unit</b>
, e.g. call option		(Note 7)		e.g. American, European etc.		(Note 5)

(ii)

**Exercising**

<b>Product name</b>	<b>Number of securities</b>	<b>Exercise price per unit</b>
, e.g. call option		(Note 5)

(d)

**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b>	<b>Details</b>	<b>Price</b>
(Note 8)		<b>per unit</b> <b>(if applicable)</b>
		(Note 5)

4.

**O**  
**OTHER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

**Is a Supplemental Form 8 attached?**  
(Note 9)

**YES**  
/  
**NO**

<b>Date of disclosure</b>	<b>1</b> <b>5</b>  <b>May</b> <b>200</b> <b>9</b>
<b>Contact name</b>	<b>Richard Hopkins</b>
<b>Telephone number</b>	<b>(</b> <b>020</b> <b>)</b> <b>7714 4459</b>

**If a connected EFM, name of offeree/with which connected**  
**If a connected EFM,**

state nature  
of connection  
(Note  
10  
)

**Notes**

:

The Notes on Form 8.3 can be viewed on the Takeover Panel's website at  
[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)

Exhibit No. 17

**FORM 8.3**

**DEALINGS BY PERSONS WITH INTERESTS IN SECURITIES REPRESENTING 1% OR MORE  
(Rule 8.3 of  
the City Code on Takeovers and Mergers)**

1.

**KEY  
INFORMATION**

**Name of person dealing**

Royal Bank of Scotland  
Group Plc

(Note 1)

**Company dealt in**

Northern Petroleum  
Plc

**Class of relevant security to which the dealings being disclosed relate**

ORD  
GBP

(Note 2)

Date of dealing 0.  
0  
5  
1  
5  
  
May  
200  
9

**2.  
INTERESTS, SHORT POSITIONS  
AND  
RIGHTS TO SUBSCRIBE**

**(a)**

**Interests  
and short positions**

**(following dealing) in the class of relevant security dealt in  
(Note 3)**

	Long		Short	
	Number	(%)	Number	(%)
<b>(1) Relevant securities</b>	<b>5</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>,</b>	<b>3</b>		
	<b>2</b>	<b>328</b>		
	<b>16</b>	<b>%</b>		
	<b>,</b>			
	<b>724</b>			
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>5,</b>	<b>7.</b>	<b>0</b>	<b>0.0%</b>
	<b>2</b>	<b>3</b>		
	<b>16</b>	<b>328</b>		
	<b>,</b>	<b>%</b>		
	<b>724</b>			

(b)

**Interests  
and short positions**

**in relevant securities of the company, other than the  
class  
dealt in**

(Note 3)

Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
<b>(1) Relevant securities</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(2) Derivatives (other than options)</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>(3) Options and agreements to purchase/sell</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>
<b>Total</b>	<b>0</b>	<b>0.0%</b>	<b>0</b>	<b>0.0%</b>

(c)

**Rights to subscribe**

(Note 3)

**Class of relevant security Details  
:**



**3.**  
**DEALINGS**

(Note 4)

(a)

**Purchases and sales**

**Purchase/sale Number of securities Price per unit**

(Note 5)

Sale	25	1.
	,	2700
	276	GBP

(b)

**Derivatives transactions (other than options)**

<b>Pr</b>	<b>Long/short</b>	<b>Number of securities</b>	<b>Price per unit</b>
<b>oduct name</b>	(Note	(Note 7)	(Note 5)
,	6	)	
e.g. CFD			

(c)

**O**  
**ptions transactions in respect of existing securities**

(i)

**Writing, selling, purchasing or varying**

<b>Product name</b>	<b>Writing, selling, purchasing, varying etc.</b>	<b>Number of securities to which the option relates</b>	<b>Exercise price</b>	<b>Type</b>	<b>Expiry date</b>	<b>Option money paid/received per unit</b>
,		(Note 7)	,	e.g. American, European etc.		(Note 5)
e.g. call option						

(ii)

**Exercising**

<b>Product name</b>	<b>Number of securities</b>	<b>Exercise price</b>
, e.g. call option		<b>per unit</b> (Note 5)

(d)

**Other dealings (including new securities)**

(Note 4)

<b>Nature of transaction</b>	<b>Details</b>	<b>Price</b>
(Note 8)		<b>per unit</b> <b>(if applicable)</b>

(Note 5)

4.

**O  
THER INFORMATION**

**Agreements, arrangements or understandings relating to options or derivatives**

**Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.**

**Is a Supplemental Form 8 attached?**  
(Note 9)

**YES**  
/

**NO**

**Date of disclosure** 1  
8  
May  
200  
9  
**Contact name** Richard Hopkins  
**Telephone number** (  
020  
)  
7714 4459

**If a connected EFM, name of offeree/with which connected**  
**If a connected EFM,**  
**state nature**  
**of connection**  
(Note  
10  
)

**Notes**

:  
The Notes on Form 8.3 can be viewed on the Takeover Panel's website at  
[www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)  
Exhibit No. 18

22

May  
2009

The Royal Bank of Scotland Group plc  
Board Appointment

The Royal Bank of Scotland Group plc ("RBS") announces today that  
Sir  
Sandy Crombie  
has  
been appointed as  
a Non-  
executive Director

of RBS

with effect from

1

June  
2009

Upon  
his  
appointment  
Sir Sandy  
will become the Senior Independent Director  
of the RBS Board

Commenting on the Board  
appointment

Philip Hampton, Chairman of RBS, said:

"I am very pleased that Sir Sandy  
Crombie

has agreed to join our Board and to undertake the important role of Senior Independent Director.

Sandy

has a deep understanding of insurance and financial services, having held a number of senior executive positions during his career at Standard Life, which he led successfully through its stock market flotation in 2006. We are also fortunate that he will bring to the role of Senior Independent Director his extensive experience of, and engagement with, institutional shareholders, government and regulators.

Sandy Crombie's

appointment, which has been made in consultation with our majority shareholder, United Kingdom Financial Investments Limited, is a further major step in the restructuring of our Board as we implement our strategic plan to return to standalone financial strength. "

The appointment

is

subject to regulatory approval. There are no other matters requiring disclosure under Listing Rule 9.6.13.

For Further Information Contact

:

Neil Moorhouse

Head of Group

Media Relations

+44  
131 523 4414

Notes to Editors

Biographical Details

Sandy

Crombie

is currently Group Chief Executive of Standard Life plc

.

In March 2009,  
after 42 years with the insurer,

it was announced that he would step down following the appointment of a successor

After joining as a trainee actuary, he held a number of positions with Standard Life between 1966 and 1998. In 1998, he was appointed Chief Executive of Standard Life Investments when it was launched. In 2002, he became Deputy Group Chief Executive and he was appointed Group Chief Executive in 2004. He is a Director of the Association of British Insurers and is also a member of the Chancellor of the Exchequer's High Level Group, formed in 2006 to develop and support London as the leading financial centre. He also sits on the Chancellor's Insurance Industry Working Group. He received a knighthood for services to the insurance industry in Scotland in the 2009 honours list. He is also Chairman of the Edinburgh UNESCO City of Literature Trust and Vice Chairman of the Board of Governors of the Royal

Scottish

Academy of Music and Drama. In 2007, he was the Prince of Wales Ambassador for Corporate Social Responsibility in Scotland

Exhibit No. 19

## **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 a transaction notified in accordance with DR 3.1.4R(1)(a)

*Yes*

3. Name of

*person discharging managerial responsibilities*

/

*director*

*Alan Peter Dickinson*

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

*n/a*

6. Description of

*shares*

(including

*class*

), debentures or derivatives or financial instruments relating to

*shares*

*n/a*

7. Name of registered shareholders(s) and, if more than one, the number of

*shares*

held by each of them

*n/a*

8 State the nature of the transaction

*Conditional share equivalent award under The Royal Bank of Scotland Group plc 2001 Medium-Term Performance Plan. The date of grant is*

*22*

*May 2009 and the award will vest on*

*1 January 2012*

*subject to performance conditions*

*outlined*

*in section 23 below.*

9. Number of

*shares*

, debentures or financial instruments relating to

*shares*

acquired

*Share equivalent award over 1,879,405 Ordinary Shares of 25p subject to performance conditions*

10. Percentage of issued

*class*

acquired (

*treasury shares*

of that

*class*

should not be taken into account when calculating percentage)

*n/a*

11. Number of

*shares*

, debentures or financial instruments relating to

*shares*

disposed

*n/a*

12. Percentage of issued

*class*

disposed (

*treasury shares*

of that

*class*

should not be taken into account when calculating percentage)

*n/a*

13. Price per

*share*

or value of transaction

*Nil-Cost*

14. Date and place of transaction

*22 May 2009*

15. Total holding following notification and total percentage holding following notification (any

*treasury shares*

should not be taken into account when calculating percentage)

*n/a*

16. Date issuer informed of transaction

*22 May 2009*

**If a**

***person discharging managerial responsibilities***

**has been granted options by the**

***issuer***

**complete the following boxes**

17 Date of grant

*n/a*

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

*n/a*

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

*n/a*

20. Description of

*shares*

or debentures involved (

*class*

and number)

*n/a*

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

*n/a*

22. Total number of

*shares*

or debentures over which options held following notification

*n/a*

23. Any additional information

*Conditional share equivalent award under The Royal Bank of Scotland Group plc 2001 Medium-Term Performance Plan*

*Vesting of this award is subject to delivery against the performance targets developed in the RBS Group*

*strategic plan, over a three-year period. Clawback provisions will also apply.*

24. Name of contact and telephone number for queries

*Neil Moorhouse, Group Communications*

*Tel No. 0131 523 4414*

*Mobile*

*. 07786 690029*

**Name and signature of duly authorised officer of**

***issuer***



**responsible for making notification**

*Aileen Taylor, Deputy Secretary*

**Date of notification**

22

*May 2009*

-----

**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 a transaction notified in accordance with DR 3.1.4R(1)(a)

*Yes*

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

*n/a*

6. Description of

*shares*

(including

*class*

), debentures or derivatives or financial instruments relating to

*shares*

*n/a*

7. Name of registered shareholders(s) and, if more than one, the number of

*shares*

held by each of them

*n/a*

8 State the nature of the transaction

*n/a*

9. Number of

*shares*

, debentures or financial instruments relating to

*shares*

acquired

*n/a*

10. Percentage of issued

*class*

acquired (

*treasury shares*

of that  
*class*  
should not be taken into account when calculating percentage)  
*n/a*

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

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

13. Price per  
*share*  
or value of transaction  
*n/a*

14. Date and place of transaction  
*n/a*

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

16. Date issuer informed of transaction  
*n/a*

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

17

.  
Date of grant  
*22*  
*May 2009*

18. Period during which or date on which it can be exercised  
*1 January 2012 -*  
*21 May 2019*

19. Total amount paid (if any) for grant of the option  
*n/a*

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

*Option over 1,769,773 Ordinary Shares of 25p*

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

*-Cost*

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

23. Any additional information  
*Nil-Cost share options granted under  
The Royal Bank of Scotland Group  
plc 2001 Medium-Term Performance Plan. Vesting of these options is subject to delivery against the  
performance targets developed in the RBS Group  
strategic plan, over a three-year period. Clawback provisions will also apply.*

24. Name of contact and telephone number for queries

*Neil Moorhouse, Group Communications*

*Tel No. 0131 523 4414*

*Mobile*

*. 07786 690029*

**Name and signature of duly authorised officer of  
*issuer***

**responsible for making notification**

*Aileen Taylor, Deputy Secretary*

**Date of notification**

*22*

*May 2009*

---

**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 a transaction notified in accordance with DR 3.1.4R(1)(a)  
Yes

3. Name of  
*person discharging managerial responsibilities*

/

*director*

*Ron Teerlink*

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

*n/a*

6. Description of

*shares*

(including

*class*

), debentures or derivatives or financial instruments relating to

*shares*

*n/a*

7. Name of registered shareholders(s) and, if more than one, the number of

*shares*

held by each of them

*n/a*

8 State the nature of the transaction

*n/a*

9. Number of

*shares*

, debentures or financial instruments relating to

*shares*

acquired

*n/a*

10. Percentage of issued

*class*

acquired (

*treasury shares*

of that

*class*

should not be taken into account when calculating percentage)

*n/a*

11. Number of

*shares*

, debentures or financial instruments relating to

*shares*

disposed

*n/a*

12. Percentage of issued

*class*

disposed (

*treasury shares*

of that

*class*

should not be taken into account when calculating percentage)

*n/a*

13. Price per

*share*

or value of transaction

*n/a*

14. Date and place of transaction

*n/a*

15. Total holding following notification and total percentage holding following notification (any *treasury shares*

should not be taken into account when calculating percentage)

*n/a*

16. Date issuer informed of transaction

*n/a*

**If a**

***person discharging managerial responsibilities***

**has been granted options by the**

***issuer***

**complete the following boxes**

17 Date of grant

*22*

*May*

*2009*

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

*1 January 2012 -*

*21 May 2019*

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

*n/a*

20. Description of

*shares*

or debentures involved (

*class*

and number)

*Option over 1,879,405 Ordinary Shares of 25p*

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

*Nil-Cost*

22. Total number of

*shares*

or debentures over which options held following notification

*n/a*

23. Any additional information

*Nil-Cost share options granted under*

*The Royal Bank of Scotland Group*

*plc 2001 Medium-Term Performance Plan. Vesting of these options is subject to delivery against the*

*performance targets developed in the RBS*

*Group*

*strategic plan, over a three-year period. Clawback provisions will also apply.*

24. Name of contact and telephone number for queries

*Neil Moorhouse, Group Communications*

*Tel No. 0131 523 4414*

*Mobile*

*. 07786 690029*

**Name and signature of duly authorised officer of**

***issuer***

**responsible for making notification**

*Aileen Taylor, Deputy Secretary*

**Date of notification**

22

May 2009

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**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 a transaction notified in accordance with DR 3.1.4R(1)(a)

*Yes*

3. Name of

*person discharging managerial responsibilities*

*/*

*director*

*Ellen Alemany*

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*

*n/a*

6. Description of

*shares*

*(including*

*class*

*), debentures or derivatives or financial instruments relating to*

*shares*

*n/a*

7. Name of registered shareholders(s) and, if more than one, the number of

*shares*

*held by each of them*

*n/a*

*8*

*.*

State the nature of the transaction

*n/a*

9. Number of

*shares*

*, debentures or financial instruments relating to*

*shares*

*acquired*

*n/a*

10. Percentage of issued

*class*

*acquired (*

*treasury shares*

*of that*

*class*

should not be taken into account when calculating percentage)

*n/a*

11. Number of

*shares*

, debentures or financial instruments relating to

*shares*

disposed

*n/a*

12. Percentage of issued

*class*

disposed (

*treasury shares*

of that

*class*

should not be taken into account when calculating percentage)

*n/a*

13. Price per

*share*

or value of transaction

*n/a*

14. Date and place of transaction

*n/a*

15. Total holding following notification and total percentage holding following notification (any

*treasury shares*

should not be taken into account when calculating percentage)

*n/a*

16. Date issuer informed of transaction

*n/a*

**If a**

***person discharging managerial responsibilities***

**has been granted options by the**

***issuer***

**complete the following boxes**

17 Date of grant

*22*

*May 2009*

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

*1 January 2012 -*

*21 May 2019*

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

*n/a*

20. Description of

*shares*

or debentures involved (

*class*

and number)

*Option over 5,897,964 Ordinary Shares of 25p*

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

*Nil-Cost*

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

23. Any additional information  
*Nil-Cost share options granted under  
The Royal Bank of Scotland Group  
plc 2001 Medium-Term Performance Plan. Vesting of these options is subject to delivery against the  
performance targets developed in the RBS  
Group  
strategic plan, over a three-year period. Clawback provisions will also apply.*

24. Name of contact and telephone number for queries  
*Neil Moorhouse, Group Communications  
Tel No. 0131 523 4414  
Mobile  
. 07786 690029*

**Name and signature of duly authorised officer of  
issuer**

**responsible for making notification**

*Aileen Taylor, Deputy Secretary*

**Date of notification**

*22*

*May 2009*

Exhibit No. 20

THE ROYAL BANK OF SCOTLAND GROUP plc  
DIVIDEND ON SERIES F, H,  
AND  
L  
-T  
NON-CUMULATIVE DOLLAR PREFERENCE SHARES  
OF  
US\$0.01 FOR  
THE THREE MONTHS TO 30 JUNE 2009

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 June 2009

. The divide

nds will be paid on

30

June 2009

at the undernoted rates to holders on the register at the close of business on 15 June 2009.

Series Dividend payable per share

Series F US\$0.478125

Series H US\$0.453125

Series L US\$0.359375

Series M US\$0.40

Series N US\$0.396875

Series P US\$0.390625

Series Q US\$0.  
421875  
Series R US\$0.382825  
Series S US\$0.4125  
Series T US\$0.453125

22 May 2009  
End

THE ROYAL BANK OF SCOTLAND GROUP plc  
DIVIDEND ON SERIES 2 NON-CUMULATIVE PREFERENCE SHARES OF €0.01 FOR THE  
YEAR  
TO 30 JUNE 2008

The Directors have declared the specified dividends on the undernoted series of Non-cumulative  
preference shares of €0.01 each for the  
year  
to 30 June 2009

.  
The dividends will be paid on  
30 June 2009  
at the undernoted rates to holders on the register at the close of business on 15 June 2009  
.

Series	Dividend payable per share
Series 2	€52. 50

22 May 2009

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### 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: 29 May 2009

THE ROYAL BANK OF SCOTLAND  
GROUP plc (Registrant)

By: /s/ A N Taylor

Name: A N Taylor

Title: Head of Group Secretariat