

ROYAL BANK OF SCOTLAND GROUP PLC  
Form 6-K  
December 01, 2008

**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 November 2008

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: \_\_\_\_\_

Exhibit No. 1 Publication of Prospectus announcement released on 31 October, 2008

Exhibit No. 2 Publication of Prospectus released on 04 November, 2008

Exhibit No. 3 Publication of Prospectus and Circular released on 05 November, 2008

Exhibit No. 4 Director/PDMR Shareholding released on 10 November, 2008

Exhibit No. 5 Rule 8.3 (Inspired Gaming Group plc) released on 10 November, 2008

Exhibit No. 6 Dividend Declaration released on 21 November, 2008

Exhibit No. 7 Publication of Prospectus released on 24 November, 2008

Exhibit No. 8 Director/PDMR Shareholding released on 24 November, 2008

Exhibit No. 9 Publication of Prospectus released on 27 November, 2008

Exhibit No. 1

### **Publication of Prospectus**

The Royal Bank of Scotland Group  
plc  
announces the publication of the following prospectus which will  
be available following approval  
by the UK Listing Author  
ity  
:

#### **Delamare Cards MTN Issuer plc**

**£1,049,050,000**  
**Series 08-1 Cla**  
**ss A**  
**Asset Backe**  
**d Floating Rate Notes due**  
**2011**  
**£**  
**40**  
**,800,000 Series 08-1 Class**  
**B**

**Asset Backed  
Floating Rate Notes due  
2011  
£75,750,000 Series 08-1 Class  
C**

**Asset Backed  
Floating Rate Notes due  
2011**

For further information, please contact

Ron Huggett  
Deputy Group Treasurer  
The Royal Bank of Scotland Group  
plc  
280 Bishopsgate  
,  
London EC2M 4RB  
Telephone  
+44 20  
7085 4925

Richard O'Connor  
Head of Investor Relations  
The Royal Bank of Scotland Group  
plc  
280 Bishopsgate  
,  
London EC2M 4RB  
Telephone  
+44 20 7672 1758

**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.

Exhibit No. 2

**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 £5  
0  
,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/4476H\\_-2008-11-4.pdf](http://www.rns-pdf.londonstockexchange.com/rns/4476H_-2008-11-4.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  
:

Ron Huggett  
Director, Capital Management & Securitisation  
The Royal Bank of Scotland Group plc  
5  
th  
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. 3

NOT FOR RELEASE PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE  
UNITED  
STATES

,  
CANADA

,  
AUSTRALIA

,  
JAPAN

OR  
SOUTH AFRICA

5 November 2008

Publication of Circular and Prospectus

Further to the announcement yesterday regarding the launch of  
the

Placing and Open Offer  
of new Ordinary Shares and issue of Preference Shares  
to raise

a total of  
£19.7bn net of expenses, the UK Listing Authority has approved  
both

a prospectus for the new

O  
rdinary

S  
hares to be issued

pursuant to the  
Placing and  
Open Offer

(the "Prospectus"), and a circular to  
shareholders (the "Circular"), both dated 4 November 2008.

The Circular and

notice

convening

a General Meeting on 20 November

(the "Notice")

to seek approval to increase

RBS's

authorised share capital, to give its directors authority to allot shares in connection with the Placing and Open Offer and approval of the waiver granted by the Panel on Takeovers and Mergers from the potential requirement for HM Treasury to make a mandatory offer for the Company under Rule 9 of the City Code on Takeovers and Mergers have been posted to shareholders.

The Circular

,

Notice

and Prospectus

are

available on the RBS website

(

<http://www.investors.rbs.com>

), and will shortly be available to the public for inspection during normal London business hours at the UK Listing Authority's Document Viewing Facility, 25 The North Colonnade, Canary Wharf, London E14 5HS.

Contacts

Richard O'Connor

Head of Investor Relations

020 7672 1758

For media enquiries:

Andrew McLaughlin

Group Director, Communications

0131 626 3868

Steven Blaney

Media Relations

020 7085 7617

This document is not a Prospectus but an advertisement and investors should not subscribe for any securities referred to in this document (the "Securities") except on the basis of the information contained in the Prospectus.

This document does not constitute an offer to sell, or a solicitation of an offer to subscribe for, Securities in any jurisdiction in which such offer or solicitation is unlawful.

This document is not for distribution, directly or indirectly, in or into the United States

(including its territories and dependencies, any state of the United States)

and the  
District of Columbia

),  
Canada

,  
Australia

,  
Japan

or  
South Africa

. This document does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States

. The Securities have not been, and will not be, registered under the United States Securities Act of 1933 (the "Securities Act").

The Securities may not be offered or sold in the United States

absent registration or an applicable exemption from the registration requirements of the Securities Act. There will be no public offer of the Securities in the United States

. Neither the content of RBS plc's website nor any website accessible by hyperlinks on RBS plc's website is incorporated in, or forms part of, this document

. The distribution of this document

and/or the Prospectus and/or the Application Forms and/or the transfer or offering of New Shares into jurisdictions other than the United Kingdom

may be restricted by law. Persons into whose possession this announcement comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

Exhibit No. 4

## **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)

iii

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

189

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

£

0.66380

14. Date and place of transaction

7

November

2008

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

1,14

7,062

shares 0.

0

069

3

%

16. Date issuer informed of transaction

7

November

2008

**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**

10

November  
2008

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

189

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

£

0.66380

14. Date and place of transaction

7

November

2008

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

1,367,

720

0.0

08

2

6

%

16. Date issuer informed of transaction

7

November

2008

**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

-

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23. Any additional information

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24. Name of contact and telephone number for queries

Aileen Taylor, Deputy Secretary

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November

2008

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1. Name of the issuer

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2. State whether the notification relates to

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(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

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  
189

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

£  
0.66380

14. Date and place of transaction

7  
November

2008

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

239,  
958

shares 0.00

14  
5  
%

16. Date issuer informed of transaction

7  
November  
2008

**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**

10  
  
November  
2008

- 
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

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

189

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

£

0.66380

14. Date and place of transaction

7

November

2008

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

10

8  
,059

shares 0.00  
06  
5  
%

16. Date issuer informed of transaction

7  
November

2008

**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**

10



November

2008

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

Andrew Martin McLaughlin

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

76

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

£

0.66380

14. Date and place of transaction

7

November

2008

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

12,

929

shares 0.00

007

%

16. Date issuer informed of transaction

7

November

2008

**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**

10

November

2008

-----  
Exhibit No. 5

**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** Inspired Gaming Group plc

**Class of relevant security to which the dealings being disclosed relate** ORD GBP 0.01

(Note 2)

**Date of dealing** 07 November 2008

**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>2,500,000</b>	<b>(3.4317%)</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>2,500,000</b>	<b>(3.4317%)</b>	<b>0</b>	<b>(0.0%)</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>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
<b>(1) Relevant securities</b>				
<b>(2) Derivatives (other than options)</b>				
<b>(3) Options and agreements to purchase/sell</b>				
<b>Total</b>				

**(c)**  
**Rights to subscribe**  
 (Note 3)

**Class of relevant security: Details**

**DEALINGS**

(Note 4)

(a)

**Purchases and sales**

<b>Purchase/sale</b>	<b>Number of securities</b>	<b>Price per unit</b> (Note 5)
<b>Purchase</b>	<b>100,000</b>	<b>0.0550 GBP</b>
<b>Purchase</b>	<b>100,000</b>	<b>0.0590 GBP</b>
<b>Purchase</b>	<b>53,764</b>	<b>0.0600 GBP</b>

(b)

**Derivatives transactions (other than options)**

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

**Options transactions in respect of existing securities**

(i)

**Writing, selling, purchasing or varying**

<b>Product name, e.g. call option</b>	<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, e.g. American, European etc.</b>	<b>Expiry date</b>	<b>Option money paid/received per unit</b> (Note 5)
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(ii)

**Exercising**

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

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

(Note 4)

**Nature of transaction Details Price per unit (if applicable)**

(Note 8)

(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**

**10 November 2008**

**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. 6

THE ROYAL BANK OF SCOTLAND GROUP plc

DIVIDEND

S

ON SERIES F, H

,

L

-

N and P-T

NON-CUMULATIVE DOLLAR PREFERENCE SHARES

OF

US\$0.01 FOR

THE THREE MONTHS TO 3

1

DECEMBER

200

8

The Directors have declared the specified dividends on the undernoted Series of non-cumulative dollar preference shares

of US\$0.01 each

, all of which are represented by American Depositary Shares, for

the three months to

31

December

200

8

. The divide

nds will be paid on

3

1

December

200

8

at the undernoted rates to holders on the registe

r at the close of business on

16 December

200

8

.

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

DIVIDEND ON SERIES

1  
NON-CUMULATIVE

PREFERENCE SHARES OF

€  
0.01

FOR THE  
YEAR  
TO 3  
1 DECEMBER  
200  
8

The Directors have declared the specified dividend on the undernoted series of Non-cumulative preference shares of

€  
0.01  
each for the  
year

to 3  
1 December

200  
8

The dividend will be paid on

3  
1 December

200  
8

at the undernoted rate to holders on the register at the close of business on

1  
6 December



200  
8  
.

Series Dividend payable per share

Series €55.00

1

DIVIDEND ON SERIES

1

NON-CUMULATIVE

CONVERTIBLE

STERLING

PREFERENCE SHARES OF

£

0.01 FOR THE

YEAR T

O 3

1 DECEMBER

200

8

The Directors have declared the specified dividend on the undernoted series of Non-cumulative convertible sterling

preference shares of

£

0.01 each for the

year

to

31 December

200

8.

The dividend will be paid on

31 December

200

8

at the undernoted rate to holders on the register at the close of business on

1

6 December

200  
8  
.

Series Dividend payable per share

Series £73.87

1

DIVIDEND

S

ON 11 PER CENT AND 5.5 PER CENT CUMULATIVE PREFERENCE SHARES FOR THE HALF YEAR  
TO 3

0

SEPTEMBER

2008

The Directors have declared half-yearly dividend

s

on the 11 per cent and the 5.5 per cent £1 cumulative preference shares. The dividend

s

will be paid on 31 December 2008 at the rate of 5.5 per cent and 2.75 per cent, respectively and will be  
paid to those preference shareholders on the Register at the close of business on 5 December 2008.

21 November

2008

End

Exhibit No. 7

### **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/7938I\\_-2008-11-24.pdf](http://www.rns-pdf.londonstockexchange.com/rns/7938I_-2008-11-24.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  
:

Ron Huggett  
Deputy Group Treasurer  
The Royal Bank of Scotland Group plc  
5  
th  
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. 8

**Royal Bank of Scotland Group PLC - Director/PDMR Shareholding**

**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

Mr Stephen  
Alan Michael  
Hester

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

Mr Stephen  
Alan Michael  
Hester

8 State the nature of the transaction

Award of conditional right to acquire ordinary shares in The Royal Bank of Scotland Group plc made on taking up office as an Executive Director on 21 November 2008. Immediate vesting of some of the shares subject to award.

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

Awards granted over 10,407,081 shares.

Awards over 577,964 shares vested as at the award date  
and the remaining

awards will vest between March 2009 (immediately following the announcement of the annual results for 2008) and the third anniversary of taking up office as an Executive Director.

In respect of the 577,964 shares that vested immediately, 237,440 shares  
have been sold

to meet an income tax and National Insurance liability, which arose on release of the shares. Mr Hester has retained 340,524 of the released shares.

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

237,440

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

48 pence

14. Date and place of transaction

2  
1 November  
2008

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

340,524

0.00205%

16. Date issuer informed of transaction

2  
1  
November  
2008

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

Aileen Taylor, Head of Group Secretariat

0131 626 4099

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

Aileen Taylor, Head of Group Secretariat

Date of notification

2  
4

November  
2008

Exhibit No. 9

### **Publication of Prospectus**

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

*Prospectus relating to the issue by The Royal Bank of Scotland Group plc of 5,000,000 Non-cumulative Sterling Preference Shares of £1.00 each, Series 2*

To view  
the full document

,  
please paste the following  
URL  
into the address bar of your browser.

[http://www.rns-pdf.londonstockexchange.com/rns/1027J\\_-2008-11-27.pdf](http://www.rns-pdf.londonstockexchange.com/rns/1027J_-2008-11-27.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

Ron Huggett  
Deputy Group Treasurer  
The Royal Bank of Scotland Group plc



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London EC2M 4RB

TEL: 020 7085 4925

FAX: 020 7293 9966

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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.

This information is provided by RNS  
The company news service from the London Stock Exchange

END

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**Signatures**

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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 28 November, 2008

THE ROYAL BANK OF SCOTLAND  
GROUP plc (Registrant)

By: /s/ A N Taylor

Name: A N Taylor

Title: Head of Group Secretariat