

ROYAL BANK OF SCOTLAND GROUP PLC  
Form 6-K  
May 12, 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 May 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: \_\_\_\_\_

Enclosure 1 - Rule 8.3 Ardana Plc announcement released 06 May 2008

Enclosure 2 - Rule 8.3 Enodis Plc announcement released 07 May 2008

Enclosure 3 - Rule 8.3 Expro International announcement released on 07 May 2008

Enclosure 4 - Rule 8.3 Expro International announcement released on 08 May 2008

Enclosure 5 - Publication of Prospectus announcement released on 08 May 2008

Enclosure 6 - Director/PDMR Shareholding announcement released on 08 May 2008

Enclosure 7 - Publication of Prospectus announcement released on 09 May 2008

Enclosure 8 - Rule 8.3 Enodis Plc announcement released on 09 May 2008

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Enclosure 1

**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> (Note 1)  | Royal Bank of Scotland Group Plc |
| <b>Company dealt in</b>   | Ardana plc                       |
| <b>Class of relevant security to which the<br/>dealings being disclosed relate</b> (Note 2) | ORD GBP 0.01                     |
| <b>Date of dealing</b>  | 02 May 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>1,387,200</b> | <b>(2.1175%)</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>1,387,200</b> | <b>(2.1175%)</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)**

| <b>Class of relevant security:</b> | <b>Details</b> |
|------------------------------------|----------------|
|------------------------------------|----------------|

**3. DEALINGS (Note 4)**

**(a) Purchases and sales**

| <b>Purchase/sale</b> | <b>Number of securities</b> | <b>Price per unit (Note 5)</b> |
|----------------------|-----------------------------|--------------------------------|
| <b>Sale</b>          | <b>12,800</b>               | <b>0.1700 GBP</b>              |

**(b) Derivatives transactions (other than options)**

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

**(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 (Note 7)</b> | <b>Exercise price</b> | <b>Type, e.g. American, European etc.</b> | <b>Expiry date</b> | <b>Option money paid/received per unit (Note 5)</b> |
|---------------------------------------|---|--|-----------------------|---|--------------------|---|
|---------------------------------------|---|--|-----------------------|---|--------------------|---|

**(ii) Exercising**

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

**(d) Other dealings (including new securities) (Note 4)**

**Nature of transaction (Note 8)**

| <b>Details</b> | <b>Price per unit (if applicable) (Note 5)</b> |
|----------------|--|
|----------------|--|

**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** 06 May 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)

Enclosure 2

## 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 (Note 1)  | Royal Bank of Scotland Group Plc |
| Company dealt in   | Enodis plc                       |
| Class of relevant security to which the dealings being disclosed relate (Note 2) | ORD GBP 0.10                     |
| Date of dealing  | 06 May 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)

|   | Number            | Long<br>(%)      | Number         | Short<br>(%)     |
|---|-------------------|------------------|----------------|------------------|
| (1) Relevant securities                     | 14,803,236        | (4.0289%)        | 167,241        | (0.0455%)        |
| (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>14,803,236</b> | <b>(4.0289%)</b> | <b>167,241</b> | <b>(0.0455%)</b> |

##### (b) Interests and short positions in relevant securities of the company, other than the class dealt in (Note 3)

| Class of relevant security:          | Number | Long<br>(%) | Number | Short<br>(%) |
|--------------------------------------|--------|-------------|--------|--------------|
| (1) Relevant securities              |        |             |        |              |
| (2) Derivatives (other than options) |        |             |        |              |

**(3) Options and agreements to purchase/sell  
Total**

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

**Class of relevant security:                      Details**

**3. DEALINGS (Note 4)**

**(a) Purchases and sales**

| <b>Purchase/sale</b> | <b>Number of securities</b> | <b>Price per unit (Note 5)</b> |
|----------------------|-----------------------------|--------------------------------|
| <b>Purchase</b>      | <b>2,225</b>                | <b>2.4375 GBP</b>              |
| <b>Purchase</b>      | <b>300,000</b>              | <b>2.4408 GBP</b>              |
| <b>Sale</b>          | <b>1,113</b>                | <b>2.4350 GBP</b>              |
| <b>Sale</b>          | <b>2,225</b>                | <b>2.4375 GBP</b>              |
| <b>Sale</b>          | <b>254,507</b>              | <b>2.4400 GBP</b>              |
| <b>Sale</b>          | <b>46,605</b>               | <b>2.4450 GBP</b>              |

**(b) Derivatives transactions (other than options)**

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

**(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 (Note 7)</b> | <b>Exercise price</b> | <b>Type, e.g. American, European etc.</b> | <b>Expiry date</b> | <b>Option money paid/received per unit (Note 5)</b> |
|---------------------------------------|---|--|-----------------------|---|--------------------|---|
|---------------------------------------|---|--|-----------------------|---|--------------------|---|

**(ii) Exercising**

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

**(d) Other dealings (including new securities) (Note 4)**

**Nature of transaction (Note 8)**

**Details    Price per unit (if applicable) (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    07 May 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)>**

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Enclosure 3

**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> (Note 1)  | Royal Bank of Scotland Group Plc |
| <b>Company dealt in</b>   | Expro International Group plc    |
| <b>Class of relevant security to which the dealings being disclosed relate</b> (Note 2) | ORD GBP 0.10                     |
| <b>Date of dealing</b>  | 06 May 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>  |
|--|------------------|------------------|---------------|
|  | Number           | (%)              | Number        |
| <b>(1) Relevant securities</b>                     | <b>1,263,481</b> | <b>(1.1440%)</b> | <b>50,364</b> |
| <b>(2) Derivatives (other than options)</b>        | <b>0</b>         | <b>(0.0%)</b>    | <b>0</b>      |
| <b>(3) Options and agreements to purchase/sell</b> | <b>0</b>         | <b>(0.0%)</b>    | <b>0</b>      |
| <b>Total</b>                                       | <b>1,263,481</b> | <b>(1.1440%)</b> | <b>50,364</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>(2) Derivatives (other than options)</b>        |             |     |              |
| <b>(3) Options and agreements to purchase/sell</b> |             |     |              |
| <b>Total</b>                                       |             |     |              |

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

| <b>Class of relevant security:</b> | <b>Details</b> |
|------------------------------------|----------------|
|                                    |                |

**3. DEALINGS** (Note 4)



**(a) Purchases and sales**

| <b>Purchase/sale</b> | <b>Number of securities</b> | <b>Price per unit (Note 5)</b> |
|----------------------|-----------------------------|--------------------------------|
| <b>Purchase</b>      | <b>663</b>                  | <b>15.1094 GBP</b>             |
| <b>Purchase</b>      | <b>250,000</b>              | <b>15.2230 GBP</b>             |
| <b>Sale</b>          | <b>331</b>                  | <b>15.1000 GBP</b>             |
| <b>Sale</b>          | <b>663</b>                  | <b>15.1094 GBP</b>             |
| <b>Sale</b>          | <b>39</b>                   | <b>15.1100 GBP</b>             |
| <b>Sale</b>          | <b>293</b>                  | <b>15.1200 GBP</b>             |

**(b) Derivatives transactions (other than options)**

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

**(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 (Note 7)</b> | <b>Exercise price</b> | <b>Type, e.g. American, European etc.</b> | <b>Expiry date</b> | <b>Option money paid/received per unit (Note 5)</b> |
|---------------------------------------|---|--|-----------------------|---|--------------------|---|
|---------------------------------------|---|--|-----------------------|---|--------------------|---|

**(ii) Exercising**

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

**(d) Other dealings (including new securities) (Note 4)**

**Nature of transaction (Note 8)**

**Details**

**Price per unit (if applicable) (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 07 May 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)

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Enclosure 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 (Note 1) Royal Bank of Scotland Group Plc  
Company dealt in Expro International Group plc  
Class of relevant security to which the dealings being disclosed relate (Note 2) ORD GBP 0.10  
Date of dealing 07 May 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)**

|  | Number           | Long<br>(%)      | Number        | Short<br>(%)     |
|--|------------------|------------------|---------------|------------------|
| <b>(1) Relevant securities</b>                     | <b>1,263,481</b> | <b>(1.1440%)</b> | <b>50,364</b> | <b>(0.0456%)</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>1,263,481</b> | <b>(1.1440%)</b> | <b>50,364</b> | <b>(0.0456%)</b> |

**(b) Interests and short positions in relevant securities of the company, other than the class dealt in (Note 3)**

| Class of relevant security:                        | Number | Long<br>(%) | Number | Short<br>(%) |
|--|--------|-------------|--------|--------------|
| <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 |
|-----------------------------|---------|
|                             |         |

**3. DEALINGS (Note 4)****(a) Purchases and sales**

| Purchase/sale   | Number of securities | Price per unit (Note 5) |
|-----------------|----------------------|-------------------------|
| <b>Purchase</b> | <b>1,100</b>         | <b>15.1700 GBP</b>      |
| <b>Sale</b>     | <b>1,100</b>         | <b>15.1700 GBP</b>      |

**(b) Derivatives transactions (other than options)**

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

**(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 (Note 7)</b> | <b>Exercise price</b> | <b>Type, e.g. American, European etc.</b> | <b>Expiry date</b> | <b>Option money paid/received per unit (Note 5)</b> |
|---------------------------------------|---|--|-----------------------|---|--------------------|---|
|---------------------------------------|---|--|-----------------------|---|--------------------|---|

**(ii) Exercising**

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

**(d) Other dealings (including new securities) (Note 4)**

**Nature of transaction (Note 8)**

| <b>Details</b> | <b>Price per unit (if applicable) (Note 5)</b> |
|----------------|--|
|----------------|--|

**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** 08 May 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)*

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Enclosure 5

### **Publication of Prospectus**

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

*Supplementary Prospectus for The Royal Bank of Scotland Group plc/The Royal Bank of Scotland plc  
£45,000,000,000 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/9986t\\_-2008-5-8.pdf](http://www.rns-pdf.londonstockexchange.com/rns/9986t_-2008-5-8.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<sup>th</sup> Floor  
280 Bishopsgate  
London EC2M 4RB

TEL: 020 7085 4925  
FAX: 020 7293 9966

### **DISCLAIMER – INTENDED ADDRESSEES**

Please note that the information contained in the 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.

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Enclosure 6

## **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

34

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

£3.643

14. Date and place of transaction

7 May 2008

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

694,665 shares 0.00693%

16. Date issuer informed of transaction

7 May 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**

8 May 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

34

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

£3.643

14. Date and place of transaction

7 May 2008

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

866,526 shares 0.00864%

16. Date issuer informed of transaction

7 May 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**

8 May 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

Brian John Crowe

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

N/A

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

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

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

Ordinary shares of £0.25

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

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

8. State the nature of the transaction

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

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

34

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

£3.643

14. Date and place of transaction

7 May 2008

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

622,245 shares 0.00621%

16. Date issuer informed of transaction

7 May 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**

8 May 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

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

34

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

£3.643

14. Date and place of transaction

7 May 2008

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

146,367 shares 0.00146%

16. Date issuer informed of transaction

7 May 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**



8 May 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

34

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

£3.643

14. Date and place of transaction

7 May 2008

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

70,253 shares 0.00070%

16. Date issuer informed of transaction

7 May 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**

8 May 2008

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Enclosure 7

**Publication of Prospectus**

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

*Supplementary Prospectus for The Royal Bank of Scotland Group plc/The Royal Bank of Scotland plc US\$ 35,000,000,000 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/1029u\\_-2008-5-9.pdf](http://www.rns-pdf.londonstockexchange.com/rns/1029u_-2008-5-9.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<sup>th</sup> Floor  
280 Bishopsgate  
London EC2M 4RB

TEL: 020 7085 4925

FAX: 020 7293 9966

#### **DISCLAIMER – INTENDED ADDRESSEES**

Please note that the information contained in the 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.

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Enclosure 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**

|   |                                  |
|---|----------------------------------|
| <b>Name of person dealing</b> (Note 1)  | Royal Bank of Scotland Group Plc |
| <b>Company dealt in</b>   | Enodis plc                       |
| <b>Class of relevant security to which the dealings being disclosed relate</b> (Note 2) | ORD GBP 0.10                     |
| <b>Date of dealing</b>  | 08 May 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>9,803,236</b> | <b>(2.6673%)</b> | <b>167,241</b> | <b>(0.0455%)</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>9,803,236</b> | <b>(2.6673%)</b> | <b>167,241</b> | <b>(0.0455%)</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)

| <b>Class of relevant security:</b> | <b>Details</b> |
|------------------------------------|----------------|
|------------------------------------|----------------|

**3. 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>1,000,000</b>            | <b>2.8510 GBP</b>              |
| <b>Sale</b>          | <b>6,000,000</b>            | <b>2.8327 GBP</b>              |

**(b) Derivatives transactions (other than options)**

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

**(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) |
|---------------------------------------|---|--|-----------------------|---|--------------------|---|
|---------------------------------------|---|--|-----------------------|---|--------------------|---|

**(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** (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 09 May 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)

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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: 12 May 2008

THE ROYAL BANK OF SCOTLAND  
GROUP plc (Registrant)

By: /s/ A N Taylor

Name: A N Taylor

Title: Head of Group Secretariat