

ROYAL BANK OF SCOTLAND GROUP PLC

Form 13F-HR

May 14, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report For the Quarter Ended: March 31, 2007

Check here if Amendment []; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this report:

Name: The Royal Bank of Scotland Group Plc
Address: PO Box 31
36 St Andrew Square
Edinburgh EH2 2YB
Scotland

13F File Number: 028-05855

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: H Campbell Esq
Title: Head of Group Secretariat
Phone: (+44) 0131 626 4099
Signature, Place and Date of Signing:

H Campbell Esq Edinburgh, Scotland May 10, 2007

Report Type (check only one.):

- [X] 13F HOLDINGS REPORT.
- [] 13F NOTICE.
- [] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

FORM 13F SUMMARY PAGE

Report Summary:

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

Number of Other Included Managers: 3
 Form 13F Information Table Entry Total: 1370
 Form 13F Information Table Value Total: \$3,877,824,109

List of Other Included Managers:

No.	13F File Number	Name
10	028-05954	Citizens Bank
9	028-01255	National Westminster Bank plc
7	028-05855	The Royal Bank of Scotland Plc

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
AFLAC INC	COM	001055102	4745	100835	SH		DEFINED	10
AFLAC INC	COM	001055102	396	8421	SH		DEF/OTH	10
AFLAC INC	COM	001055102	187	3980	SH		DEFINED	7
AT&T INC	COM	00206R102	15110	383202	SH		DEFINED	10
AT&T INC	COM	00206R102	1967	49895	SH		DEF/OTH	10
AT&T INC	COM	00206R102	122931	3117707	SH		DEFINED	7
AT&T INC	COM	00206R102	528	13392	SH		DEFINED	9
ABBOTT LABS	COM	002824100	7367	132020	SH		DEFINED	10
ABBOTT LABS	COM	002824100	1131	20269	SH		DEF/OTH	10
ABBOTT LABS	COM	002824100	4698	84200	SH		DEFINED	7
ABBOTT LABS	COM	002824100	6665	119453	SH	CALL	DEFINED	7
ABBOTT LABS	COM	002824100	3817	68400	SH	PUT	DEFINED	7
ABBOTT LABS	COM	002824100	434	7770	SH		DEFINED	9
ABBOTT LABS	COM	002824100	112	2000	SH		DEF/OTH	9
ABERCROMBIE & FITCH CO	CL A	002896207	1020	13479	SH		DEFINED	10
ABERCROMBIE & FITCH CO	CL A	002896207	15	200	SH		DEF/OTH	10
ABITIBI-CONSOLIDATED INC	COM	003924107	72	25500	SH		DEFINED	7
ACTIVISION INC NEW	COM NEW	004930202	722	38135	SH		DEFINED	10
ACTIVISION INC NEW	COM NEW	004930202	10	551	SH		DEF/OTH	10
ACTIVISION INC NEW	COM NEW	004930202	0	16	SH		DEFINED	9
ADOBE SYS INC	COM	00724F101	342	8194	SH		DEFINED	10
ADOBE SYS INC	COM	00724F101	275	6600	SH		DEF/OTH	10
ADOBE SYS INC	COM	00724F101	1291	30950	SH		DEFINED	7
ADVANCED MAGNETICS INC	COM	00753P103	2666	44238	SH		DEFINED	10
ADVANCED MEDICAL OPTICS INC	COM	00763M108	453	12168	SH		DEFINED	10
ADVANCED MEDICAL OPTICS INC	COM	00763M108	7	177	SH		DEF/OTH	10
ADVANCED MEDICAL OPTICS INC	COM	00763M108	156	4200	SH		DEFINED	7
ADVANCED MICRO DEVICES INC	COM	007903107	9	700	SH		DEFINED	10
ADVANCED MICRO DEVICES INC	COM	007903107	3	200	SH		DEF/OTH	10
ADVANCED MICRO DEVICES INC	COM	007903107	12830	982398	SH		DEFINED	7
AETNA INC NEW	COM	00817Y108	1418	32375	SH		DEFINED	10
AETNA INC NEW	COM	00817Y108	175	3986	SH		DEF/OTH	10
AETNA INC NEW	COM	00817Y108	1835	41900	SH		DEFINED	7
AGILENT TECHNOLOGIES INC	COM	00846U101	237	7040	SH		DEFINED	10
AGILENT TECHNOLOGIES INC	COM	00846U101	95	2810	SH		DEF/OTH	10
AIR PRODS & CHEMS INC	COM	009158106	912	12334	SH		DEFINED	10
AIR PRODS & CHEMS INC	COM	009158106	343	4634	SH		DEF/OTH	10
AKORN INC	COM	009728106	209	31000	SH		DEFINED	7
AKZO NOBEL NV	SPONSORED ADR	010199305	296	3903	SH		DEFINED	7

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

ALBERTO CULVER CO NEW	COM		013078100	419	18333	SH		DEFINED	10
ALBERTO CULVER CO NEW	COM		013078100	18	780	SH		DEF/OTH	10
ALBERTO CULVER CO NEW	COM		013078100	5	200	SH		DEFINED	7
ALCOA INC	COM		013817101	5072	149622	SH		DEFINED	10
ALCOA INC	COM		013817101	257	7573	SH		DEF/OTH	10
ALCOA INC	COM		013817101	46	1345	SH		DEFINED	9
ALCATEL-LUCENT	SPONSORED ADR		013904305	7	611	SH		DEFINED	10
ALCATEL-LUCENT	SPONSORED ADR		013904305	3	266	SH		DEF/OTH	10
ALCATEL-LUCENT	SPONSORED ADR		013904305	918	77700	SH		DEFINED	7
ALLERGAN INC	COM		018490102	852	7687	SH		DEFINED	10
ALLERGAN INC	COM		018490102	133	1200	SH		DEF/OTH	10
ALLERGAN INC	COM		018490102	18	160	SH		DEFINED	7
ALLIANCE DATA SYSTEMS CORP	COM		018581108	5219	84692	SH		DEFINED	10
ALLIANCE DATA SYSTEMS CORP	COM		018581108	89	1442	SH		DEF/OTH	10
ALLSTATE CORP	COM		020002101	1434	23876	SH		DEFINED	10
ALLSTATE CORP	COM		020002101	267	4442	SH		DEF/OTH	10
ALLSTATE CORP	COM		020002101	27	450	SH		DEFINED	9
ALLTEL CORP	COM		020039103	1857	29957	SH		DEFINED	10
ALLTEL CORP	COM		020039103	239	3847	SH		DEF/OTH	10
ALLTEL CORP	COM		020039103	1147	18501	SH		DEFINED	7
ALTRIA GROUP INC	COM		02209S103	981	11174	SH		DEFINED	10
ALTRIA GROUP INC	COM		02209S103	1685	19186	SH		DEF/OTH	10
ALTRIA GROUP INC	COM		02209S103	233330	2657214	SH		DEFINED	7
ALTRIA GROUP INC	COM		02209S103	9220	105000	SH	CALL	DEFINED	7
ALTRIA GROUP INC	COM		02209S103	11808	134471	SH	PUT	DEFINED	7
ALTRIA GROUP INC	COM		02209S103	91	1041	SH		DEFINED	9
ALTRIA GROUP INC	COM		02209S103	123	1400	SH		DEF/OTH	9
AMBAC FINL GROUP INC	COM		023139108	2791	32303	SH		DEFINED	10
AMBAC FINL GROUP INC	COM		023139108	185	2145	SH		DEF/OTH	10
AMERICA MOVIL SAB DE CV	SPON ADR L SHS		02364W105	196	4100	SH		DEFINED	10
AMERICA MOVIL SAB DE CV	SPON ADR L SHS		02364W105	14	300	SH		DEFINED	7
AMERICAN ELEC PWR INC	COM		025537101	228	4670	SH		DEFINED	10
AMERICAN ELEC PWR INC	COM		025537101	64	1304	SH		DEF/OTH	10
AMERICAN EQTY INVT LIFE HLD	NOTE	5.250%12/0	025676AE7	2988	2500000	SH		DEFINED	9
AMERICAN EXPRESS CO	COM		025816109	3396	60211	SH		DEFINED	10
AMERICAN EXPRESS CO	COM		025816109	951	16854	SH		DEF/OTH	10
AMERICAN EXPRESS CO	COM		025816109	1173	20800	SH		DEFINED	7
AMERICAN EXPRESS CO	COM		025816109	4207	74587	SH		DEFINED	9
AMERICAN FINL RLTY TR	NOTE	4.375% 7/1	02607PAB3	8629	9000000	SH		DEFINED	9
AMERICAN INTL GROUP INC	COM		026874107	12539	186544	SH		DEFINED	10
AMERICAN INTL GROUP INC	COM		026874107	5772	85862	SH		DEF/OTH	10
AMERICAN INTL GROUP INC	COM		026874107	366	5438	SH		DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	2689	40000	SH	CALL	DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	1233	18344	SH		DEFINED	9
AMERISOURCEBERGEN CORP	COM		03073E105	847	16048	SH		DEFINED	10
AMERISOURCEBERGEN CORP	COM		03073E105	133	2530	SH		DEF/OTH	10
AMERIPRISE FINL INC	COM		03076C106	537	9390	SH		DEFINED	10
AMERIPRISE FINL INC	COM		03076C106	177	3098	SH		DEF/OTH	10
AMERIPRISE FINL INC	COM		03076C106	286	5000	SH		DEFINED	7
AMERIPRISE FINL INC	COM		03076C106	3	60	SH		DEFINED	9
AMGEN INC	COM		031162100	2821	50487	SH		DEFINED	10
AMGEN INC	COM		031162100	239	4280	SH		DEF/OTH	10
AMGEN INC	COM		031162100	4184	74880	SH		DEFINED	7
AMGEN INC	COM		031162100	8773	157000	SH	CALL	DEFINED	7
AMGEN INC	COM		031162100	5588	100000	SH	PUT	DEFINED	7
AMGEN INC	COM		031162100	105	1881	SH		DEFINED	9
AMGEN INC	NOTE	0.125% 2/0	031162AN0	9138	10000000	SH		DEFINED	9
AMPHENOL CORP NEW	CL A		032095101	993	15383	SH		DEFINED	10
AMPHENOL CORP NEW	CL A		032095101	36	550	SH		DEF/OTH	10
ANADARKO PETE CORP	COM		032511107	248	5778	SH		DEFINED	10
ANADARKO PETE CORP	COM		032511107	41	954	SH		DEF/OTH	10
ANADARKO PETE CORP	COM		032511107	24	550	SH		DEFINED	9

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

ANHEUSER BUSCH COS INC	COM	035229103	4352	86252	SH	DEFINED	10
ANHEUSER BUSCH COS INC	COM	035229103	51	1018	SH	DEF/OTH	10
ANHEUSER BUSCH COS INC	COM	035229103	1120	22200	SH	DEFINED	7
AON CORP	COM	037389103	201	5300	SH	DEFINED	10
APACHE CORP	COM	037411105	426	6027	SH	DEFINED	10
APACHE CORP	COM	037411105	30	428	SH	DEF/OTH	10
APACHE CORP	COM	037411105	962	13600	SH	DEFINED	7
APPLE INC	COM	037833100	300	3234	SH	DEFINED	10
APPLE INC	COM	037833100	17	182	SH	DEF/OTH	10
APPLE INC	COM	037833100	9	100	SH	DEFINED	7
APPLIED MATLS INC	COM	038222105	490	26723	SH	DEFINED	10
APPLIED MATLS INC	COM	038222105	91	4985	SH	DEF/OTH	10
APPLIED MATLS INC	COM	038222105	372	20296	SH	DEFINED	7
APPLIED MATLS INC	COM	038222105	139	7600	SH	DEFINED	9
AQUILA INC	COM	03840P102	533	127400	SH	DEFINED	9
ARCHER DANIELS MIDLAND CO	COM	039483102	2316	63095	SH	DEFINED	10
ARCHER DANIELS MIDLAND CO	COM	039483102	264	7195	SH	DEF/OTH	10
ARCHER DANIELS MIDLAND CO	COM	039483102	2970	80925	SH	DEFINED	7
ARCHER DANIELS MIDLAND CO	COM	039483102	7364	200658	SH	DEFINED	9
AUTOMATIC DATA PROCESSING IN	COM	053015103	9069	187369	SH	DEFINED	10
AUTOMATIC DATA PROCESSING IN	COM	053015103	1054	21774	SH	DEF/OTH	10
AUTOMATIC DATA PROCESSING IN	COM	053015103	3319	68573	SH	DEFINED	9
AVAYA INC	COM	053499109	143	12127	SH	DEFINED	10
AVAYA INC	COM	053499109	4	344	SH	DEF/OTH	10
AVERY DENNISON CORP	COM	053611109	220	3426	SH	DEFINED	10
AVERY DENNISON CORP	COM	053611109	51	800	SH	DEF/OTH	10
AVIS BUDGET GROUP	COM	053774105	7	240	SH	DEFINED	10
AVIS BUDGET GROUP	COM	053774105	273	10000	SH	DEFINED	7
AVIS BUDGET GROUP	COM	053774105	3	100	SH	DEFINED	9
AVNET INC	DBCV	2.000% 3/1 053807AL7	5969	5000000	SH	DEFINED	9
AVON PRODS INC	COM	054303102	349	9375	SH	DEFINED	10
AVON PRODS INC	COM	054303102	8	225	SH	DEF/OTH	10
AXSYS TECHNOLOGIES INC	COM	054615109	790	50000	SH	DEFINED	9
BB&T CORP	COM	054937107	544	13266	SH	DEFINED	10
BB&T CORP	COM	054937107	28	675	SH	DEF/OTH	10
BJ SVCS CO	COM	055482103	435	15602	SH	DEFINED	10
BJ SVCS CO	COM	055482103	3524	126300	SH	DEFINED	7
BJ SVCS CO	COM	055482103	7	240	SH	DEFINED	9
BJS WHOLESALE CLUB INC	COM	05548J106	560	16543	SH	DEFINED	10
BP PLC	SPONSORED ADR	055622104	4783	73875	SH	DEFINED	10
BP PLC	SPONSORED ADR	055622104	1659	25624	SH	DEF/OTH	10
BP PLC	SPONSORED ADR	055622104	363	5612	SH	DEFINED	9
BAKER HUGHES INC	COM	057224107	5893	89106	SH	DEFINED	10
BAKER HUGHES INC	COM	057224107	125	1892	SH	DEF/OTH	10
BAKER HUGHES INC	COM	057224107	655	9900	SH	DEFINED	7
BAKER HUGHES INC	COM	057224107	20	300	SH	DEFINED	9
BANDAG INC	COM	059815100	208	4100	SH	DEFINED	7
BANK OF AMERICA CORPORATION	COM	060505104	18927	370963	SH	DEFINED	10
BANK OF AMERICA CORPORATION	COM	060505104	4150	81342	SH	DEF/OTH	10
BANK OF AMERICA CORPORATION	COM	060505104	2038	39950	SH	DEFINED	7
BANK OF AMERICA CORPORATION	COM	060505104	2136	41863	SH	DEFINED	9
BANK NEW YORK INC	COM	064057102	1452	35806	SH	DEFINED	10
BANK NEW YORK INC	COM	064057102	7	175	SH	DEF/OTH	10
BANK NEW YORK INC	COM	064057102	474	11700	SH	DEFINED	7
BARD C R INC	COM	067383109	3925	49371	SH	DEFINED	10
BARD C R INC	COM	067383109	314	3950	SH	DEF/OTH	10
BARCLAYS BK PLC	DJAIG CMDTY 36	06738C778	252	4951	SH	DEFINED	10
BARCLAYS BK PLC	DJAIG CMDTY 36	06738C778	260	5119	SH	DEF/OTH	10
BARNES & NOBLE INC	COM	067774109	207	5249	SH	DEFINED	10
BARNES & NOBLE INC	COM	067774109	121	3066	SH	DEF/OTH	10
BARRICK GOLD CORP	COM	067901108	24	825	SH	DEFINED	10
BARRICK GOLD CORP	COM	067901108	660	23120	SH	DEFINED	7

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

BARR PHARMACEUTICALS INC	COM	068306109	2396	51703	SH	DEFINED	10
BARR PHARMACEUTICALS INC	COM	068306109	58	1257	SH	DEF/OTH	10
BARR PHARMACEUTICALS INC	COM	068306109	820	17700	SH	DEFINED	7
BAXTER INTL INC	COM	071813109	698	13253	SH	DEFINED	10
BAXTER INTL INC	COM	071813109	210	3982	SH	DEF/OTH	10
BEAR STEARNS COS INC	COM	073902108	3353	22300	SH	DEFINED	10
BEAR STEARNS COS INC	COM	073902108	87	579	SH	DEF/OTH	10
BECKMAN COULTER INC	COM	075811109	227	3551	SH	DEFINED	10
BECKMAN COULTER INC	COM	075811109	601	9400	SH	DEFINED	7
BECTON DICKINSON & CO	COM	075887109	2519	32760	SH	DEFINED	10
BECTON DICKINSON & CO	COM	075887109	285	3702	SH	DEF/OTH	10
BED BATH & BEYOND INC	COM	075896100	265	6592	SH	DEFINED	10
BED BATH & BEYOND INC	COM	075896100	46	1150	SH	DEF/OTH	10
BED BATH & BEYOND INC	COM	075896100	366	9100	SH	DEFINED	7
BELL MICROPRODUCTS INC	NOTE 3.750% 3/0	078137AC0	4563	5000000	SH	DEFINED	9
BELO CORP	COM SER A	080555105	1797	96245	SH	DEFINED	10
BEMIS INC	COM	081437105	2020	60483	SH	DEFINED	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	408	112	SH	DEFINED	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	957	263	SH	DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	22	6	SH	DEFINED	7
BEST BUY INC	COM	086516101	2477	50836	SH	DEFINED	10
BEST BUY INC	COM	086516101	64	1322	SH	DEF/OTH	10
BEST BUY INC	COM	086516101	838	17200	SH	DEFINED	7
BHP BILLITON LTD	SPONSORED ADR	088606108	1938	40000	SH	CALL	DEFINED 7
BHP BILLITON LTD	SPONSORED ADR	088606108	1211	25000	SH	PUT	DEFINED 7
BIOMET INC	COM	090613100	1046	24608	SH	DEFINED	10
BIOMET INC	COM	090613100	427	10052	SH	DEF/OTH	10
BIOMET INC	COM	090613100	8475	199460	SH	DEFINED	7
BIOGEN IDEC INC	COM	09062X103	91	2050	SH	DEFINED	10
BIOGEN IDEC INC	COM	09062X103	1066	24016	SH	DEFINED	7
BIOSITE INC	COM	090945106	420	5000	SH	DEFINED	7
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	602	35500	SH	DEFINED	10
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	432	27625	SH	DEFINED	10
BOEING CO	COM	097023105	3865	43473	SH	DEFINED	10
BOEING CO	COM	097023105	946	10641	SH	DEF/OTH	10
BOEING CO	COM	097023105	213	2400	SH	DEFINED	7
BOEING CO	COM	097023105	62	700	SH	DEFINED	9
BORG WARNER INC	COM	099724106	685	9086	SH	DEFINED	10
BOSTON SCIENTIFIC CORP	COM	101137107	4	300	SH	DEFINED	10
BOSTON SCIENTIFIC CORP	COM	101137107	2167	149067	SH	DEFINED	7
BOTTOMLINE TECH DEL INC	COM	101388106	336	30800	SH	DEFINED	10
BRANDYWINE OPER PARTNERSHIP	NOTE 3.875%10/1	105340AH6	5050	5000000	SH	DEFINED	9
BRISTOL MYERS SQUIBB CO	COM	110122108	2828	101872	SH	DEFINED	10
BRISTOL MYERS SQUIBB CO	COM	110122108	598	21536	SH	DEF/OTH	10
BRISTOL MYERS SQUIBB CO	COM	110122108	4164	150000	SH	CALL	DEFINED 7
BRISTOL MYERS SQUIBB CO	COM	110122108	61	2200	SH	DEFINED	9
BURLINGTON NORTHN SANTA FE C	COM	12189T104	458	5696	SH	DEFINED	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	34	419	SH	DEF/OTH	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	105	1300	SH	DEFINED	9
CBS CORP NEW	CL B	124857202	547	17880	SH	DEFINED	10
CBS CORP NEW	CL B	124857202	198	6461	SH	DEF/OTH	10
CBS CORP NEW	CL B	124857202	31	1000	SH	DEFINED	9
CB RICHARD ELLIS GROUP INC	CL A	12497T101	263	7702	SH	DEFINED	10
C D W CORP	COM	12512N105	249	4052	SH	DEFINED	10
C D W CORP	COM	12512N105	959	15610	SH	DEFINED	7
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	614	12780	SH	DEFINED	10
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	8	160	SH	DEF/OTH	10
CIGNA CORP	COM	125509109	2466	17286	SH	DEFINED	10
CIGNA CORP	COM	125509109	29	200	SH	DEF/OTH	10
CIT GROUP INC	COM	125581108	1215	22965	SH	DEFINED	10
CIT GROUP INC	COM	125581108	32	600	SH	DEF/OTH	10
CSK AUTO CORP	COM	125965103	6097	354500	SH	DEFINED	9

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

CSX CORP	COM		126408103	164	4090	SH	DEFINED	10
CSX CORP	COM		126408103	112	2800	SH	DEF/OTH	10
CVS CAREMARK CORPORATION	COM		126650100	7325	214555	SH	DEFINED	10
CVS CAREMARK CORPORATION	COM		126650100	510	14938	SH	DEF/OTH	10
CVS CAREMARK CORPORATION	COM		126650100	2026	59335	SH	DEFINED	7
CVS CAREMARK CORPORATION	COM		126650100	13722	401930	SH	DEFINED	9
CABLEVISION SYS CORP	CL A NY CABLVS		12686C109	362	11900	SH	DEFINED	7
CAESARS ENTMT INC	FRNT	4/1	127687AB7	10217	7625000	SH	DEFINED	9
CAMECO CORP	COM		13321L108	1462	35700	SH	DEFINED	7
CAMERON INTERNATIONAL CORP	COM		13342B105	13	200	SH	DEFINED	10
CAMERON INTERNATIONAL CORP	COM		13342B105	32	510	SH	DEF/OTH	10
CAMERON INTERNATIONAL CORP	COM		13342B105	7372	117404	SH	DEFINED	9
CAMPBELL SOUP CO	COM		134429109	323	8300	SH	DEFINED	10
CAMPBELL SOUP CO	COM		134429109	76	1955	SH	DEF/OTH	10
CAMPBELL SOUP CO	COM		134429109	55	1400	SH	DEFINED	9
CAPITAL ONE FINL CORP	COM		14040H105	1156	15319	SH	DEFINED	10
CAPITAL ONE FINL CORP	COM		14040H105	114	1515	SH	DEF/OTH	10
CAPITAL ONE FINL CORP	COM		14040H105	62	825	SH	DEFINED	7
CARDINAL HEALTH INC	COM		14149Y108	189	2588	SH	DEFINED	10
CARDINAL HEALTH INC	COM		14149Y108	18	250	SH	DEF/OTH	10
CARDINAL HEALTH INC	COM		14149Y108	153	2098	SH	DEFINED	7
CARNIVAL CORP	PAIRED CTF		143658300	1396	29797	SH	DEFINED	10
CARNIVAL CORP	PAIRED CTF		143658300	81	1720	SH	DEF/OTH	10
CARNIVAL CORP	PAIRED CTF		143658300	9	200	SH	DEFINED	7
CATERPILLAR INC DEL	COM		149123101	6848	102158	SH	DEFINED	10
CATERPILLAR INC DEL	COM		149123101	362	5400	SH	DEF/OTH	10
CATERPILLAR INC DEL	COM		149123101	44	650	SH	DEFINED	9
CBOT HLDGS INC	CL A		14984K106	2756	15184	SH	DEFINED	7
CELGENE CORP	COM		151020104	53	1015	SH	DEFINED	10
CELGENE CORP	COM		151020104	599	11420	SH	DEFINED	7
CENTEX CORP	COM		152312104	380	9100	SH	DEFINED	7
CENTURYTEL INC	COM		156700106	404	8932	SH	DEFINED	10
CENTURYTEL INC	COM		156700106	7	150	SH	DEF/OTH	10
CENTURYTEL INC	COM		156700106	22	480	SH	DEFINED	7
CERADYNE INC	NOTE	2.875%12/1	156710AA3	6930	6000000	SH	DEFINED	9
CERNER CORP	COM		156782104	474	8705	SH	DEFINED	10
CERNER CORP	COM		156782104	5	100	SH	DEF/OTH	10
CHARLES RIV LABS INTL INC	COM		159864107	432	9334	SH	DEFINED	10
CHARLES RIV LABS INTL INC	COM		159864107	23	500	SH	DEF/OTH	10
CHARTER COMMUNICATIONS INC D	NOTE	5.875%11/1	16117MAE7	5425	4000000	SH	DEFINED	9
CHENIERE ENERGY INC	COM NEW		16411R208	4281	137431	SH	DEFINED	7
CHESAPEAKE ENERGY CORP	COM		165167107	1587	51400	SH	DEFINED	7
CHEVRON CORP NEW	COM		166764100	10579	143041	SH	DEFINED	10
CHEVRON CORP NEW	COM		166764100	3078	41617	SH	DEF/OTH	10
CHEVRON CORP NEW	COM		166764100	264	3572	SH	DEFINED	7
CHEVRON CORP NEW	COM		166764100	509	6881	SH	DEFINED	9
CHIPOTLE MEXICAN GRILL INC	CL A		169656105	1560	25122	SH	DEFINED	7
CHOICEPOINT INC	COM		170388102	304	8125	SH	DEFINED	10
CIRCUIT CITY STORE INC	COM		172737108	202	10900	SH	DEFINED	10
CIRCUIT CITY STORE INC	COM		172737108	437	23600	SH	DEFINED	7
CISCO SYS INC	COM		17275R102	9500	372105	SH	DEFINED	10
CISCO SYS INC	COM		17275R102	1041	40766	SH	DEF/OTH	10
CISCO SYS INC	COM		17275R102	2398	93919	SH	DEFINED	7
CISCO SYS INC	COM		17275R102	1149	45014	SH	DEFINED	9
CISCO SYS INC	COM		17275R102	41	1615	SH	DEF/OTH	9
CITADEL BROADCASTING CORP	NOTE	1.875% 2/1	17285TAB2	13280	15670000	SH	DEFINED	9
CITIGROUP INC	COM		172967101	13424	261469	SH	DEFINED	10
CITIGROUP INC	COM		172967101	1788	34835	SH	DEF/OTH	10
CITIGROUP INC	COM		172967101	32259	628336	SH	DEFINED	7
CITIGROUP INC	COM		172967101	514	10009	SH	PUT	DEFINED 7
CITIGROUP INC	COM		172967101	2332	45424	SH	DEFINED	9
CITIGROUP INC	COM		172967101	36	700	SH	DEF/OTH	9

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

CITIZENS COMMUNICATIONS CO	COM		17453B101	211	14113	SH	DEFINED	10
CITRIX SYS INC	COM		177376100	698	21800	SH	DEFINED	9
CLEAR CHANNEL COMMUNICATIONS	COM		184502102	11078	316150	SH	DEFINED	7
CLOROX CO DEL	COM		189054109	821	12886	SH	DEFINED	10
CLOROX CO DEL	COM		189054109	81	1270	SH	DEF/OTH	10
CLOROX CO DEL	COM		189054109	102	1600	SH	DEFINED	7
COACH INC	COM		189754104	856	17105	SH	DEFINED	10
COACH INC	COM		189754104	108	2157	SH	DEF/OTH	10
COACH INC	COM		189754104	308	6150	SH	DEFINED	7
COCA COLA CO	COM		191216100	4414	91955	SH	DEFINED	10
COCA COLA CO	COM		191216100	1811	37721	SH	DEF/OTH	10
COCA COLA CO	COM		191216100	1358	28293	SH	DEFINED	7
COCA COLA CO	COM		191216100	3996	83248	SH	CALL	DEFINED 7
COCA COLA CO	COM		191216100	3840	80000	SH	DEFINED	9
COGNIZANT TECHNOLOGY SOLUTIO	CL A		192446102	655	7415	SH	DEFINED	10
COGNOS INC	COM		19244C109	283	7187	SH	DEFINED	10
COGNOS INC	COM		19244C109	23	582	SH	DEF/OTH	10
COLGATE PALMOLIVE CO	COM		194162103	1080	16172	SH	DEFINED	10
COLGATE PALMOLIVE CO	COM		194162103	185	2775	SH	DEF/OTH	10
COLGATE PALMOLIVE CO	COM		194162103	40	600	SH	DEFINED	7
COLGATE PALMOLIVE CO	COM		194162103	269	4032	SH	DEFINED	9
COMCAST CORP NEW	CL A		20030N101	935	36038	SH	DEFINED	10
COMCAST CORP NEW	CL A		20030N101	302	11623	SH	DEF/OTH	10
COMCAST CORP NEW	CL A		20030N101	2387	91971	SH	DEFINED	7
CGG VERITAS	SPONSORED ADR		204386106	295	7085	SH	DEFINED	7
COMPASS BANCSHARES INC	COM		20449H109	227	3300	SH	DEFINED	7
COMPUTER SCIENCES CORP	COM		205363104	322	6170	SH	DEFINED	10
COMPUTER SCIENCES CORP	COM		205363104	18	350	SH	DEF/OTH	10
COMPUTER SCIENCES CORP	COM		205363104	1520	29153	SH	DEFINED	7
CONEXANT SYSTEMS INC	NOTE	4.000% 3/0	207142AH3	7841	9000000	SH	DEFINED	9
CONOCOPHILLIPS	COM		20825C104	12790	187127	SH	DEFINED	10
CONOCOPHILLIPS	COM		20825C104	1569	22959	SH	DEF/OTH	10
CONOCOPHILLIPS	COM		20825C104	17088	250000	SH	CALL	DEFINED 7
CONOCOPHILLIPS	COM		20825C104	6835	100000	SH	PUT	DEFINED 7
CONOCOPHILLIPS	COM		20825C104	133	1950	SH	DEFINED	9
CONSOLIDATED EDISON INC	COM		209115104	146	2865	SH	DEFINED	10
CONSOLIDATED EDISON INC	COM		209115104	275	5387	SH	DEF/OTH	10
CONSOLIDATED EDISON INC	COM		209115104	95993	1880000	SH	DEFINED	7
CONSTELLATION BRANDS INC	CL A		21036P108	3082	145506	SH	DEFINED	10
CONSTELLATION BRANDS INC	CL A		21036P108	65	3047	SH	DEF/OTH	10
CONSTELLATION BRANDS INC	CL A		21036P108	1209	57100	SH	DEFINED	7
CONSTELLATION ENERGY GROUP I	COM		210371100	4115	47322	SH	DEFINED	10
CONSTELLATION ENERGY GROUP I	COM		210371100	379	4363	SH	DEF/OTH	10
CONSTELLATION ENERGY GROUP I	COM		210371100	148	1700	SH	DEFINED	7
COOPER COS INC	DBC	2.625% 7/0	216648AG0	5900	5000000	SH	DEFINED	9
CORE LABORATORIES LP	NOTE	0.250%10/3	21868FAB9	2625	2500000	SH	DEFINED	9
CORNING INC	COM		219350105	132	5826	SH	DEFINED	10
CORNING INC	COM		219350105	96	4213	SH	DEF/OTH	10
COVANCE INC	COM		222816100	306	5149	SH	DEFINED	10
COVANCE INC	COM		222816100	6	100	SH	DEF/OTH	10
COVANTA HLDG CORP	COM		22282E102	685	30900	SH	DEFINED	9
CYPRESS SEMICONDUCTOR CORP	COM		232806109	24	1300	SH	DEFINED	10
CYPRESS SEMICONDUCTOR CORP	COM		232806109	13	700	SH	DEF/OTH	10
CYPRESS SEMICONDUCTOR CORP	COM		232806109	240	12925	SH	DEFINED	7
D & E COMMUNICATIONS INC	COM		232860106	171	12830	SH	DEFINED	10
DRS TECHNOLOGIES INC	COM		23330X100	428	8203	SH	DEFINED	10
D R HORTON INC	COM		23331A109	28	1268	SH	DEFINED	10
D R HORTON INC	COM		23331A109	912	41461	SH	DEFINED	7
DST SYS INC DEL	COM		233326107	858	11416	SH	DEFINED	10
DST SYS INC DEL	COM		233326107	28	375	SH	DEF/OTH	10
DANAHER CORP DEL	COM		235851102	365	5115	SH	DEFINED	10
DANAHER CORP DEL	COM		235851102	109	1525	SH	DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

DANAHER CORP DEL	COM		235851102	785	10980	SH	DEFINED	9
DARDEN RESTAURANTS INC	COM		237194105	189	4600	SH	DEFINED	10
DARDEN RESTAURANTS INC	COM		237194105	200	4850	SH	DEF/OTH	10
DEAN FOODS CO NEW	COM		242370104	292	6255	SH	DEFINED	10
DEERE & CO	COM		244199105	614	5650	SH	DEFINED	10
DEERE & CO	COM		244199105	16	150	SH	DEF/OTH	10
DELL INC	COM		24702R101	172	7407	SH	DEFINED	10
DELL INC	COM		24702R101	26	1100	SH	DEF/OTH	10
DELL INC	COM		24702R101	841	36243	SH	DEFINED	7
DENTSPLY INTL INC NEW	COM		249030107	4878	148951	SH	DEFINED	10
DENTSPLY INTL INC NEW	COM		249030107	264	8060	SH	DEF/OTH	10
DEVON ENERGY CORP NEW	COM		25179M103	403	5825	SH	DEFINED	10
DEVON ENERGY CORP NEW	COM		25179M103	12	178	SH	DEF/OTH	10
DILLARDS INC	CL A		254067101	11	325	SH	DEFINED	10
DILLARDS INC	CL A		254067101	16	500	SH	DEF/OTH	10
DILLARDS INC	CL A		254067101	15864	484700	SH	DEFINED	9
DISNEY WALT CO	COM DISNEY		254687106	5817	168950	SH	DEFINED	10
DISNEY WALT CO	COM DISNEY		254687106	371	10790	SH	DEF/OTH	10
DISNEY WALT CO	COM DISNEY		254687106	334	9700	SH	DEFINED	7
DISNEY WALT CO	COM DISNEY		254687106	54	1575	SH	DEFINED	9
DOLLAR GEN CORP	COM		256669102	1432	67700	SH	DEFINED	7
DOMINION RES INC VA NEW	COM		25746U109	1674	18861	SH	DEFINED	10
DOMINION RES INC VA NEW	COM		25746U109	342	3858	SH	DEF/OTH	10
DOMTAR CORP	COM		257559104	200	21500	SH	DEFINED	7
DOMTAR CORP	COM		257559104	2746	295000	SH	DEFINED	9
DONNELLEY R R & SONS CO	COM		257867101	1467	40084	SH	DEFINED	10
DONNELLEY R R & SONS CO	COM		257867101	212	5801	SH	DEF/OTH	10
DOVER CORP	COM		260003108	838	17175	SH	DEFINED	10
DOW CHEM CO	COM		260543103	725	15810	SH	DEFINED	10
DOW CHEM CO	COM		260543103	186	4051	SH	DEF/OTH	10
DOW CHEM CO	COM		260543103	1131	24660	SH	DEFINED	7
DOW CHEM CO	COM		260543103	46	1000	SH	DEFINED	9
DU PONT E I DE NEMOURS & CO	COM		263534109	2403	48606	SH	DEFINED	10
DU PONT E I DE NEMOURS & CO	COM		263534109	761	15404	SH	DEF/OTH	10
DU PONT E I DE NEMOURS & CO	COM		263534109	655	13242	SH	DEFINED	7
DU PONT E I DE NEMOURS & CO	COM		263534109	316	6390	SH	DEFINED	9
DUKE ENERGY CORP NEW	COM		26441C105	3239	159649	SH	DEFINED	10
DUKE ENERGY CORP NEW	COM		26441C105	342	16849	SH	DEF/OTH	10
DUKE ENERGY CORP NEW	COM		26441C105	41	2005	SH	DEFINED	9
DUN & BRADSTREET CORP DEL NE	COM		26483E100	581	6368	SH	DEFINED	10
DUN & BRADSTREET CORP DEL NE	COM		26483E100	9	100	SH	DEF/OTH	10
DYCOM INDS INC	COM		267475101	392	15050	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	9	940	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	1713	185000	SH	DEFINED	9
EGL INC	COM		268484102	1359	34300	SH	DEFINED	7
E M C CORP MASS	COM		268648102	283	20450	SH	DEFINED	10
E M C CORP MASS	COM		268648102	31	2250	SH	DEF/OTH	10
E M C CORP MASS	COM		268648102	487	35150	SH	DEFINED	7
E M C CORP MASS	COM		268648102	23	1625	SH	DEFINED	9
E M C CORP MASS	NOTE	1.750%12/0	268648AM4	10738	10000000	SH	DEFINED	9
ENSCO INTL INC	COM		26874Q100	2	43	SH	DEFINED	10
ENSCO INTL INC	COM		26874Q100	473	8700	SH	DEFINED	7
EOG RES INC	COM		26875P101	539	7557	SH	DEFINED	10
E TRADE FINANCIAL CORP	COM		269246104	2	100	SH	DEFINED	10
E TRADE FINANCIAL CORP	COM		269246104	3888	183200	SH	DEFINED	7
EATON CORP	COM		278058102	504	6029	SH	DEFINED	10
EATON CORP	COM		278058102	4	50	SH	DEF/OTH	10
EATON VANCE TX MGD DIV EQ IN	COM		27828N102	205	10240	SH	DEFINED	10
EBAY INC	COM		278642103	82	2475	SH	DEFINED	10
EBAY INC	COM		278642103	102	3072	SH	DEFINED	7
EBAY INC	COM		278642103	1149	34663	SH	DEFINED	9
ECOLAB INC	COM		278865100	6842	159114	SH	DEFINED	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

ECOLAB INC	COM	278865100	515	11972	SH	DEF/OTH	10	
EDWARDS AG INC	COM	281760108	132	1911	SH	DEFINED	10	
EDWARDS AG INC	COM	281760108	150	2175	SH	DEF/OTH	10	
ELDORADO GOLD CORP NEW	COM	284902103	159	27300	SH	DEFINED	7	
ELECTRONIC DATA SYS NEW	COM	285661104	14	490	SH	DEFINED	10	
ELECTRONIC DATA SYS NEW	COM	285661104	39	1400	SH	DEF/OTH	10	
ELECTRONIC DATA SYS NEW	COM	285661104	5197	187760	SH	DEFINED	9	
EMBARQ CORP	COM	29078E105	78	1393	SH	DEFINED	10	
EMBARQ CORP	COM	29078E105	46	810	SH	DEF/OTH	10	
EMBARQ CORP	COM	29078E105	569	10104	SH	DEFINED	7	
EMBARQ CORP	COM	29078E105	1127	19994	SH	DEFINED	9	
EMERSON ELEC CO	COM	291011104	6035	140055	SH	DEFINED	10	
EMERSON ELEC CO	COM	291011104	476	11050	SH	DEF/OTH	10	
EMERSON ELEC CO	COM	291011104	103	2400	SH	DEFINED	9	
ENERGIZER HLDGS INC	COM	29266R108	586	6870	SH	DEFINED	10	
ENERGIZER HLDGS INC	COM	29266R108	108	1267	SH	DEF/OTH	10	
ENERGY PARTNERS LTD	COM	29270U105	352	19400	SH	DEFINED	7	
ENTERGY CORP NEW	COM	29364G103	2857	27235	SH	DEFINED	10	
ENTERGY CORP NEW	COM	29364G103	185	1760	SH	DEF/OTH	10	
ENTERGY CORP NEW	COM	29364G103	105	1000	SH	DEFINED	7	
EQUITABLE RES INC	COM	294549100	2692	55717	SH	DEFINED	10	
EQUITABLE RES INC	COM	294549100	239	4950	SH	DEF/OTH	10	
EVERGREEN ENERGY INC	COM	30024B104	146	22266	SH	DEFINED	7	
EVERGREEN SOLAR INC	COM	30033R108	678	69565	SH	DEFINED	7	
EXELON CORP	COM	30161N101	3947	57450	SH	DEFINED	10	
EXELON CORP	COM	30161N101	285	4154	SH	DEF/OTH	10	
EXELON CORP	COM	30161N101	34	500	SH	DEFINED	7	
EXELON CORP	COM	30161N101	830	12075	SH	DEFINED	9	
EXPEDITORS INTL WASH INC	COM	302130109	397	9600	SH	DEFINED	10	
EXPRESSJET HOLDINGS INC	CL A	30218U108	134	23000	SH	DEFINED	7	
EXXON MOBIL CORP	COM	30231G102	32737	433895	SH	DEFINED	10	
EXXON MOBIL CORP	COM	30231G102	12700	168324	SH	DEF/OTH	10	
EXXON MOBIL CORP	COM	30231G102	24543	325284	SH	DEFINED	7	
EXXON MOBIL CORP	COM	30231G102	11318	150000	SH	PUT	DEFINED	7
EXXON MOBIL CORP	COM	30231G102	1893	25085	SH	DEFINED	9	
EXXON MOBIL CORP	COM	30231G102	124	1650	SH	DEF/OTH	9	
FLIR SYS INC	COM	302445101	455	12750	SH	DEFINED	10	
FPL GROUP INC	COM	302571104	6508	106398	SH	DEFINED	10	
FPL GROUP INC	COM	302571104	929	15182	SH	DEF/OTH	10	
FAIR ISAAC CORP	COM	303250104	255	6591	SH	DEFINED	10	
FAIR ISAAC CORP	COM	303250104	23	600	SH	DEF/OTH	10	
FEDERAL HOME LN MTG CORP	COM	313400301	800	13445	SH	DEFINED	10	
FEDERAL HOME LN MTG CORP	COM	313400301	210	3525	SH	DEF/OTH	10	
FEDERAL NATL MTG ASSN	COM	313586109	446	8176	SH	DEFINED	10	
FEDERAL NATL MTG ASSN	COM	313586109	46	845	SH	DEF/OTH	10	
FEDERAL NATL MTG ASSN	COM	313586109	5	100	SH	DEFINED	7	
FEDERATED DEPT STORES INC DE	COM	31410H101	1645	36523	SH	DEFINED	10	
FEDERATED DEPT STORES INC DE	COM	31410H101	97	2158	SH	DEF/OTH	10	
FEDERATED DEPT STORES INC DE	COM	31410H101	550	12200	SH	DEFINED	7	
FEDEX CORP	COM	31428X106	4966	46226	SH	DEFINED	10	
FEDEX CORP	COM	31428X106	108	1008	SH	DEF/OTH	10	
FEDEX CORP	COM	31428X106	3406	31700	SH	DEFINED	7	
FEDEX CORP	COM	31428X106	34	315	SH	DEFINED	9	
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	297	12350	SH	DEFINED	7	
FIRST DATA CORP	COM	319963104	696	25863	SH	DEFINED	10	
FIRST DATA CORP	COM	319963104	140	5218	SH	DEF/OTH	10	
FIRST DATA CORP	COM	319963104	667	24798	SH	DEFINED	7	
FIRST REP BK SAN FRANCISCO	COM	336158100	1837	34200	SH	DEFINED	7	
FISERV INC	COM	337738108	5044	95060	SH	DEFINED	10	
FISERV INC	COM	337738108	228	4297	SH	DEF/OTH	10	
FLORIDA ROCK INDS INC	COM	341140101	13	200	SH	DEFINED	10	
FLORIDA ROCK INDS INC	COM	341140101	3472	51600	SH	DEFINED	7	

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

FLUOR CORP NEW	COM	343412102	902	10058	SH	DEFINED	10
FLUOR CORP NEW	COM	343412102	95	1060	SH	DEF/OTH	10
FLUOR CORP NEW	COM	343412102	7122	79383	SH	DEFINED	9
FOOT LOCKER INC	COM	344849104	747	31700	SH	DEFINED	7
FOOT LOCKER INC	COM	344849104	5789	245800	SH	DEFINED	9
FORD MTR CO DEL	COM PAR \$0.01	345370860	11	1380	SH	DEFINED	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	4	534	SH	DEF/OTH	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	28	3500	SH	DEFINED	7
FORD MTR CO DEL	COM PAR \$0.01	345370860	103	13111	SH	DEFINED	9
FORD MTR CO DEL	NOTE 4.250%12/1	345370CF5	11025	10000000	SH	DEFINED	9
FORTUNE BRANDS INC	COM	349631101	538	6823	SH	DEFINED	10
FORTUNE BRANDS INC	COM	349631101	173	2200	SH	DEF/OTH	10
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E104	6906	86000	SH	DEFINED	7
FREEPOR-T-MCMORAN COPPER & GO	COM	35671D857	334	5048	SH	DEFINED	10
FREEPOR-T-MCMORAN COPPER & GO	COM	35671D857	72	1088	SH	DEF/OTH	10
FREEPOR-T-MCMORAN COPPER & GO	COM	35671D857	599	9049	SH	DEFINED	7
GALLAGHER ARTHUR J & CO	COM	363576109	528	18636	SH	DEFINED	9
GAP INC DEL	COM	364760108	23	1340	SH	DEFINED	10
GAP INC DEL	COM	364760108	32	1875	SH	DEF/OTH	10
GAP INC DEL	COM	364760108	2664	154820	SH	DEFINED	7
GATEWAY INC	NOTE 1.500%12/3	367626AB4	8763	10000000	SH	DEFINED	9
GEN-PROBE INC NEW	COM	36866T103	2376	50466	SH	DEFINED	7
GEN-PROBE INC NEW	COM	36866T103	471	10000	SH	CALL	DEFINED 7
GENCORP INC	COM	368682100	221	16000	SH	DEFINED	7
GENERAL DYNAMICS CORP	COM	369550108	447	5850	SH	DEFINED	10
GENERAL DYNAMICS CORP	COM	369550108	173	2266	SH	DEF/OTH	10
GENERAL DYNAMICS CORP	COM	369550108	1597	20900	SH	DEFINED	7
GENERAL ELECTRIC CO	COM	369604103	27889	788723	SH	DEFINED	10
GENERAL ELECTRIC CO	COM	369604103	9545	269943	SH	DEF/OTH	10
GENERAL ELECTRIC CO	COM	369604103	410	11584	SH	DEFINED	7
GENERAL ELECTRIC CO	COM	369604103	3898	110238	SH	DEFINED	9
GENERAL ELECTRIC CO	COM	369604103	310	8755	SH	DEF/OTH	9
GENERAL MLS INC	COM	370334104	6168	105942	SH	DEFINED	10
GENERAL MLS INC	COM	370334104	471	8094	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	21	700	SH	DEFINED	10
GENERAL MTRS CORP	COM	370442105	201	6553	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	40	1300	SH	DEFINED	7
GENESIS HEALTHCARE CORP	COM	37184D101	1458	23100	SH	DEFINED	7
GENTEX CORP	COM	371901109	255	15700	SH	DEFINED	10
GENTEX CORP	COM	371901109	10	600	SH	DEF/OTH	10
GENZYME CORP	COM	372917104	209	3475	SH	DEFINED	10
GENZYME CORP	COM	372917104	14	232	SH	DEF/OTH	10
GENZYME CORP	COM	372917104	600	10000	SH	DEFINED	7
GIANT INDS INC	COM	374508109	672	8886	SH	DEFINED	7
GILEAD SCIENCES INC	COM	375558103	4057	52935	SH	DEFINED	10
GILEAD SCIENCES INC	COM	375558103	206	2684	SH	DEF/OTH	10
GILEAD SCIENCES INC	COM	375558103	796	10381	SH	DEFINED	7
GILEAD SCIENCES INC	COM	375558103	2365	30856	SH	DEFINED	9
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	636	11509	SH	DEFINED	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	426	7700	SH	DEF/OTH	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	22	400	SH	DEFINED	9
GLOBAL PMTS INC	COM	37940X102	852	25008	SH	DEFINED	7
GOLDCORP INC NEW	COM	380956409	603	25100	SH	DEFINED	7
GOLDCORP INC NEW	COM	380956409	8287	345000	SH	CALL	DEFINED 7
GOLDCORP INC NEW	COM	380956409	2707	112700	SH	PUT	DEFINED 7
GOLDMAN SACHS GROUP INC	COM	38141G104	8118	39289	SH	DEFINED	10
GOLDMAN SACHS GROUP INC	COM	38141G104	528	2555	SH	DEF/OTH	10
GOLDMAN SACHS GROUP INC	COM	38141G104	103	500	SH	DEFINED	7
GOLDMAN SACHS GROUP INC	COM	38141G104	1812	8771	SH	DEFINED	9
GOODRICH CORP	COM	382388106	6459	125464	SH	DEFINED	10
GOODRICH CORP	COM	382388106	305	5929	SH	DEF/OTH	10
GOODRICH CORP	COM	382388106	5	100	SH	DEFINED	7

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

GOODYEAR TIRE & RUBR CO	NOTE	4.000% 6/1	382550AR2	19753	7500000	SH	DEFINED	9
GOOGLE INC	CL A		38259P508	282	615	SH	DEFINED	10
GOOGLE INC	CL A		38259P508	802	1750	SH	DEFINED	7
GOOGLE INC	CL A		38259P508	92	200	SH	DEFINED	9
GRAINGER W W INC	COM		384802104	1911	24736	SH	DEFINED	10
GRAINGER W W INC	COM		384802104	112	1451	SH	DEF/OTH	10
GRANT PRIDECO INC	COM		38821G101	1496	30025	SH	DEFINED	9
GREENBRIER COS INC	NOTE	2.375% 5/1	393657AD3	2241	2500000	SH	DEFINED	9
HNI CORP	COM		404251100	382	8310	SH	DEFINED	10
HAEMONETICS CORP	COM		405024100	677	14481	SH	DEFINED	10
HALLIBURTON CO	COM		406216101	43	1370	SH	DEFINED	10
HALLIBURTON CO	COM		406216101	213	6700	SH	DEF/OTH	10
HALLIBURTON CO	COM		406216101	48	1500	SH	CALL	DEFINED 7
HALLIBURTON CO	COM		406216101	200	6300	SH	DEFINED	9
HANESBRANDS INC	COM		410345102	29	979	SH	DEFINED	10
HANESBRANDS INC	COM		410345102	31	1060	SH	DEF/OTH	10
HANESBRANDS INC	COM		410345102	4877	165925	SH	DEFINED	9
HANOVER COMPRESSOR CO	COM		410768105	427	19200	SH	DEFINED	7
HANOVER INS GROUP INC	COM		410867105	530	11494	SH	DEFINED	10
HARLEY DAVIDSON INC	COM		412822108	315	5355	SH	DEFINED	10
HARLEY DAVIDSON INC	COM		412822108	69	1175	SH	DEF/OTH	10
HARLEY DAVIDSON INC	COM		412822108	1216	20700	SH	DEFINED	7
HARMAN INTL INDS INC	COM		413086109	677	7046	SH	DEFINED	10
HARMONY GOLD MNG LTD	SPONSORED ADR		413216300	2737	196900	SH	DEFINED	7
HARRAHS ENTMT INC	COM		413619107	70	831	SH	DEFINED	10
HARRAHS ENTMT INC	COM		413619107	8124	96200	SH	DEFINED	7
HARRIS CORP DEL	COM		413875105	2396	47021	SH	DEFINED	10
HARRIS CORP DEL	COM		413875105	45	879	SH	DEF/OTH	10
HARTFORD FINL SVCS GROUP INC	COM		416515104	4969	51989	SH	DEFINED	10
HARTFORD FINL SVCS GROUP INC	COM		416515104	271	2838	SH	DEF/OTH	10
HAWAIIAN HOLDINGS INC	COM		419879101	677	214975	SH	DEFINED	9
HEADWATERS INC	COM		42210P102	29	1325	SH	DEF/OTH	10
HEADWATERS INC	COM		42210P102	392	17930	SH	DEFINED	9
HELMERICH & PAYNE INC	COM		423452101	282	9300	SH	DEFINED	7
HERSHEY CO	COM		427866108	3246	59388	SH	DEFINED	10
HERSHEY CO	COM		427866108	350	6400	SH	DEF/OTH	10
HERSHEY CO	COM		427866108	2279	41700	SH	DEFINED	7
HERSHEY CO	COM		427866108	1093	20000	SH	CALL	DEFINED 7
HESS CORP	COM		42809H107	17	300	SH	DEFINED	10
HESS CORP	COM		42809H107	225	4060	SH	DEFINED	7
HEWLETT PACKARD CO	COM		428236103	10079	251088	SH	DEFINED	10
HEWLETT PACKARD CO	COM		428236103	1370	34142	SH	DEF/OTH	10
HEWLETT PACKARD CO	COM		428236103	2553	63600	SH	DEFINED	7
HEWLETT PACKARD CO	COM		428236103	5058	126003	SH	CALL	DEFINED 7
HEWLETT PACKARD CO	COM		428236103	131	3265	SH	DEFINED	9
HILTON HOTELS CORP	COM		432848109	591	16438	SH	DEFINED	10
HILTON HOTELS CORP	COM		432848109	47	1300	SH	DEF/OTH	10
HILTON HOTELS CORP	COM		432848109	814	22636	SH	DEFINED	9
HOME DEPOT INC	COM		437076102	1594	43388	SH	DEFINED	10
HOME DEPOT INC	COM		437076102	270	7350	SH	DEF/OTH	10
HOME DEPOT INC	COM		437076102	807	21971	SH	DEFINED	7
HOME DEPOT INC	COM		437076102	361	9820	SH	DEFINED	9
HONEYWELL INTL INC	COM		438516106	516	11202	SH	DEFINED	10
HONEYWELL INTL INC	COM		438516106	476	10334	SH	DEF/OTH	10
HONEYWELL INTL INC	COM		438516106	1299	28200	SH	DEFINED	7
HONEYWELL INTL INC	COM		438516106	13	275	SH	DEFINED	9
HOSPIRA INC	COM		441060100	100	2440	SH	DEFINED	10
HOSPIRA INC	COM		441060100	41	995	SH	DEF/OTH	10
HOSPIRA INC	COM		441060100	483	11800	SH	DEFINED	7
HOUSTON EXPL CO	COM		442120101	2557	47400	SH	DEFINED	7
HUMANA INC	COM		444859102	432	7448	SH	DEFINED	10
HUMANA INC	COM		444859102	45	776	SH	DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

HUNTSMAN CORP	COM		447011107	2864	150000	SH	DEFINED	9	
HUTCHISON TELECOMM INTL LTD	SPONSORED ADR		44841T107	6760	221000	SH	DEFINED	7	
HYDRIL	COM		448774109	269	2800	SH	DEFINED	7	
I-FLOW CORP	COM NEW		449520303	486	33000	SH	DEFINED	10	
IPCS INC	COM NEW		44980Y305	3151	64321	SH	DEFINED	9	
ITT CORP NEW	COM		450911102	131	2178	SH	DEFINED	10	
ITT CORP NEW	COM		450911102	459	7605	SH	DEFINED	7	
ICICI BK LTD	ADR		45104G104	349	9490	SH	DEFINED	7	
IDEARC INC	COM		451663108	149	4231	SH	DEFINED	10	
IDEARC INC	COM		451663108	57	1625	SH	DEF/OTH	10	
IDEARC INC	COM		451663108	683	19460	SH	DEFINED	7	
ILLINOIS TOOL WKS INC	COM		452308109	358	6932	SH	DEFINED	10	
ILLINOIS TOOL WKS INC	COM		452308109	99	1910	SH	DEF/OTH	10	
ILLINOIS TOOL WKS INC	COM		452308109	1409	27308	SH	DEFINED	7	
ILLINOIS TOOL WKS INC	COM		452308109	21	400	SH	DEFINED	9	
IMATION CORP	COM		45245A107	384	9517	SH	DEFINED	10	
IMATION CORP	COM		45245A107	23	560	SH	DEF/OTH	10	
INFRASTRUCTURE SVCS INC	COM		45684P102	1560	51100	SH	DEFINED	7	
INTEL CORP	COM		458140100	7234	378171	SH	DEFINED	10	
INTEL CORP	COM		458140100	668	34913	SH	DEF/OTH	10	
INTEL CORP	COM		458140100	6002	313730	SH	DEFINED	9	
INTERCONTINENTALEXCHANGE INC	COM		45865V100	966	7905	SH	DEFINED	9	
INTERNATIONAL BUSINESS MACHS	COM		459200101	13164	139654	SH	DEFINED	10	
INTERNATIONAL BUSINESS MACHS	COM		459200101	2355	24986	SH	DEF/OTH	10	
INTERNATIONAL BUSINESS MACHS	COM		459200101	100	1064	SH	DEFINED	7	
INTERNATIONAL BUSINESS MACHS	COM		459200101	9426	100000	SH	CALL	DEFINED	7
INTERNATIONAL BUSINESS MACHS	COM		459200101	467	4957	SH	DEFINED	9	
INTERNATIONAL BUSINESS MACHS	COM		459200101	19	205	SH	DEF/OTH	9	
INTERPUBLIC GROUP COS INC	NOTE	4.500% 3/1	460690AT7	3563	3000000	SH	DEFINED	9	
INTUITIVE SURGICAL INC	COM NEW		46120E602	243	2000	SH	DEFINED	10	
INVITROGEN CORP	COM		46185R100	299	4702	SH	DEFINED	10	
INVESTORS FINL SERVICES CORP	COM		461915100	49	836	SH	DEFINED	10	
INVESTORS FINL SERVICES CORP	COM		461915100	1414	24321	SH	DEFINED	7	
IRON MTN INC	COM		462846106	122	4679	SH	DEFINED	10	
IRON MTN INC	COM		462846106	139	5325	SH	DEFINED	7	
ISHARES COMEX GOLD TR	ISHARES		464285105	168	2550	SH	DEFINED	10	
ISHARES COMEX GOLD TR	ISHARES		464285105	49	750	SH	DEF/OTH	10	
ISHARES INC	MSCI AUSTRALIA		464286103	902	34750	SH	DEFINED	10	
ISHARES INC	MSCI AUSTRALIA		464286103	623	24000	SH	DEFINED	9	
ISHARES INC	MSCI AUSTRIA		464286202	793	20418	SH	DEFINED	10	
ISHARES INC	MSCI AUSTRIA		464286202	136	3500	SH	DEFINED	9	
ISHARES INC	MSCI CDA INDEX		464286509	634	24230	SH	DEFINED	10	
ISHARES INC	MSCI CDA INDEX		464286509	51	1950	SH	DEF/OTH	10	
ISHARES INC	MSCI CDA INDEX		464286509	426	16300	SH	DEFINED	9	
ISHARES INC	MSCI EMU INDEX		464286608	2317	21392	SH	DEFINED	10	
ISHARES INC	MSCI EMU INDEX		464286608	165	1520	SH	DEF/OTH	10	
ISHARES INC	MSCI EMU INDEX		464286608	8963	82765	SH	DEFINED	9	
ISHARES INC	MSCI PAC J IDX		464286665	1489	11083	SH	DEFINED	10	
ISHARES INC	MSCI PAC J IDX		464286665	263	1955	SH	DEF/OTH	10	
ISHARES INC	MSCI PAC J IDX		464286665	782	5818	SH	DEFINED	9	
ISHARES INC	MSCI UTD KINGD		464286699	1194	49625	SH	DEFINED	10	
ISHARES INC	MSCI UTD KINGD		464286699	203	8420	SH	DEF/OTH	10	
ISHARES INC	MSCI UTD KINGD		464286699	1956	81243	SH	DEFINED	9	
ISHARES INC	MSCI FRANCE		464286707	211	6000	SH	DEFINED	10	
ISHARES INC	MSCI TAIWAN		464286731	1865	133800	SH	DEFINED	10	
ISHARES INC	MSCI TAIWAN		464286731	76	5450	SH	DEF/OTH	10	
ISHARES INC	MSCI TAIWAN		464286731	6051	434089	SH	DEFINED	9	
ISHARES INC	MSCI SWITZERLD		464286749	379	14885	SH	DEFINED	10	
ISHARES INC	MSCI SWEDEN		464286756	1091	32525	SH	DEFINED	10	
ISHARES INC	MSCI SWEDEN		464286756	218	6500	SH	DEFINED	9	
ISHARES INC	MSCI S KOREA		464286772	771	15250	SH	DEFINED	10	
ISHARES INC	MSCI S KOREA		464286772	425	8400	SH	DEFINED	9	

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

ISHARES INC	MSCI STH AFRCA	464286780	255	2100	SH	DEFINED	10
ISHARES INC	MSCI GERMAN	464286806	259	9000	SH	DEFINED	10
ISHARES INC	MSCI NETHERLND	464286814	85	3000	SH	DEFINED	10
ISHARES INC	MSCI NETHERLND	464286814	227	8000	SH	DEFINED	9
ISHARES INC	MSCI MALAYSIA	464286830	537	49592	SH	DEFINED	10
ISHARES INC	MSCI MALAYSIA	464286830	193	17850	SH	DEFINED	9
ISHARES INC	MSCI JAPAN	464286848	7479	513286	SH	DEFINED	10
ISHARES INC	MSCI JAPAN	464286848	733	50279	SH	DEF/OTH	10
ISHARES INC	MSCI JAPAN	464286848	8566	587952	SH	DEFINED	9
ISHARES TR	DJ SEL DIV INX	464287168	380	5321	SH	DEFINED	10
ISHARES TR	DJ SEL DIV INX	464287168	157	2200	SH	DEFINED	9
ISHARES TR	S&P 500 INDEX	464287200	6345	44579	SH	DEFINED	10
ISHARES TR	S&P 500 INDEX	464287200	148	1040	SH	DEF/OTH	10
ISHARES TR	S&P 500 INDEX	464287200	18707	131426	SH	DEFINED	9
ISHARES TR	LEHMAN AGG BND	464287226	839	8369	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	1524	13081	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	321	2758	SH	DEF/OTH	10
ISHARES TR	MSCI EMERG MKT	464287234	1535	13180	SH	DEFINED	7
ISHARES TR	MSCI EMERG MKT	464287234	1689	14497	SH	DEFINED	9
ISHARES TR	S&P LTN AM 40	464287390	2087	11700	SH	DEFINED	7
ISHARES TR	MSCI EAFE IDX	464287465	21583	283019	SH	DEFINED	10
ISHARES TR	MSCI EAFE IDX	464287465	2092	27429	SH	DEF/OTH	10
ISHARES TR	RUSSELL MCP VL	464287473	5222	34095	SH	DEFINED	10
ISHARES TR	RUSSELL MCP VL	464287473	1259	8220	SH	DEF/OTH	10
ISHARES TR	RUSSELL MIDCAP	464287499	988	9482	SH	DEFINED	10
ISHARES TR	RUSSELL MIDCAP	464287499	154	1477	SH	DEF/OTH	10
ISHARES TR	S&P MIDCAP 400	464287507	2899	34265	SH	DEFINED	10
ISHARES TR	NASDAQ BIO INDX	464287556	580	7650	SH	DEFINED	9
ISHARES TR	RUSSELL1000VAL	464287598	10170	122329	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	1036	12455	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 VALU	464287630	4085	50440	SH	DEFINED	10
ISHARES TR	RUSL 2000 VALU	464287630	327	4040	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 GROW	464287648	494	6176	SH	DEFINED	10
ISHARES TR	RUSL 2000 GROW	464287648	67	840	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	1741	21901	SH	DEFINED	10
ISHARES TR	RUSSELL 2000	464287655	33	420	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	23853	300000	SH	PUT	DEFINED 7
ISHARES TR	RUSSELL 2000	464287655	130	1641	SH	DEFINED	9
ISHARES TR	S&P MIDCP VALU	464287705	1225	14670	SH	DEFINED	10
ISHARES TR	S&P MIDCP VALU	464287705	167	2000	SH	DEF/OTH	10
ISHARES TR	DJ US TELECOMM	464287713	878	28200	SH	DEFINED	7
ISHARES TR	DJ US TECH SEC	464287721	4444	82370	SH	DEFINED	9
ISHARES TR	DJ US FINL SEC	464287788	296	2600	SH	DEFINED	9
ISHARES TR	S&P SMLCAP 600	464287804	6965	102562	SH	DEFINED	10
ISHARES TR	S&P SMLCAP 600	464287804	975	14359	SH	DEF/OTH	10
ISHARES TR	S&P SMLCAP 600	464287804	5311	78210	SH	DEFINED	9
ISHARES TR	S&P SMLCP VALU	464287879	2213	28843	SH	DEFINED	10
ISHARES TR	S&P SMLCP VALU	464287879	257	3346	SH	DEF/OTH	10
ISHARES SILVER TRUST	ISHARES	46428Q109	84	630	SH	DEF/OTH	10
ISHARES SILVER TRUST	ISHARES	46428Q109	734	5500	SH	DEFINED	9
JP MORGAN CHASE & CO	COM	46625H100	11186	231218	SH	DEFINED	10
JP MORGAN CHASE & CO	COM	46625H100	1927	39831	SH	DEF/OTH	10
JP MORGAN CHASE & CO	COM	46625H100	865	17885	SH	DEFINED	7
JP MORGAN CHASE & CO	COM	46625H100	2222	45926	SH	DEFINED	9
JACOBS ENGR GROUP INC DEL	COM	469814107	976	20914	SH	DEFINED	10
JOHNSON & JOHNSON	COM	478160104	14494	240524	SH	DEFINED	10
JOHNSON & JOHNSON	COM	478160104	3474	57652	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM	478160104	11000	182550	SH	DEFINED	7
JOHNSON & JOHNSON	COM	478160104	34348	570000	SH	CALL	DEFINED 7
JOHNSON & JOHNSON	COM	478160104	2061	34199	SH	DEFINED	9
JOHNSON CTLS INC	COM	478366107	9388	99217	SH	DEFINED	10
JOHNSON CTLS INC	COM	478366107	1437	15188	SH	DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

JUNIPER NETWORKS INC	COM		48203R104	22	1100	SH	DEFINED	10
JUNIPER NETWORKS INC	COM		48203R104	5306	269630	SH	DEFINED	7
KEANE INC	COM		486665102	511	37600	SH	DEFINED	7
KELLOGG CO	COM		487836108	249	4835	SH	DEFINED	10
KELLOGG CO	COM		487836108	10	200	SH	DEF/OTH	10
KELLOGG CO	COM		487836108	386	7500	SH	DEFINED	7
KELLOGG CO	COM		487836108	62	1200	SH	DEFINED	9
KEYSPAN CORP	COM		49337W100	336	8159	SH	DEFINED	10
KEYSPAN CORP	COM		49337W100	25	600	SH	DEF/OTH	10
KEYSPAN CORP	COM		49337W100	2724	66200	SH	DEFINED	7
KIMBERLY CLARK CORP	COM		494368103	1529	22328	SH	DEFINED	10
KIMBERLY CLARK CORP	COM		494368103	493	7205	SH	DEF/OTH	10
KIMBERLY CLARK CORP	COM		494368103	329	4800	SH	DEFINED	9
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER		494550106	271	5152	SH	DEFINED	10
KINDER MORGAN INC KANS	COM		49455P101	311	2925	SH	DEFINED	10
KINDER MORGAN INC KANS	COM		49455P101	85	800	SH	DEF/OTH	10
KINDER MORGAN INC KANS	COM		49455P101	4221	39650	SH	DEFINED	7
KINROSS GOLD CORP	COM NO PAR		496902404	1321	95796	SH	DEFINED	7
KOHL'S CORP	COM		500255104	359	4680	SH	DEFINED	10
KOHL'S CORP	COM		500255104	23	300	SH	DEF/OTH	10
KOMAG INC	COM NEW		500453204	29310	895500	SH	DEFINED	9
KOOKMIN BK NEW	SPONSORED ADR		50049M109	72	800	SH	DEFINED	10
KOOKMIN BK NEW	SPONSORED ADR		50049M109	16	180	SH	DEFINED	7
KOOKMIN BK NEW	SPONSORED ADR		50049M109	7997	88711	SH	DEFINED	9
KRAFT FOODS INC	CL A		50075N104	28	875	SH	DEFINED	10
KRAFT FOODS INC	CL A		50075N104	3	100	SH	DEF/OTH	10
KRAFT FOODS INC	CL A		50075N104	51432	1624518	SH	DEFINED	7
KRAFT FOODS INC	CL A		50075N104	23	720	SH	DEFINED	9
KRAFT FOODS INC	CL A		50075N104	31	968	SH	DEF/OTH	9
KROGER CO	COM		501044101	479	16941	SH	DEFINED	10
KROGER CO	COM		501044101	158	5600	SH	DEF/OTH	10
KROGER CO	COM		501044101	3454	122276	SH	DEFINED	9
KRONOS INC	COM		501052104	594	11100	SH	DEFINED	7
LG PHILIP LCD CO LTD	SPONS ADR REP		50186V102	1468	84000	SH	DEFINED	9
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	1053	12034	SH	DEFINED	10
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	58	665	SH	DEF/OTH	10
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	1338	15293	SH	DEFINED	7
LAIDLAW INTL INC	COM		50730R102	1656	47857	SH	DEFINED	7
LAMAR ADVERTISING CO	CL A		512815101	3463	55000	SH	DEFINED	9
LAUDER ESTEE COS INC	CL A		518439104	1836	37577	SH	DEFINED	10
LAUDER ESTEE COS INC	CL A		518439104	103	2105	SH	DEF/OTH	10
LAUDER ESTEE COS INC	CL A		518439104	318	6500	SH	DEFINED	7
LAUREATE EDUCATION INC	COM		518613104	682	11573	SH	DEFINED	7
LEAR CORP	COM		521865105	913	25000	SH	DEFINED	7
LEGG MASON INC	COM		524901105	158	1674	SH	DEFINED	10
LEGG MASON INC	COM		524901105	495	5250	SH	DEFINED	7
LEHMAN BROS HLDGS INC	COM		524908100	3932	56116	SH	DEFINED	10
LEHMAN BROS HLDGS INC	COM		524908100	43	620	SH	DEF/OTH	10
LEHMAN BROS HLDGS INC	COM		524908100	862	12300	SH	DEFINED	7
LEHMAN BROS HLDGS INC	COM		524908100	67	962	SH	DEFINED	9
LEVEL 3 COMMUNICATIONS INC	NOTE	3.500% 6/1	52729NBK5	3263	2500000	SH	DEFINED	9
LIBERTY MEDIA CORP	DEB	3.500% 1/1	530715AN1	8319	8500000	SH	DEFINED	9
LIBERTY MEDIA CORP NEW	DEB	0.750% 3/3	530718AF2	11713	10000000	SH	DEFINED	9
LILLY ELI & CO	COM		532457108	1154	21493	SH	DEFINED	10
LILLY ELI & CO	COM		532457108	64	1199	SH	DEF/OTH	10
LILLY ELI & CO	COM		532457108	29407	547520	SH	DEFINED	7
LILLY ELI & CO	COM		532457108	81	1500	SH	DEFINED	9
LIMITED BRANDS INC	COM		532716107	934	35842	SH	DEFINED	10
LIMITED BRANDS INC	COM		532716107	66	2522	SH	DEF/OTH	10
LIMITED BRANDS INC	COM		532716107	10956	420400	SH	DEFINED	9
LINCOLN NATL CORP IND	COM		534187109	1060	15642	SH	DEFINED	10
LINCOLN NATL CORP IND	COM		534187109	71	1047	SH	DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

LIONS GATE ENTMNT CORP	NOTE	2.938%10/1	535919AF1	5669	5000000	SH	DEFINED	9	
LOCKHEED MARTIN CORP	COM		539830109	3946	40673	SH	DEFINED	10	
LOCKHEED MARTIN CORP	COM		539830109	142	1459	SH	DEF/OTH	10	
LOCKHEED MARTIN CORP	COM		539830109	15	150	SH	DEFINED	9	
LONE STAR TECHNOLOGIES INC	COM		542312103	165	2500	SH	DEFINED	7	
LONE STAR TECHNOLOGIES INC	COM		542312103	594	9000	SH	DEFINED	9	
LORAL SPACE & COMMUNICATNS L	COM		543881106	3674	72213	SH	DEFINED	9	
LOUISIANA PAC CORP	COM		546347105	72	3575	SH	DEFINED	10	
LOUISIANA PAC CORP	COM		546347105	8	395	SH	DEF/OTH	10	
LOUISIANA PAC CORP	COM		546347105	235	11700	SH	DEFINED	7	
LOWES COS INC	COM		548661107	3328	105683	SH	DEFINED	10	
LOWES COS INC	COM		548661107	334	10610	SH	DEF/OTH	10	
LOWES COS INC	COM		548661107	490	15560	SH	DEFINED	7	
LUXOTTICA GROUP S P A	SPONSORED ADR		55068R202	1051	33000	SH	DEFINED	7	
M & T BK CORP	COM		55261F104	313	2700	SH	DEFINED	10	
MEMC ELECTR MATLS INC	COM		552715104	91	1494	SH	DEFINED	10	
MEMC ELECTR MATLS INC	COM		552715104	424	7000	SH	DEFINED	7	
MGM MIRAGE	COM		552953101	243	3500	SH	DEFINED	10	
MGT CAPITAL INVTS INC	COM		55302P103	42	12166	SH	DEFINED	7	
M-SYSTEMS FIN INC	NOTE	1.000% 3/1	55375VAB8	11849	9080000	SH	DEFINED	9	
MANPOWER INC	COM		56418H100	578	7841	SH	DEFINED	10	
MANPOWER INC	COM		56418H100	41	550	SH	DEF/OTH	10	
MANULIFE FINL CORP	COM		56501R106	153	4433	SH	DEFINED	10	
MANULIFE FINL CORP	COM		56501R106	7	200	SH	DEF/OTH	10	
MANULIFE FINL CORP	COM		56501R106	90	2600	SH	DEFINED	9	
MARATHON OIL CORP	COM		565849106	1293	13084	SH	DEFINED	10	
MARATHON OIL CORP	COM		565849106	151	1525	SH	DEF/OTH	10	
MARATHON OIL CORP	COM		565849106	3627	36700	SH	DEFINED	7	
MARATHON OIL CORP	COM		565849106	11613	117500	SH	PUT	DEFINED	7
MARINER ENERGY INC	COM		56845T305	406	21200	SH	DEFINED	7	
MARSH & MCLENNAN COS INC	COM		571748102	305	10400	SH	DEFINED	10	
MARSH & MCLENNAN COS INC	COM		571748102	72	2460	SH	DEFINED	9	
MARSH & MCLENNAN COS INC	COM		571748102	842	28752	SH	DEF/OTH	9	
MARSHALL & ILSLEY CORP	COM		571834100	2197	47435	SH	DEFINED	10	
MARSHALL & ILSLEY CORP	COM		571834100	32	685	SH	DEF/OTH	10	
MARRIOTT INTL INC NEW	CL A		571903202	610	12450	SH	DEFINED	10	
MARRIOTT INTL INC NEW	CL A		571903202	37	750	SH	DEF/OTH	10	
MASCO CORP	COM		574599106	22	800	SH	DEFINED	10	
MASCO CORP	COM		574599106	178	6500	SH	DEFINED	7	
MAXIM INTEGRATED PRODS INC	COM		57772K101	856	29100	SH	DEFINED	7	
MCCORMICK & CO INC	COM	NON VTG	579780206	665	17260	SH	DEFINED	10	
MCCORMICK & CO INC	COM	NON VTG	579780206	1	37	SH	DEF/OTH	10	
MCDONALDS CORP	COM		580135101	6383	141682	SH	DEFINED	10	
MCDONALDS CORP	COM		580135101	687	15246	SH	DEF/OTH	10	
MCDONALDS CORP	COM		580135101	855	18979	SH	DEFINED	7	
MCDONALDS CORP	COM		580135101	109	2410	SH	DEFINED	9	
MCGRAW HILL COS INC	COM		580645109	9233	146834	SH	DEFINED	10	
MCGRAW HILL COS INC	COM		580645109	791	12574	SH	DEF/OTH	10	
MCKESSON CORP	COM		58155Q103	1046	17861	SH	DEFINED	10	
MCKESSON CORP	COM		58155Q103	91	1550	SH	DEF/OTH	10	
MEDCO HEALTH SOLUTIONS INC	COM		58405U102	713	9837	SH	DEFINED	10	
MEDCO HEALTH SOLUTIONS INC	COM		58405U102	339	4675	SH	DEF/OTH	10	
MEDCO HEALTH SOLUTIONS INC	COM		58405U102	17	241	SH	DEFINED	9	
MEDIMMUNE INC	COM		584699102	349	9600	SH	DEFINED	7	
MEDTRONIC INC	COM		585055106	1724	35140	SH	DEFINED	10	
MEDTRONIC INC	COM		585055106	135	2760	SH	DEF/OTH	10	
MEDTRONIC INC	COM		585055106	481	9800	SH	DEFINED	7	
MELLON FINL CORP	COM		58551A108	700	16230	SH	DEFINED	10	
MERCER INTL INC	COM		588056101	13450	1124589	SH	DEFINED	7	
MERCK & CO INC	COM		589331107	1113	25187	SH	DEFINED	10	
MERCK & CO INC	COM		589331107	752	17020	SH	DEF/OTH	10	
MERCK & CO INC	COM		589331107	181828	4116542	SH	DEFINED	7	

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

MERCK & CO INC	COM		589331107	8834	200000	SH	PUT	DEFINED	7
MERCK & CO INC	COM		589331107	16	371	SH		DEFINED	9
MERRILL LYNCH & CO INC	COM		590188108	6529	79938	SH		DEFINED	10
MERRILL LYNCH & CO INC	COM		590188108	440	5393	SH		DEF/OTH	10
MERRILL LYNCH & CO INC	COM		590188108	141	1727	SH		DEFINED	9
MERRILL LYNCH & CO INC	NOTE	3/1	590188W46	24258	20000000	SH		DEFINED	9
METLIFE INC	COM		59156R108	5458	86423	SH		DEFINED	10
METLIFE INC	COM		59156R108	294	4653	SH		DEF/OTH	10
MICROSOFT CORP	COM		594918104	11410	409409	SH		DEFINED	10
MICROSOFT CORP	COM		594918104	1660	59568	SH		DEF/OTH	10
MICROSOFT CORP	COM		594918104	1	41	SH		DEFINED	7
MICROSOFT CORP	COM		594918104	5808	208385	SH	CALL	DEFINED	7
MICROSOFT CORP	COM		594918104	716	25703	SH		DEFINED	9
MICROCHIP TECHNOLOGY INC	COM		595017104	1032	29054	SH		DEFINED	10
MICROCHIP TECHNOLOGY INC	COM		595017104	68	1916	SH		DEF/OTH	10
MIDCAP SPDR TR	UNIT SER 1		595635103	25469	164776	SH		DEFINED	10
MIDCAP SPDR TR	UNIT SER 1		595635103	701	4536	SH		DEF/OTH	10
MILLS CORP	COM		601148109	5427	215000	SH		DEFINED	9
MIRANT CORP NEW	COM		60467R100	878	21711	SH		DEFINED	7
MIRANT CORP NEW	COM		60467R100	5260	130000	SH		DEFINED	9
MIRANT CORP NEW	*W EXP 01/03/201		60467R118	2157	101740	SH		DEFINED	9
MODINE MFG CO	COM		607828100	265	11569	SH		DEFINED	10
MOHAWK INDS INC	COM		608190104	1253	15268	SH		DEFINED	10
MOHAWK INDS INC	COM		608190104	14	175	SH		DEF/OTH	10
MOLEX INC	CL A		608554200	12	500	SH		DEFINED	10
MOLEX INC	CL A		608554200	1032	41453	SH		DEFINED	7
MONSANTO CO NEW	COM		61166W101	379	6900	SH		DEFINED	10
MONSANTO CO NEW	COM		61166W101	109	1976	SH		DEF/OTH	10
MONSANTO CO NEW	COM		61166W101	33	600	SH		DEFINED	7
MONSANTO CO NEW	COM		61166W101	0	2	SH		DEFINED	9
MOODYS CORP	COM		615369105	73	1175	SH		DEFINED	10
MOODYS CORP	COM		615369105	40	650	SH		DEF/OTH	10
MOODYS CORP	COM		615369105	87	1400	SH		DEFINED	7
MORGAN STANLEY	COM NEW		617446448	3951	50165	SH		DEFINED	10
MORGAN STANLEY	COM NEW		617446448	256	3251	SH		DEF/OTH	10
MORGAN STANLEY	COM NEW		617446448	127	1610	SH		DEFINED	7
MOTOROLA INC	COM		620076109	4259	241008	SH		DEFINED	10
MOTOROLA INC	COM		620076109	223	12625	SH		DEF/OTH	10
MOTOROLA INC	COM		620076109	58	3284	SH		DEFINED	7
MOTOROLA INC	COM		620076109	976	55226	SH	PUT	DEFINED	7
MOTOROLA INC	COM		620076109	1499	84839	SH		DEFINED	9
MYLAN LABS INC	COM		628530107	278	13167	SH		DEFINED	10
MYLAN LABS INC	COM		628530107	16	755	SH		DEF/OTH	10
MYLAN LABS INC	NOTE	1.250% 3/1	628530AG2	2581	2500000	SH		DEFINED	9
NBT BANCORP INC	COM		628778102	432	18425	SH		DEFINED	10
NCR CORP NEW	COM		62886E108	3402	71213	SH		DEFINED	10
NCR CORP NEW	COM		62886E108	78	1642	SH		DEF/OTH	10
NRG ENERGY INC	PFD CONV MAND		629377870	3251	10000	SH		DEFINED	9
NASDAQ 100 TR	UNIT SER 1		631100104	192	4400	SH		DEFINED	10
NASDAQ 100 TR	UNIT SER 1		631100104	36	825	SH		DEF/OTH	10
NASDAQ 100 TR	UNIT SER 1		631100104	470	10800	SH		DEFINED	9
NATIONAL CITY CORP	COM		635405103	646	17344	SH		DEFINED	10
NATIONAL CITY CORP	COM		635405103	10	275	SH		DEF/OTH	10
NATIONAL CITY CORP	COM		635405103	34	900	SH		DEFINED	7
NATIONAL FUEL GAS CO N J	COM		636180101	938	21691	SH		DEFINED	10
NATIONAL FUEL GAS CO N J	COM		636180101	51	1175	SH		DEF/OTH	10
NETRATINGS INC	COM		64116M108	335	16100	SH		DEFINED	7
NEW HAMPSHIRE THRIFT BANCSHS	COM		644722100	156	10000	SH		DEFINED	10
NEW YORK CMNTY BANCORP INC	COM		649445103	46	2600	SH		DEFINED	10
NEW YORK CMNTY BANCORP INC	COM		649445103	7	400	SH		DEF/OTH	10
NEW YORK CMNTY BANCORP INC	COM		649445103	132	7500	SH		DEFINED	7
NEWELL RUBBERMAID INC	COM		651229106	237	7610	SH		DEFINED	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

NEWELL RUBBERMAID INC	COM	651229106	25	800	SH	DEF/OTH	10
NEWMONT MINING CORP	COM	651639106	159	3780	SH	DEFINED	10
NEWMONT MINING CORP	COM	651639106	44	1050	SH	DEF/OTH	10
NEWMONT MINING CORP	COM	651639106	7498	178577	SH	DEFINED	7
NEWMONT MINING CORP	COM	651639106	1050	25000	SH	CALL	DEFINED 7
NEWMONT MINING CORP	COM	651639106	1920	45735	SH	PUT	DEFINED 7
NEWMONT MINING CORP	COM	651639106	8341	198640	SH	DEFINED	9
NEWS CORP	CL A	65248E104	482	20840	SH	DEFINED	10
NEWS CORP	CL A	65248E104	17	750	SH	DEF/OTH	10
NEWS CORP	CL A	65248E104	2380	102944	SH	DEFINED	7
NEWS CORP	CL B	65248E203	7	300	SH	DEFINED	10
NEWS CORP	CL B	65248E203	24	975	SH	DEF/OTH	10
NEWS CORP	CL B	65248E203	2145	87650	SH	DEFINED	9
NIKE INC	CL B	654106103	751	7065	SH	DEFINED	10
NIKE INC	CL B	654106103	43	400	SH	DEF/OTH	10
NIKE INC	CL B	654106103	527	4957	SH	DEFINED	7
NOKIA CORP	SPONSORED ADR	654902204	516	22498	SH	DEFINED	10
NOKIA CORP	SPONSORED ADR	654902204	41	1800	SH	DEF/OTH	10
NOKIA CORP	SPONSORED ADR	654902204	9	400	SH	DEFINED	9
NORDSTROM INC	COM	655664100	3112	58783	SH	DEFINED	10
NORDSTROM INC	COM	655664100	336	6342	SH	DEF/OTH	10
NORDSTROM INC	COM	655664100	424	8002	SH	DEFINED	9
NORFOLK SOUTHERN CORP	COM	655844108	242	4775	SH	DEFINED	10
NORFOLK SOUTHERN CORP	COM	655844108	243	4800	SH	DEF/OTH	10
NORTHROP GRUMMAN CORP	COM	666807102	2975	40083	SH	DEFINED	10
NORTHROP GRUMMAN CORP	COM	666807102	380	5114	SH	DEF/OTH	10
NORTHWESTERN CORP	*W EXP 11/01/200	668074115	189	15788	SH	DEFINED	9
NORTHWESTERN CORP	COM NEW	668074305	461	13000	SH	DEFINED	7
NOVAGOLD RES INC	COM NEW	66987E206	254	15000	SH	DEFINED	7
NOVELIS INC	COM	67000X106	1438	32600	SH	DEFINED	7
NSTAR	COM	67019E107	256	7290	SH	DEFINED	10
NSTAR	COM	67019E107	44	1264	SH	DEF/OTH	10
NUCOR CORP	COM	670346105	3597	55233	SH	DEFINED	10
NUCOR CORP	COM	670346105	253	3888	SH	DEF/OTH	10
NVIDIA CORP	COM	67066G104	906	31473	SH	DEFINED	10
NUVEEN MUN VALUE FD INC	COM	670928100	154	14885	SH	DEFINED	10
OSI RESTAURANT PARTNERS INC	COM	67104A101	1663	42100	SH	DEFINED	7
OCCIDENTAL PETE CORP DEL	COM	674599105	170	3450	SH	DEFINED	10
OCCIDENTAL PETE CORP DEL	COM	674599105	44	900	SH	DEF/OTH	10
OCCIDENTAL PETE CORP DEL	COM	674599105	25	500	SH	DEFINED	9
OFFICE DEPOT INC	COM	676220106	44	1250	SH	DEFINED	10
OFFICE DEPOT INC	COM	676220106	299	8500	SH	DEFINED	7
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	25501	175000	SH	CALL	DEFINED 7
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	42	285	SH	DEFINED	9
OMNICOM GROUP INC	COM	681919106	4804	46927	SH	DEFINED	10
OMNICOM GROUP INC	COM	681919106	66	647	SH	DEF/OTH	10
OMNICOM GROUP INC	COM	681919106	46	450	SH	DEFINED	7
OMNICOM GROUP INC	COM	681919106	102	1000	SH	DEFINED	9
ORACLE CORP	COM	68389X105	4229	233269	SH	DEFINED	10
ORACLE CORP	COM	68389X105	194	10701	SH	DEF/OTH	10
ORACLE CORP	COM	68389X105	408	22500	SH	DEFINED	7
ORACLE CORP	COM	68389X105	234	12902	SH	DEFINED	9
PHH CORP	COM NEW	693320202	2	63	SH	DEFINED	10
PHH CORP	COM NEW	693320202	990	32400	SH	DEFINED	7
PHH CORP	COM NEW	693320202	3	100	SH	DEFINED	9
PMI GROUP INC	COM	69344M101	261	5775	SH	DEFINED	10
PMI GROUP INC	COM	69344M101	5	100	SH	DEF/OTH	10
PNC FINL SVCS GROUP INC	COM	693475105	4456	61908	SH	DEFINED	10
PNC FINL SVCS GROUP INC	COM	693475105	282	3916	SH	DEF/OTH	10
POSCO	SPONSORED ADR	693483109	279	2680	SH	DEFINED	10
POSCO	SPONSORED ADR	693483109	11	110	SH	DEFINED	7
PPG INDS INC	COM	693506107	547	7773	SH	DEFINED	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

PPG INDS INC	COM		693506107	144	2050	SH		DEF/OTH	10
PPL CORP	COM		69351T106	173	4224	SH		DEFINED	10
PPL CORP	COM		69351T106	108	2640	SH		DEF/OTH	10
PACCAR INC	COM		693718108	96	1311	SH		DEFINED	10
PACCAR INC	COM		693718108	1321	18000	SH		DEFINED	9
PACIFIC ETHANOL INC	COM		69423U107	552	32402	SH		DEFINED	7
PACKAGING CORP AMER	COM		695156109	1342	55000	SH		DEFINED	9
PALL CORP	COM		696429307	397	10450	SH		DEFINED	10
PALL CORP	COM		696429307	29	750	SH		DEF/OTH	10
PANERA BREAD CO	CL A		69840W108	262	4430	SH		DEFINED	10
PARKER DRILLING CO	COM		701081101	211	22500	SH		DEFINED	7
PARKER HANNIFIN CORP	COM		701094104	262	3040	SH		DEFINED	10
PATTERSON COMPANIES INC	COM		703395103	329	9260	SH		DEFINED	10
PATTERSON UTI ENERGY INC	COM		703481101	1654	73700	SH		DEFINED	7
PAYCHEX INC	COM		704326107	465	12285	SH		DEFINED	10
PAYCHEX INC	COM		704326107	9	250	SH		DEF/OTH	10
PAYCHEX INC	COM		704326107	43	1125	SH		DEFINED	7
PEABODY ENERGY CORP	COM		704549104	71	1775	SH		DEFINED	10
PEABODY ENERGY CORP	COM		704549104	16	400	SH		DEF/OTH	10
PEABODY ENERGY CORP	COM		704549104	5176	128640	SH		DEFINED	7
PEABODY ENERGY CORP	COM		704549104	1151	28600	SH		DEFINED	9
PENNICHUCK CORP	COM NEW		708254206	176	7606	SH		DEFINED	10
PENNICHUCK CORP	COM NEW		708254206	26	1120	SH		DEF/OTH	10
PEPSICO INC	COM		713448108	14339	225602	SH		DEFINED	10
PEPSICO INC	COM		713448108	2983	46931	SH		DEF/OTH	10
PEPSICO INC	COM		713448108	89	1400	SH		DEFINED	7
PEPSICO INC	COM		713448108	5493	86427	SH	CALL	DEFINED	7
PEPSICO INC	COM		713448108	5045	79379	SH		DEFINED	9
PERKINELMER INC	COM		714046109	656	27100	SH		DEFINED	7
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR		71654V408	4982	50065	SH		DEFINED	7
PETSMART INC	COM		716768106	399	12100	SH		DEFINED	10
PETSMART INC	COM		716768106	20	600	SH		DEF/OTH	10
PFIZER INC	COM		717081103	7508	297240	SH		DEFINED	10
PFIZER INC	COM		717081103	2095	82954	SH		DEF/OTH	10
PFIZER INC	COM		717081103	39551	1565768	SH		DEFINED	7
PFIZER INC	COM		717081103	3031	120000	SH	PUT	DEFINED	7
PFIZER INC	COM		717081103	487	19276	SH		DEFINED	9
PHILLIPS VAN HEUSEN CORP	COM		718592108	836	14220	SH		DEFINED	10
PHILLIPS VAN HEUSEN CORP	COM		718592108	10	168	SH		DEF/OTH	10
PINNACLE ENTMT INC	COM		723456109	6378	219400	SH		DEFINED	9
PITNEY BOWES INC	COM		724479100	419	9235	SH		DEFINED	10
PITNEY BOWES INC	COM		724479100	259	5700	SH		DEF/OTH	10
PIXELWORKS INC	SDCV 1.750% 5/1		72581MAB3	2691	3500000	SH		DEFINED	9
PORTLAND GEN ELEC CO	COM NEW		736508847	4380	150000	SH		DEFINED	9
POWERSHARES ETF TRUST	WDRHLL CLN EN		73935X500	359	19000	SH		DEFINED	9
POWERSHARES ETF TRUST	WATER RESOURCE		73935X575	321	17195	SH		DEFINED	10
POWERSHARES ETF TRUST	WATER RESOURCE		73935X575	32	1700	SH		DEF/OTH	10
PRAXAIR INC	COM		74005P104	719	11416	SH		DEFINED	10
PRAXAIR INC	COM		74005P104	176	2800	SH		DEF/OTH	10
PRAXAIR INC	COM		74005P104	71	1125	SH		DEFINED	7
PREMIUM STD FARMS INC	COM		74060C105	1570	74600	SH		DEFINED	7
PRIDE INTL INC DEL	NOTE 3.250% 5/0		74153QAD4	12613	10000000	SH		DEFINED	9
PROCTER & GAMBLE CO	COM		742718109	17739	280863	SH		DEFINED	10
PROCTER & GAMBLE CO	COM		742718109	2287	36207	SH		DEF/OTH	10
PROCTER & GAMBLE CO	COM		742718109	2007	31770	SH		DEFINED	7
PROCTER & GAMBLE CO	COM		742718109	6316	100000	SH	CALL	DEFINED	7
PROCTER & GAMBLE CO	COM		742718109	15790	250000	SH	PUT	DEFINED	7
PROCTER & GAMBLE CO	COM		742718109	3431	54326	SH		DEFINED	9
PROGRESS ENERGY INC	COM		743263105	174	3447	SH		DEFINED	10
PROGRESS ENERGY INC	COM		743263105	39	765	SH		DEF/OTH	10
PRUDENTIAL FINL INC	COM		744320102	117	1296	SH		DEFINED	10
PRUDENTIAL FINL INC	COM		744320102	158	1749	SH		DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

PULTE HOMES INC	COM		745867101	198	7500	SH	DEFINED	10
PULTE HOMES INC	COM		745867101	5004	189100	SH	DEFINED	7
QUALCOMM INC	COM		747525103	1101	25813	SH	DEFINED	10
QUALCOMM INC	COM		747525103	222	5194	SH	DEF/OTH	10
QUALCOMM INC	COM		747525103	3492	81866	SH	DEFINED	7
QUALCOMM INC	COM		747525103	3166	74220	SH	PUT	DEFINED 7
QUEST DIAGNOSTICS INC	COM		74834L100	4733	94897	SH	DEFINED	10
QUEST DIAGNOSTICS INC	COM		74834L100	225	4518	SH	DEF/OTH	10
QUESTAR CORP	COM		748356102	728	8164	SH	DEFINED	10
QUESTAR CORP	COM		748356102	174	1950	SH	DEF/OTH	10
RF MICRODEVICES INC	COM		749941100	1640	263200	SH	DEFINED	9
RF MICRODEVICES INC	NOTE	1.500% 7/0	749941AE0	3026	3000000	SH	DEFINED	9
RADIAN GROUP INC	COM		750236101	2173	39600	SH	DEFINED	7
RAYTHEON CO	COM NEW		755111507	534	10183	SH	DEFINED	10
RAYTHEON CO	COM NEW		755111507	41	791	SH	DEF/OTH	10
REALOGY CORP	COM		75605E100	18	602	SH	DEFINED	10
REALOGY CORP	COM		75605E100	6059	204613	SH	DEFINED	7
REALOGY CORP	COM		75605E100	7	250	SH	DEFINED	9
REGIONS FINANCIAL CORP NEW	COM		7591EP100	1108	31324	SH	DEFINED	10
REGIONS FINANCIAL CORP NEW	COM		7591EP100	44	1253	SH	DEF/OTH	10
REYNOLDS AMERICAN INC	COM		761713106	25	400	SH	DEFINED	10
REYNOLDS AMERICAN INC	COM		761713106	449	7200	SH	DEFINED	7
ROCKWELL AUTOMATION INC	COM		773903109	377	6302	SH	DEFINED	10
ROCKWELL AUTOMATION INC	COM		773903109	23	378	SH	DEF/OTH	10
ROHM & HAAS CO	COM		775371107	2251	43518	SH	DEFINED	10
ROHM & HAAS CO	COM		775371107	91	1764	SH	DEF/OTH	10
ROPER INDS INC NEW	COM		776696106	379	6910	SH	DEFINED	10
ROSS STORES INC	COM		778296103	515	14984	SH	DEFINED	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	566	8544	SH	DEFINED	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	55	825	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	73	1095	SH	DEFINED	9
SCO GROUP INC	COM		78403A106	43	50000	SH	DEFINED	9
SEI INVESTMENTS CO	COM		784117103	514	8538	SH	DEFINED	10
SLM CORP	COM		78442P106	44	1075	SH	DEFINED	10
SLM CORP	COM		78442P106	33	800	SH	DEF/OTH	10
SLM CORP	COM		78442P106	198811	4860913	SH	DEFINED	7
SPDR TR	UNIT SER 1		78462F103	101391	714020	SH	DEFINED	10
SPDR TR	UNIT SER 1		78462F103	4793	33755	SH	DEF/OTH	10
SPDR TR	UNIT SER 1		78462F103	4142	29170	SH	DEFINED	9
SABRE HLDGS CORP	CL A		785905100	242	7400	SH	DEFINED	7
SAFECO CORP	COM		786429100	622	9362	SH	DEFINED	10
SANDISK CORP	COM		80004C101	2690	61410	SH	DEFINED	7
SANDISK CORP	NOTE	1.000% 5/1	80004CAC5	2188	2500000	SH	DEFINED	9
SARA LEE CORP	COM		803111103	138	8178	SH	DEFINED	10
SARA LEE CORP	COM		803111103	1	54	SH	DEF/OTH	10
SARA LEE CORP	COM		803111103	259	15300	SH	DEFINED	7
SCHEIN HENRY INC	COM		806407102	1031	18690	SH	DEFINED	10
SCHERING PLOUGH CORP	COM		806605101	1547	60661	SH	DEFINED	10
SCHERING PLOUGH CORP	COM		806605101	315	12354	SH	DEF/OTH	10
SCHERING PLOUGH CORP	COM		806605101	10	400	SH	DEFINED	7
SCHLUMBERGER LTD	COM		806857108	4137	59874	SH	DEFINED	10
SCHLUMBERGER LTD	COM		806857108	769	11135	SH	DEF/OTH	10
SCHLUMBERGER LTD	COM		806857108	1023	14800	SH	DEFINED	7
SCHLUMBERGER LTD	COM		806857108	173	2510	SH	DEFINED	9
SCHWAB CHARLES CORP NEW	COM		808513105	225	12276	SH	DEFINED	10
SCHWAB CHARLES CORP NEW	COM		808513105	276	15075	SH	DEF/OTH	10
SCOTTISH PWR PLC	SP ADR FNL NEW		81013T804	507	8069	SH	DEFINED	10
SCOTTISH PWR PLC	SP ADR FNL NEW		81013T804	23	364	SH	DEF/OTH	10
SCRIPPS E W CO OHIO	CL A		811054204	560	12533	SH	DEFINED	10
SCRIPPS E W CO OHIO	CL A		811054204	10	225	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY		81369Y506	73	1210	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY		81369Y506	307	5100	SH	DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	631	17700	SH	DEFINED	7
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	82	2300	SH	DEFINED	9
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	284	8000	SH	DEFINED	9
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	3266	140072	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	224	9600	SH	DEF/OTH	10
SEPRACOR INC	COM	817315104	956	20500	SH	DEFINED	7
SERVICEMASTER CO	COM	81760N109	2	157	SH	DEFINED	10
SERVICEMASTER CO	COM	81760N109	1077	70000	SH	DEFINED	7
SHERWIN WILLIAMS CO	COM	824348106	286	4325	SH	DEFINED	10
SHERWIN WILLIAMS CO	COM	824348106	165	2500	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	1823	27600	SH	DEFINED	7
SIERRA HEALTH SVCS INC	COM	826322109	873	21200	SH	DEFINED	7
SILVER WHEATON CORP	COM	828336107	1330	140300	SH	DEFINED	7
SIX FLAGS INC	NOTE 4.500% 5/1	83001PAJ8	5694	5000000	SH	DEFINED	9
SKY FINL GROUP INC	COM	83080P103	1990	74093	SH	DEFINED	7
SMITHFIELD FOODS INC	COM	832248108	220	7340	SH	DEFINED	10
SOUTHERN CO	COM	842587107	937	25561	SH	DEFINED	10
SOUTHERN CO	COM	842587107	569	15515	SH	DEF/OTH	10
SOUTHERN CO	COM	842587107	146600	4000000	SH	DEFINED	7
SOVEREIGN BANCORP INC	COM	845905108	455	17869	SH	DEFINED	10
SOVEREIGN BANCORP INC	COM	845905108	40	1575	SH	DEF/OTH	10
SOVEREIGN BANCORP INC	COM	845905108	249	9800	SH	DEFINED	7
SPECTRA ENERGY CORP	COM	847560109	1027	39086	SH	DEFINED	10
SPECTRA ENERGY CORP	COM	847560109	157	5963	SH	DEF/OTH	10
SPECTRA ENERGY CORP	COM	847560109	847	32250	SH	DEFINED	7
SPRINT NEXTEL CORP	COM FON	852061100	37	1963	SH	DEFINED	10
SPRINT NEXTEL CORP	COM FON	852061100	90	4723	SH	DEF/OTH	10
SPRINT NEXTEL CORP	COM FON	852061100	2630	138691	SH	DEFINED	7
SPRINT NEXTEL CORP	COM FON	852061100	38	2000	SH	DEFINED	9
STANLEY WKS	COM	854616109	187	3375	SH	DEFINED	10
STANLEY WKS	COM	854616109	133	2400	SH	DEF/OTH	10
STANLEY WKS	COM	854616109	7	125	SH	DEF/OTH	9
STAPLES INC	COM	855030102	5470	211704	SH	DEFINED	10
STAPLES INC	COM	855030102	660	25545	SH	DEF/OTH	10
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	4761	73422	SH	DEFINED	10
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	33	502	SH	DEF/OTH	10
STATE STR CORP	COM	857477103	4442	68608	SH	DEFINED	10
STATE STR CORP	COM	857477103	112	1725	SH	DEF/OTH	10
STATION CASINOS INC	COM	857689103	1731	20000	SH	DEFINED	7
STERICYCLE INC	COM	858912108	815	10000	SH	DEFINED	10
STRAYER ED INC	COM	863236105	215	1720	SH	DEFINED	10
STREETTRACKS GOLD TR	GOLD SHS	863307104	118	1800	SH	DEFINED	10
STREETTRACKS GOLD TR	GOLD SHS	863307104	6344	96500	SH	DEFINED	7
STREETTRACKS GOLD TR	GOLD SHS	863307104	26	392	SH	DEFINED	9
STREETTRACKS SER TR	SPDR S&P HOMEB	86330E745	514	15800	SH	DEFINED	7
STRYKER CORP	COM	863667101	2125	32036	SH	DEFINED	10
STRYKER CORP	COM	863667101	161	2435	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	2364	35650	SH	DEFINED	7
SUN LIFE FINL INC	COM	866796105	37	813	SH	DEFINED	10
SUN LIFE FINL INC	COM	866796105	337	7425	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM	866810104	174	29000	SH	DEFINED	10
SUN MICROSYSTEMS INC	COM	866810104	19	3150	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM	866810104	11	1810	SH	DEFINED	7
SUNCOR ENERGY INC	COM	867229106	10	125	SH	DEF/OTH	10
SUNCOR ENERGY INC	COM	867229106	202	2650	SH	DEFINED	7
SUNTRUST BKS INC	COM	867914103	2640	31787	SH	DEFINED	10
SUNTRUST BKS INC	COM	867914103	239	2875	SH	DEF/OTH	10
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	1591	45960	SH	DEFINED	7
SWIFT TRANSN CO	COM	870756103	567	18200	SH	DEFINED	7
SYBASE INC	NOTE 1.750% 2/2	871130AB6	8513	7500000	SH	DEFINED	9
SYMANTEC CORP	COM	871503108	489	28285	SH	DEFINED	10
SYMANTEC CORP	COM	871503108	206	11930	SH	DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

SYSCO CORP	COM	871829107	2237	66115	SH	DEFINED	10
SYSCO CORP	COM	871829107	436	12875	SH	DEF/OTH	10
SYSCO CORP	COM	871829107	947	28000	SH	DEFINED	7
TD BANKNORTH INC	COM	87235A101	6	196	SH	DEFINED	10
TD BANKNORTH INC	COM	87235A101	57	1773	SH	DEF/OTH	10
TD BANKNORTH INC	COM	87235A101	415	12900	SH	DEFINED	7
TECO ENERGY INC	COM	872375100	168	9782	SH	DEFINED	10
TECO ENERGY INC	COM	872375100	28	1600	SH	DEF/OTH	10
TJX COS INC NEW	COM	872540109	244	9050	SH	DEFINED	10
TJX COS INC NEW	COM	872540109	53	1950	SH	DEF/OTH	10
TXU CORP	COM	873168108	1247	19460	SH	DEFINED	10
TXU CORP	COM	873168108	227	3545	SH	DEF/OTH	10
TXU CORP	COM	873168108	18762	292700	SH	DEFINED	7
TXU CORP	COM	873168108	2045	31900	SH	CALL	DEFINED 7
TXU CORP	COM	873168108	19	300	SH	DEFINED	9
TANOX INC	COM	87588Q109	584	31131	SH	DEFINED	7
TARGET CORP	COM	87612E106	3069	51781	SH	DEFINED	10
TARGET CORP	COM	87612E106	345	5825	SH	DEF/OTH	10
TARGET CORP	COM	87612E106	1337	22560	SH	DEFINED	7
TELEFLEX INC	COM	879369106	391	5748	SH	DEFINED	10
TELEFONICA S A	SPONSORED ADR	879382208	279	4200	SH	DEFINED	10
TELEPHONE & DATA SYS INC	SPL COM	879433860	236	4230	SH	DEFINED	10
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	264	7048	SH	DEFINED	10
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	17	450	SH	DEF/OTH	10
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	112	3000	SH	DEFINED	7
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	4007	107050	SH	DEFINED	9
TEVA PHARMACEUTICAL FIN II L	DBCV 0.250% 2/0	88164RAB3	13680	12000000	SH	DEFINED	9
TEXAS INSTRS INC	COM	882508104	7992	265528	SH	DEFINED	10
TEXAS INSTRS INC	COM	882508104	604	20058	SH	DEF/OTH	10
TEXAS INSTRS INC	COM	882508104	2544	84524	SH	DEFINED	7
TEXAS INSTRS INC	COM	882508104	6603	219370	SH	CALL	DEFINED 7
TEXAS INSTRS INC	COM	882508104	60	2000	SH	DEFINED	9
TEXTRON INC	COM	883203101	661	7358	SH	DEFINED	10
TEXTRON INC	COM	883203101	94	1050	SH	DEF/OTH	10
THERMO FISHER SCIENTIFIC INC	COM	883556102	5463	116857	SH	DEFINED	10
THERMO FISHER SCIENTIFIC INC	COM	883556102	333	7121	SH	DEF/OTH	10
THERMO FISHER SCIENTIFIC INC	COM	883556102	1711	36600	SH	DEFINED	7
THOMAS & BETTS CORP	COM	884315102	393	8042	SH	DEFINED	10
THOMAS & BETTS CORP	COM	884315102	5	100	SH	DEF/OTH	10
3COM CORP	COM	885535104	1	200	SH	DEFINED	10
3COM CORP	COM	885535104	528	135000	SH	DEFINED	9
3M CO	COM	88579Y101	6413	83907	SH	DEFINED	10
3M CO	COM	88579Y101	1254	16409	SH	DEF/OTH	10
3M CO	COM	88579Y101	1976	25849	SH	DEFINED	7
3M CO	COM	88579Y101	6696	87616	SH	CALL	DEFINED 7
TIDEWATER INC	COM	886423102	3949	67413	SH	DEFINED	10
TIDEWATER INC	COM	886423102	133	2269	SH	DEF/OTH	10
TIFFANY & CO NEW	COM	886547108	339	7445	SH	DEFINED	10
TIFFANY & CO NEW	COM	886547108	22	475	SH	DEF/OTH	10
TIM HORTONS INC	COM	88706M103	326	10712	SH	DEFINED	10
TIME WARNER INC	COM	887317105	2968	150500	SH	DEFINED	10
TIME WARNER INC	COM	887317105	79	4000	SH	DEF/OTH	10
TIME WARNER INC	COM	887317105	4930	250000	SH	CALL	DEFINED 7
TIME WARNER INC	COM	887317105	99	5000	SH	DEFINED	9
TIME WARNER CABLE INC	CL A	88732J108	210	5600	SH	DEFINED	7
TIME WARNER CABLE INC	CL A	88732J108	1311	35000	SH	DEFINED	9
TODCO	COM	88889T107	12	300	SH	DEFINED	10
TODCO	COM	88889T107	476	11800	SH	DEFINED	7
TRANSOCEAN SEDCO FOREX INC	DBCV 1.500% 5/1	893830AD1	14625	12500000	SH	DEFINED	9
TRIAD HOSPITALS INC	COM	89579K109	1578	30200	SH	DEFINED	7
TRIBUNE CO NEW	COM	896047107	32	1000	SH	DEFINED	10
TRIBUNE CO NEW	COM	896047107	13	400	SH	DEF/OTH	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

TRIBUNE CO NEW	COM		896047107	514	16000	SH	DEFINED	7
TRINITY INDS INC	NOTE	3.875% 6/0	896522AF6	5500	5000000	SH	DEFINED	9
TRONOX INC	CL A		897051108	248	17204	SH	DEFINED	7
TRONOX INC	CL A		897051108	360	25000	SH	DEFINED	9
TRUSTCO BK CORP N Y	COM		898349105	188	19579	SH	DEFINED	10
TYCO INTL LTD NEW	COM		902124106	442	14005	SH	DEFINED	10
TYCO INTL LTD NEW	COM		902124106	185	5850	SH	DEF/OTH	10
TYCO INTL LTD NEW	COM		902124106	2754	87300	SH	DEFINED	7
TYCO INTL LTD NEW	COM		902124106	32	1000	SH	DEFINED	9
UAL CORP	DBC	5.000% 2/0	902549AE4	5589	5000000	SH	DEFINED	9
U S B HLDG INC	COM		902910108	665	29330	SH	DEFINED	10
US BANCORP DEL	COM NEW		902973304	3587	102571	SH	DEFINED	10
US BANCORP DEL	COM NEW		902973304	5	156	SH	DEF/OTH	10
US BANCORP DEL	COM NEW		902973304	271	7751	SH	DEFINED	7
US BANCORP DEL	COM NEW		902973304	118	3375	SH	DEFINED	9
UNION PAC CORP	COM		907818108	428	4216	SH	DEFINED	10
UNION PAC CORP	COM		907818108	907	8930	SH	DEF/OTH	10
UNITED MICROELECTRONICS CORP	SPONSORED ADR		910873207	121	38039	SH	DEFINED	10
UNITED MICROELECTRONICS CORP	SPONSORED ADR		910873207	4558	1433393	SH	DEFINED	9
UNITED PARCEL SERVICE INC	CL B		911312106	419	5971	SH	DEFINED	10
UNITED PARCEL SERVICE INC	CL B		911312106	7	100	SH	DEF/OTH	10
UNITED RENTALS INC	COM		911363109	1100	40000	SH	DEFINED	9
UNITED TECHNOLOGIES CORP	COM		913017109	7536	115943	SH	DEFINED	10
UNITED TECHNOLOGIES CORP	COM		913017109	630	9699	SH	DEF/OTH	10
UNITED TECHNOLOGIES CORP	COM		913017109	702	10796	SH	DEFINED	9
UNITEDHEALTH GROUP INC	COM		91324P102	1543	29123	SH	DEFINED	10
UNITEDHEALTH GROUP INC	COM		91324P102	2019	38124	SH	DEF/OTH	10
UNITEDHEALTH GROUP INC	COM		91324P102	588	11100	SH	DEFINED	7
UNITEDHEALTH GROUP INC	COM		91324P102	5114	96545	SH	DEFINED	9
UNIVERSAL COMPRESSION HLDGS	COM		913431102	2477	36600	SH	DEFINED	9
V F CORP	COM		918204108	245	2970	SH	DEFINED	10
VALERO ENERGY CORP NEW	COM		91913Y100	6863	106415	SH	DEFINED	10
VALERO ENERGY CORP NEW	COM		91913Y100	53	820	SH	DEF/OTH	10
VALERO ENERGY CORP NEW	COM		91913Y100	1967	30500	SH	DEFINED	7
VALERO ENERGY CORP NEW	COM		91913Y100	4140	64190	SH	DEFINED	9
VALSPAR CORP	COM		920355104	45	1600	SH	DEFINED	10
VALSPAR CORP	COM		920355104	1341	48200	SH	DEFINED	7
VARIAN MED SYS INC	COM		92220P105	2231	46783	SH	DEFINED	10
VARIAN MED SYS INC	COM		92220P105	13	275	SH	DEF/OTH	10
VARIAN MED SYS INC	COM		92220P105	2058	43157	SH	DEFINED	7
VARIAN MED SYS INC	COM		92220P105	143	3000	SH	CALL	DEFINED 7
VANGUARD INDEX FDS	STK MRK ETF		922908769	691	4881	SH	DEFINED	10
VERIZON COMMUNICATIONS	COM		92343V104	5843	154091	SH	DEFINED	10
VERIZON COMMUNICATIONS	COM		92343V104	1964	51796	SH	DEF/OTH	10
VERIZON COMMUNICATIONS	COM		92343V104	189046	4985400	SH	DEFINED	7
VERIZON COMMUNICATIONS	COM		92343V104	2654	70000	SH	CALL	DEFINED 7
VERIZON COMMUNICATIONS	COM		92343V104	68	1804	SH	DEFINED	9
VIACOM INC NEW	CL A		92553P102	3	75	SH	DEF/OTH	10
VIACOM INC NEW	CL A		92553P102	1408	34300	SH	DEFINED	7
VISHAY INTERTECHNOLOGY INC	COM		928298108	95	6826	SH	DEFINED	10
VISHAY INTERTECHNOLOGY INC	COM		928298108	531	38000	SH	DEFINED	9
VODAFONE GROUP PLC NEW	SPONS ADR NEW		92857W209	389	14465	SH	DEFINED	10
VODAFONE GROUP PLC NEW	SPONS ADR NEW		92857W209	212	7895	SH	DEF/OTH	10
WACHOVIA CORP NEW	COM		929903102	3151	57233	SH	DEFINED	10
WACHOVIA CORP NEW	COM		929903102	568	10316	SH	DEF/OTH	10
WACHOVIA CORP NEW	COM		929903102	0	9	SH	DEFINED	7
WACHOVIA CORP NEW	COM		929903102	50	900	SH	DEFINED	9
WAL MART STORES INC	COM		931142103	4079	86884	SH	DEFINED	10
WAL MART STORES INC	COM		931142103	358	7633	SH	DEF/OTH	10
WAL MART STORES INC	COM		931142103	5332	113567	SH	DEFINED	7
WAL MART STORES INC	COM		931142103	4695	100000	SH	PUT	DEFINED 7
WALGREEN CO	COM		931422109	3365	73323	SH	DEFINED	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

WALGREEN CO	COM	931422109	306	6661	SH	DEF/OTH	10
WALGREEN CO	COM	931422109	1453	31655	SH	DEFINED	7
WALGREEN CO	COM	931422109	3957	86234	SH	DEFINED	9
WARWICK VALLEY TEL CO	COM	936750108	1376	84962	SH	DEFINED	10
WASHINGTON MUT INC	COM	939322103	257	6371	SH	DEFINED	10
WASHINGTON MUT INC	COM	939322103	67	1648	SH	DEF/OTH	10
WASHINGTON MUT INC	COM	939322103	137	3400	SH	DEFINED	7
WASHINGTON TR BANCORP	COM	940610108	207	7705	SH	DEFINED	10
WASHINGTON TR BANCORP	COM	940610108	489	18225	SH	DEF/OTH	10
WASTE CONNECTIONS INC	COM	941053100	1231	41122	SH	DEFINED	10
WASTE MGMT INC DEL	COM	94106L109	3809	110702	SH	DEFINED	10
WASTE MGMT INC DEL	COM	94106L109	125	3622	SH	DEF/OTH	10
WASTE MGMT INC DEL	COM	94106L109	544	15800	SH	DEFINED	7
WEBEX COMMUNICATIONS INC	COM	94767L109	3360	59100	SH	DEFINED	7
WELLPOINT INC	COM	94973V107	1651	20353	SH	DEFINED	10
WELLPOINT INC	COM	94973V107	232	2860	SH	DEF/OTH	10
WELLPOINT INC	COM	94973V107	596	7350	SH	DEFINED	7
WELLS FARGO & CO NEW	COM	949746101	6370	185025	SH	DEFINED	10
WELLS FARGO & CO NEW	COM	949746101	589	17106	SH	DEF/OTH	10
WELLS FARGO & CO NEW	COM	949746101	218	6318	SH	DEFINED	7
WENDYS INTL INC	COM	950590109	250	8000	SH	DEFINED	10
WESCO INTL INC	COM	95082P105	270	4300	SH	DEFINED	9
WESTERN UN CO	COM	959802109	391	17803	SH	DEFINED	10
WESTERN UN CO	COM	959802109	124	5668	SH	DEF/OTH	10
WESTERN UN CO	COM	959802109	1701	77511	SH	DEFINED	7
WEYERHAEUSER CO	COM	962166104	703	9412	SH	DEFINED	10
WEYERHAEUSER CO	COM	962166104	47	625	SH	DEF/OTH	10
WEYERHAEUSER CO	COM	962166104	1495	20000	SH	DEFINED	7
WHIRLPOOL CORP	COM	963320106	19	221	SH	DEFINED	10
WHIRLPOOL CORP	COM	963320106	1393	16400	SH	DEFINED	7
WILLIAMS COS INC DEL	COM	969457100	175	6138	SH	DEFINED	10
WILLIAMS COS INC DEL	COM	969457100	33	1175	SH	DEF/OTH	10
WILLIAMS COS INC DEL	COM	969457100	182	6400	SH	DEFINED	7
WILLIAMS COS INC DEL	COM	969457100	6635	233138	SH	DEFINED	9
WILMINGTON TRUST CORP	COM	971807102	427	10116	SH	DEFINED	10
WILMINGTON TRUST CORP	COM	971807102	6	135	SH	DEF/OTH	10
WINDSTREAM CORP	COM	97381W104	366	24883	SH	DEFINED	10
WINDSTREAM CORP	COM	97381W104	60	4077	SH	DEF/OTH	10
WINDSTREAM CORP	COM	97381W104	7	499	SH	DEFINED	7
WINDSTREAM CORP	COM	97381W104	3	206	SH	DEFINED	9
WISCONSIN ENERGY CORP	COM	976657106	548	11291	SH	DEFINED	10
WISCONSIN ENERGY CORP	COM	976657106	160	3300	SH	DEF/OTH	10
WRIGLEY WM JR CO	COM	982526105	405	7946	SH	DEFINED	10
WRIGLEY WM JR CO	COM	982526105	4	87	SH	DEF/OTH	10
WRIGLEY WM JR CO	COM	982526105	825	16200	SH	DEFINED	7
WRIGLEY WM JR CO	COM	982526105	64	1250	SH	DEFINED	9
WYETH	COM	983024100	4268	85314	SH	DEFINED	10
WYETH	COM	983024100	1808	36134	SH	DEF/OTH	10
WYETH	COM	983024100	33	660	SH	DEFINED	9
WYNDHAM WORLDWIDE CORP	COM	98310W108	16	481	SH	DEFINED	10
WYNDHAM WORLDWIDE CORP	COM	98310W108	678	19850	SH	DEFINED	7
WYNDHAM WORLDWIDE CORP	COM	98310W108	7	200	SH	DEFINED	9
XM SATELLITE RADIO HLDGS INC	CL A	983759101	6	500	SH	DEFINED	10
XM SATELLITE RADIO HLDGS INC	CL A	983759101	494	38200	SH	DEFINED	7
YAHOO INC	COM	984332106	302	9650	SH	DEFINED	10
YAHOO INC	COM	984332106	31	1000	SH	DEF/OTH	10
YAHOO INC	COM	984332106	447	14291	SH	DEFINED	7
YAHOO INC	COM	984332106	82	2636	SH	DEFINED	9
YUM BRANDS INC	COM	988498101	345	5977	SH	DEFINED	10
YUM BRANDS INC	COM	988498101	198	3420	SH	DEF/OTH	10
YUM BRANDS INC	COM	988498101	2	40	SH	DEFINED	7
ZIMMER HLDGS INC	COM	98956P102	2396	28056	SH	DEFINED	10

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 13F-HR

ZIMMER HLDGS INC	COM	98956P102	271	3176	SH		DEF/OTH	10
ACE LTD	ORD	G0070K103	556	9739	SH		DEFINED	10
ACE LTD	ORD	G0070K103	46	809	SH		DEF/OTH	10
ACE LTD	ORD	G0070K103	5622	98521	SH		DEFINED	9
BUNGE LIMITED	COM	G16962105	746	9077	SH		DEFINED	10
BUNGE LIMITED	COM	G16962105	8	100	SH		DEF/OTH	10
BUNGE LIMITED	COM	G16962105	171	2080	SH		DEFINED	7
GLOBALSANTAFE CORP	SHS	G3930E101	3805	61692	SH		DEFINED	10
GLOBALSANTAFE CORP	SHS	G3930E101	117	1898	SH		DEF/OTH	10
GLOBALSANTAFE CORP	SHS	G3930E101	167	2700	SH		DEFINED	7
HERBALIFE LTD	COM USD SHS	G4412G101	1560	39800	SH		DEFINED	7
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	1510	34809	SH		DEFINED	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	205	4725	SH		DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	3297	111110	SH		DEFINED	10
NABORS INDUSTRIES LTD	SHS	G6359F103	143	4819	SH		DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	371	12500	SH		DEFINED	7
NABORS INDUSTRIES LTD	SHS	G6359F103	332	11190	SH		DEFINED	9
NOBLE CORPORATION	SHS	G65422100	118	1503	SH		DEFINED	10
NOBLE CORPORATION	SHS	G65422100	4394	55850	SH		DEFINED	7
NOBLE CORPORATION	SHS	G65422100	7176	91200	SH	PUT	DEFINED	7
WEATHERFORD INTERNATIONAL LT	COM	G95089101	534	11840	SH		DEFINED	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	7	150	SH		DEF/OTH	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	2255	50000	SH		DEFINED	7
WEATHERFORD INTERNATIONAL LT	COM	G95089101	9020	200000	SH	PUT	DEFINED	7
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	201	4762	SH		DEFINED	10
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	1442	34200	SH		DEFINED	7
FLEXTRONICS INTL LTD	ORD	Y2573F102	804	73477	SH		DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	38	3450	SH		DEF/OTH	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	368	33600	SH		DEFINED	7