

ROYAL BANK OF SCOTLAND GROUP PLC
Form 6-K
August 13, 2010

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

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

August 13, 2010

The Royal Bank of Scotland Group plc

Gogarburn
PO Box 1000
Edinburgh EH12 1HQ
Scotland
United Kingdom

(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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This report on Form 6-K shall be deemed incorporated by reference into the company's Registration Statement on Form F-3 (File Nos. 333-162219 and 333-162219-01) and to be a part thereof from the date which it was filed, to the extent not superseded by documents or reports subsequently filed or furnished.

Article 11 unaudited pro forma information

Unaudited proforma condensed consolidated financial information

Basis of preparation

The unaudited pro forma condensed consolidated financial information (the "unaudited pro forma financial information") comprises the unaudited pro forma condensed consolidated balance sheet as at 30 June 2010 (the "unaudited pro forma balance sheet") and the unaudited pro forma condensed consolidated income statements for the six months ended 30 June 2010 and 30 June 2009 and the years ended 31 December 2009, 31 December 2008 and 31 December 2007 (the "pro forma income statements") based on the published audited and unaudited financial statements of RBS, prepared in accordance with IFRS, after giving effect to:

- (a) the distribution of those ABN AMRO businesses attributable to Santander and the Dutch government (the "other Consortium members"); and
- (b) the divestment of certain businesses to meet the European Commission's State Aid requirements (see below).

To comply with the European Commission's State Aid requirements, RBS has agreed to make a series of divestments to be completed within four years from December 2009, as follows:

- RBS Insurance
- Global Merchant Services
- RBS Sempra Commodities
- the RBS branch based business in England and Wales, the NatWest branch network in Scotland, along with the Direct SME customers across the UK (termed the 'UK Retail and UK Corporate businesses outlined for disposal')

Collectively, the above are defined as the 'EC State Aid Divestments'.

The pro forma financial information has been prepared assuming the following:

- pro forma balance sheet: the distribution to the other Consortium members and EC State Aid Divestments had occurred on 30 June 2010
- pro forma income statements: the distribution to the other Consortium members had occurred on acquisition of ABN AMRO on 17 October 2007 and the EC State Aid Divestments had occurred on 1 January 2007
- sale proceeds in respect of the EC State Aid Divestments are received in cash and are equal to the net asset values of the businesses to be disposed of
- the UK Retail and UK Corporate business outlined for disposal represents a carve-out from existing RBS businesses and therefore discrete financial information for this divestment which is factually supportable is not currently available. Accordingly, the pro forma financial information in respect of the EC State Aid Divestments excludes this business.

Article 11 unaudited pro forma information

Unaudited proforma condensed consolidated financial information (continued)

Basis of preparation (continued)

The table below shows best estimates regarding certain key line items in respect of the UK Retail and UK Corporate businesses outlined for disposal. Detailed financial information about this business on a stand alone basis is currently being prepared and therefore the estimates are subject to change.

| | Six months ended 30 June 2010 £m | Year ended 31 December 2009* £m |
|---|---|--|
| UK Retail and UK Corporate businesses outlined for disposal | | |
| Total income | 455 | 925 |
| Operating profit before impairment losses | 217 | 451 |
| Operating (loss)/profit before tax | 57 | (55) |

Total assets at 30 June were estimated to be £21.3 billion

* The data for 2009 has been restated following finalisation of the business scope.

The pro forma financial information and accompanying notes should be read in conjunction with the audited financial statements of RBS for the year ended 31 December 2009 filed with the SEC on a Form 20-F dated 27 April 2010 as updated by the Form 6-K filed with the SEC on 13 August 2010.

The pro forma financial information is presented for information purposes only and does not represent what the results of operations would actually have been had the distribution to other Consortium members and EC State Aid Divestments occurred on the dates indicated nor is it necessarily indicative of the results of operations of financial position that may or may be expected to be achieved in the future.

Article 11 unaudited pro forma information (continued)

Unaudited pro forma balance sheet as at 30 June 2010

| | RBS (1) | RFS Minority Interest (2) | Pro forma RBS (3) | EC State Aid Divestments (4) | Pro forma RBS (5) |
|---|------------------|------------------------------------|----------------------|------------------------------------|----------------------|
| | £m | £m | £m | £m | £m |
| Assets | | | | | |
| Cash and balances at central banks | 29,591 | - | 29,591 | 5,850 | 35,441 |
| Loans and advances to banks | 102,152 | (18) | 102,134 | (2,456) | 99,678 |
| Loans and advances to customers | 578,771 | (35) | 578,736 | 446 | 579,182 |
| Debt securities and equity shares | 253,586 | - | 253,586 | (7,568) | 246,018 |
| Derivatives | 522,871 | - | 522,871 | (85) | 522,786 |
| Intangible assets | 14,482 | - | 14,482 | (1,011) | 13,471 |
| Property, plant and equipment | 17,608 | - | 17,608 | (142) | 17,466 |
| Other assets | 62,992 | (1,147) | 61,845 | (15,710) | 46,135 |
| Total assets | 1,582,053 | (1,200) | 1,580,853 | (20,676) | 1,560,177 |
| Liabilities | | | | | |
| Deposits by banks | 140,875 | (96) | 140,779 | - | 140,779 |
| Customer accounts | 491,545 | - | 491,545 | - | 491,545 |
| Debt securities in issue | 217,317 | - | 217,317 | - | 217,317 |
| Settlement balances and short positions | 62,724 | - | 62,724 | - | 62,724 |
| Derivatives | 508,966 | - | 508,966 | - | 508,966 |
| Subordinated liabilities | 27,523 | - | 27,523 | - | 27,523 |
| Other liabilities | 53,809 | (721) | 53,088 | (19,329) | 33,759 |
| Total liabilities | 1,502,759 | (817) | 1,501,942 | (19,329) | 1,482,613 |
| Minority interests | 2,492 | (383) | 2,109 | (1,347) | 762 |
| Equity owners | 76,802 | - | 76,802 | - | 76,802 |
| Total equity | 79,294 | (383) | 78,911 | (1,347) | 77,564 |
| Total liabilities and equity | 1,582,053 | (1,200) | 1,580,853 | (20,676) | 1,560,177 |

Notes:

- (1) The financial information for RBS has been extracted from the unaudited financial statements for the six months ended 30 June 2010 included on page 64 of the Form 6-K filed with the SEC on 13 August 2010.
- (2) The financial information for the RFS Minority Interest has been extracted from RBS's accounting records for the six months ended 30 June 2010 without adjustment and represents those parts of the ABN AMRO businesses attributable to

the other Consortium members.

- (3) Pro forma unaudited balance sheet of RBS as at 30 June 2010 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (4) The financial information for the EC State Aid Divestments has been extracted from RBS's accounting records for the six months ended 30 June 2010 without adjustment and represents those parts of the businesses agreed with the European Commission as being for disposal for which information is currently available, namely RBS Insurance, RBS Sempra Commodities and Global Merchant Services.
- (5) Pro forma unaudited balance sheet of RBS as at 30 June 2010 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members and the EC State Aid Divestments.

Article 11 unaudited pro forma information (continued)

Unaudited pro forma income statement for the six months ended 30 June 2010

| | RBS (1) | RFS Minority Interest (2) | RBS excluding RFS Minority Interest (3) | EC State Aid Divestments (4) | Pro forma RBS (5) |
|--|----------|------------------------------------|--|---------------------------------------|----------------------|
| | £m | £m | £m | £m | £m |
| Continuing operations | | | | | |
| Net interest income | 7,218 | - | 7,218 | (215) | 7,003 |
| Net fees and commissions | 2,953 | (7) | 2,946 | (60) | 2,886 |
| Income from trading activities | 3,876 | (4) | 3,872 | (262) | 3,610 |
| Gain on redemption of own debt | 553 | - | 553 | - | 553 |
| Other operating income (excluding insurance premium income) | 793 | (18) | 775 | (94) | 681 |
| Insurance net premium income | 2,567 | - | 2,567 | (2,517) | 50 |
| Non-interest income | 10,742 | (29) | 10,713 | (2,933) | 7,780 |
| Total income | 17,960 | (29) | 17,931 | (3,148) | 14,783 |
| Operating expenses | (9,170) | (4) | (9,174) | 765 | (8,409) |
| Profit/(loss) before other operating charges and impairment losses | 8,790 | (33) | 8,757 | (2,383) | 6,374 |
| Insurance net claims | (2,459) | - | (2,459) | 2,455 | (4) |
| Impairment (losses)/gains | (5,162) | - | (5,162) | 21 | (5,141) |
| Operating profit/(loss) before tax | 1,169 | (33) | 1,136 | 93 | 1,229 |
| Tax | (932) | 1 | (931) | (38) | (969) |
| Profit/(loss) from continuing operations | 237 | (32) | 205 | 55 | 260 |
| Profit/(loss) attributable to: | | | | | |
| Minority interests | 74 | (32) | 42 | (20) | 22 |
| Preference shareholders | 105 | - | 105 | - | 105 |
| Paid-in equity holders | 19 | - | 19 | - | 19 |
| Ordinary shareholders | 39 | - | 39 | 75 | 114 |
| | 237 | (32) | 205 | 55 | 260 |

Per 25p ordinary share (pence)

Continuing operations

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| | | | |
|--|---------|---------|---------|
| Basic | 0.6 | 0.6 | 0.7 |
| Fully diluted | 0.5 | 0.5 | 0.6 |
| Number of shares (million) | | | |
| Weighted average ordinary shares | 107,326 | 107,326 | 107,326 |
| Weighted average diluted ordinary shares | 123,862 | 123,862 | 123,862 |

Notes:

- (1) The financial information for RBS has been extracted from the unaudited financial statements for the six months ended 30 June 2010 included on page 62 of the Form 6-K filed with the SEC on 13 August 2010.
- (2) The financial information for the RFS Minority Interest has been extracted from RBS's unaudited accounting records for the six months ended 30 June 2010 without adjustment and represents those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (3) Pro forma unaudited income statement of RBS for the six months ended 30 June 2010 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (4) The financial information for the EC State Aid Divestments has been extracted from RBS's accounting records for the six months ended 30 June 2010 without adjustment and represents those parts of RBS attributable to the businesses agreed with the European Commission as being for disposal for which information is currently available, namely RBS Insurance, RBS Sempra Commodities and Global Merchant Services.
- (5) Pro forma unaudited income statement of RBS for the six months ended 30 June 2010 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members and the EC State Aid Divestments.

Article 11 unaudited pro forma information (continued)

Unaudited pro forma income statement for the six months ended 30 June 2009

| | RBS (1) | RFS Minority Interest (2) | RBS excluding RFS Minority Interest (3) | EC State Aid Divestments (4) | Pro forma RBS (5) |
|--|----------|------------------------------------|--|---------------------------------------|----------------------|
| Continuing operations | £m | £m | £m | £m | £m |
| Net interest income | 6,849 | 11 | 6,860 | (244) | 6,616 |
| Net fees and commissions | 3,115 | - | 3,115 | 60 | 3,175 |
| Income from trading activities | 1,964 | 80 | 2,044 | (471) | 1,573 |
| Gain on redemption of own debt | 3,790 | - | 3,790 | - | 3,790 |
| Other operating income (excluding insurance premium income) | 646 | (78) | 568 | (277) | 291 |
| Insurance net premium income | 2,657 | - | 2,657 | (2,580) | 77 |
| Non-interest income | 12,172 | 2 | 12,174 | (3,268) | 8,906 |
| Total income | 19,021 | 13 | 19,034 | (3,512) | 15,522 |
| Operating expenses | (9,960) | 42 | (9,918) | 822 | (9,096) |
| Profit/(loss) before other operating charges and impairment losses | 9,061 | 55 | 9,116 | (2,690) | 6,426 |
| Insurance net claims | (1,891) | - | (1,891) | 1,865 | (26) |
| Impairment (losses)/gains | (7,521) | - | (7,521) | 6 | (7,515) |
| Operating (loss)/profit before tax | (351) | 55 | (296) | (819) | (1,115) |
| Tax | 456 | (44) | 412 | 125 | 537 |
| Profit/(loss) from continuing operations | 105 | 11 | 116 | (694) | (578) |
| Profit/(loss) attributable to: | | | | | |
| Minority interests | 543 | 11 | 554 | (144) | 410 |
| Preference shareholders | 510 | - | 510 | - | 510 |
| Paid-in equity holders | 36 | - | 36 | - | 36 |
| Ordinary shareholders | (984) | - | (984) | (550) | (1,534) |
| | 105 | 11 | 116 | (694) | (578) |

Per 25p ordinary share (pence)

Continuing operations

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| | | | |
|--|--------|--------|--------|
| Basic | (1.7) | (1.7) | (2.9) |
| Fully diluted | (1.7) | (1.7) | (2.9) |
| Number of shares (million) | | | |
| Weighted average ordinary shares | 46,719 | 46,719 | 46,719 |
| Weighted average diluted ordinary shares | 46,719 | 46,719 | 46,719 |

Notes:

- (1) The financial information for RBS has been extracted from the unaudited financial statements for the six months ended 30 June 2010 included on page 62 of the Form 6-K filed with the SEC on 13 August 2010.
- (2) The financial information for the RFS Minority Interest has been extracted from RBS's unaudited accounting records for the six months ended 30 June 2009 without adjustment and represents those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (3) Pro forma unaudited income statement of RBS for the six months ended 30 June 2009 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (4) The financial information for the EC State Aid Divestments has been extracted from RBS's accounting records for the six months ended 30 June 2009 without adjustment and represents those parts of RBS attributable to the businesses agreed with the European Commission as being for disposal for which information is currently available, namely RBS Insurance, RBS Sempra Commodities and Global Merchant Services.
- (5) Pro forma unaudited income statement of RBS for the six months ended 30 June 2009 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members and the EC State Aid Divestments.

Article 11 unaudited pro forma information (continued)

Unaudited pro forma income statement for the year ended 31 December 2009

| | RBS (1) | RFS Minority Interest (2) | RBS excluding RFS Minority Interest (3) | EC State Aid Divestments (4) | Adjusted Pro forma RBS (5) |
|--|-----------|------------------------------------|--|---------------------------------------|----------------------------------|
| | £m | £m | £m | £m | £m |
| Continuing operations | | | | | |
| Net interest income | 13,388 | 179 | 13,567 | (477) | 13,090 |
| Net fees and commissions | 5,948 | - | 5,948 | 67 | 6,015 |
| Income from trading activities | 3,761 | 45 | 3,806 | (799) | 3,007 |
| Gain on redemption of own debt | 3,790 | - | 3,790 | - | 3,790 |
| Other operating income (excluding insurance premium income) | 873 | 97 | 970 | (376) | 594 |
| Insurance net premium income | 5,266 | - | 5,266 | (5,138) | 128 |
| Non-interest income | 19,638 | 142 | 19,780 | (6,246) | 13,534 |
| Total income | 33,026 | 321 | 33,347 | (6,723) | 26,624 |
| Operating expenses | (17,417) | 35 | (17,382) | 1,615 | (15,767) |
| Profit/(loss) before other operating charges and impairment losses | 15,609 | 356 | 15,965 | (5,108) | 10,857 |
| Insurance net claims | (4,357) | - | (4,357) | 4,223 | (134) |
| Impairment (losses)/gains | (13,899) | - | (13,899) | 8 | (13,891) |
| Operating (loss)/profit before tax | (2,647) | 356 | (2,291) | (877) | (3,168) |
| Tax | 429 | (90) | 339 | 148 | 487 |
| (Loss)/profit from continuing operations | (2,218) | 266 | (1,952) | (729) | (2,681) |
| Profit/(loss) attributable to: | | | | | |
| Minority interests | 382 | 266 | 648 | (234) | 414 |
| Preference shareholders | 878 | - | 878 | - | 878 |
| Paid-in equity holders | 57 | - | 57 | - | 57 |
| Ordinary shareholders | (3,535) | - | (3,535) | (495) | (4,030) |
| | (2,218) | 266 | (1,952) | (729) | (2,681) |

Per 25p ordinary share (pence)

Continuing operations

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| | | | |
|--|--------|--------|--------|
| Basic | (6.3) | (6.3) | (7.2) |
| Fully diluted | (6.3) | (6.3) | (7.2) |
| Number of shares (million) | | | |
| Weighted average ordinary shares | 52,891 | 52,891 | 52,891 |
| Weighted average diluted ordinary shares | 53,329 | 53,329 | 53,329 |

Notes:

- (1) The financial information for RBS has been extracted from the audited financial statements for the year to 31 December 2009 included on page 197 of the Form 6-K filed with the SEC on 13 August 2010.
- (2) The financial information for the RFS Minority Interest has been extracted from RBS's accounting records for the year ended 31 December 2009 without adjustment and represents those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (3) Pro forma unaudited income statement of RBS for the year ended 31 December 2009 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (4) The financial information for the EC State Aid Divestments has been extracted from RBS's accounting records for the year ended 31 December 2009 without adjustment and represents those parts of the businesses agreed with the European Commission as being for disposal for which information is currently available, namely RBS Insurance, RBS Sempra Commodities and Global Merchant Services.
- (5) Pro forma unaudited income statement of RBS for the year ended 31 December 2009 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members and the EC State Aid Divestments.

Article 11 unaudited pro forma information (continued)

Unaudited pro forma income statement for the year ended 31 December 2008

| | RBS (1) | RFS Minority Interest (2) | RBS excluding RFS Minority Interest (3) | EC State Aid Divestments (4) | Adjusted Pro forma RBS (5) |
|--|-----------|------------------------------------|--|---------------------------------------|----------------------------------|
| | £m | £m | £m | £m | £m |
| Continuing operations | | | | | |
| Net interest income | 15,482 | 282 | 15,764 | (669) | 15,095 |
| Net fees and commissions | 6,411 | 23 | 6,434 | (29) | 6,405 |
| Income from trading activities | (9,025) | 196 | (8,829) | (793) | (9,622) |
| Other operating income (excluding insurance premium income) | 2,153 | (190) | 1,963 | (78) | 1,885 |
| Insurance net premium income | 5,709 | - | 5,709 | (5,293) | 416 |
| Non-interest income | 5,248 | 29 | 5,277 | (6,193) | (916) |
| Total income | 20,730 | 311 | 21,041 | (6,862) | 14,179 |
| Operating expenses | (35,065) | 166 | (34,899) | 1,716 | (33,183) |
| (Loss)/profit before other operating charges and impairment losses | (14,335) | 477 | (13,858) | (5,146) | (19,004) |
| Insurance net claims | (3,917) | - | (3,917) | 3,733 | (184) |
| Impairment (losses)/gains | (7,439) | 7 | (7,432) | 45 | (7,387) |
| Operating (loss)/profit before tax | (25,691) | 484 | (25,207) | (1,368) | (26,575) |
| Tax | 2,167 | (172) | 1,995 | 291 | 2,286 |
| (Loss)/profit from continuing operations | (23,524) | 312 | (23,212) | (1,077) | (24,289) |
| Profit/(loss) attributable to: | | | | | |
| Minority interests | 100 | 312 | 412 | (164) | 248 |
| Preference shareholders | 536 | - | 536 | - | 536 |
| Paid-in equity holders | 60 | - | 60 | - | 60 |
| Ordinary shareholders | (24,220) | - | (24,220) | (913) | (25,133) |
| | (23,524) | 312 | (23,212) | (1,077) | (24,289) |
| Per 25p ordinary share (pence) | | | | | |
| Continuing operations | | | | | |
| Basic | (146.2) | | (146.2) | | (151.7) |

| | | | |
|--|----------|----------|----------|
| Fully diluted | (146.2) | (146.2) | (151.7) |
| Number of shares (million) | | | |
| Weighted average ordinary shares | 16,563 | 16,563 | 16,563 |
| Weighted average diluted ordinary shares | 16,563 | 16,563 | 16,563 |

Notes:

- (1) The financial information for RBS has been extracted from the audited financial statements for the year ended 31 December 2009 included on page 197 of the Form 6-K filed with the SEC on 13 August 2010.
- (2) The financial information for the RFS Minority Interest has been extracted from RBS's accounting records for the year ended 31 December 2008 without adjustment and represents those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (3) Pro forma unaudited income statement of RBS for the year ended 31 December 2008 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (4) The financial information for the EC State Aid Divestments has been extracted from RBS's accounting records for the year ended 31 December 2008 without adjustment and represents those parts of RBS attributable to the businesses agreed with the European Commission as being for disposal for which information is currently available, namely RBS Insurance, RBS Sempra Commodities and Global Merchant Services.
- (5) Pro forma unaudited income statement of RBS for the year ended 31 December 2008 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members and the EC State Aid Divestments.

Article 11 unaudited pro forma information (continued)

Unaudited pro forma income statement for the year ended 31 December 2007

| | RBS (1) | RFS Minority Interest (2) | RBS excluding RFS Minority Interest (3) | EC State Aid Divestments (4) | Adjusted Pro forma RBS (5) |
|--|-----------|------------------------------------|--|---------------------------------------|----------------------------------|
| | £m | £m | £m | £m | £m |
| Continuing operations | | | | | |
| Net interest income | 11,550 | (26) | 11,524 | (633) | 10,891 |
| Net fees and commissions | 5,890 | (29) | 5,861 | 38 | 5,899 |
| Income from trading activities | 1,272 | 159 | 1,431 | 6 | 1,437 |
| Other operating income (excluding insurance premium income) | 4,778 | (42) | 4,736 | (244) | 4,492 |
| Insurance net premium income | 5,982 | - | 5,982 | (5,387) | 595 |
| Non-interest income | 17,922 | 88 | 18,010 | (5,587) | 12,423 |
| Total income | 29,472 | 62 | 29,534 | (6,220) | 23,314 |
| Operating expenses | (13,383) | (24) | (13,407) | 1,216 | (12,191) |
| profit/(loss) before other operating charges and impairment losses | 16,089 | 38 | 16,127 | (5,004) | 11,123 |
| Insurance net claims | (4,528) | - | (4,528) | 4,010 | (518) |
| Impairment (losses)/gains | (1,925) | (5) | (1,930) | - | (1,930) |
| Operating profit/(loss) before tax | 9,636 | 33 | 9,669 | (994) | 8,675 |
| Tax | (2,011) | (39) | (2,050) | 277 | (1,773) |
| Profit/(loss) from continuing operations | 7,625 | (6) | 7,619 | (717) | 6,902 |
| Profit/(loss) attributable to: | | | | | |
| Minority interests | 76 | (6) | 70 | - | 70 |
| Preference shareholders | 246 | - | 246 | - | 246 |
| Ordinary shareholders | 7,303 | - | 7,303 | (717) | 6,586 |
| | 7,625 | (6) | 7,619 | (717) | 6,902 |
| Per 25p ordinary share (pence) | | | | | |
| Continuing operations | | | | | |
| Basic | 64.0 | | 64.0 | | 57.7 |
| Fully diluted | 63.4 | | 63.4 | | 57.2 |

| | | | |
|--|--------|--------|--------|
| Number of shares (million) | | | |
| Weighted average ordinary shares | 11,413 | 11,413 | 11,413 |
| Weighted average diluted ordinary shares | 11,611 | 11,611 | 11,611 |

Notes:

- (1) The financial information for RBS has been extracted from the audited financial statements for the year ended 31 December 2009 included on page 197 of the Form 6-K filed with the SEC on 13 August 2010.
- (2) The financial information for the RFS Minority Interest has been extracted from RBS's accounting records for the year ended 31 December 2007 without adjustment and represents those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (3) Pro forma unaudited income statement of RBS for the year ended 31 December 2007 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members.
- (4) The financial information for the EC State Aid Divestments has been extracted from RBS's accounting records for the year ended 31 December 2007 without adjustment and represents those parts of RBS attributable to the businesses agreed with the European Commission as being for disposal for which information is currently available, namely RBS Insurance and Global Merchant Services.
- (5) Pro forma unaudited income statement of RBS for the year ended 31 December 2007 excluding those parts of the ABN AMRO businesses attributable to the other Consortium members and the EC State Aid Divestments.

Signature

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

The Royal Bank of Scotland plc
Registrant

/s/ Rajan
Kapoor
Rajan
Kapoor
Group
Chief
Accountant

August 13,
2010