

ROYAL BANK OF SCOTLAND GROUP PLC

Form 13F-HR

August 12, 2005

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

FORM 13F

FORM 13F COVER PAGE

Report For the Quarter Ended: June 30, 2005

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  
42 St Andrew Square  
Edinburgh EH2 2YE  
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 523 4711  
Signature, Place and Date of Signing:

H Campbell Esq Edinburgh, Scotland August 11th, 2005

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: 995  
 Form 13F Information Table Value Total: \$2,902,105,822

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<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| AFLAC INC                    | COM            | 001055102 | 3103               | 71696              | SH         |              | DEFINED            | 10      |
| AFLAC INC                    | COM            | 001055102 | 361                | 8330               | SH         |              | DEF/OTH            | 10      |
| AFLAC INC                    | COM            | 001055102 | 172                | 3980               | SH         |              | DEFINED            | 7       |
| AT&T CORP                    | COM NEW        | 001957505 | 29                 | 1506               | SH         |              | DEFINED            | 10      |
| AT&T CORP                    | COM NEW        | 001957505 | 54                 | 2826               | SH         |              | DEF/OTH            | 10      |
| AT&T CORP                    | COM NEW        | 001957505 | 76010              | 3992100            | SH         |              | DEFINED            | 7       |
| ABBOTT LABS                  | COM            | 002824100 | 6762               | 137969             | SH         |              | DEFINED            | 10      |
| ABBOTT LABS                  | COM            | 002824100 | 808                | 16477              | SH         |              | DEF/OTH            | 10      |
| ABBOTT LABS                  | COM            | 002824100 | 169                | 3450               | SH         |              | DEFINED            | 7       |
| ABBOTT LABS                  | COM            | 002824100 | 728                | 14850              | SH         |              | DEFINED            | 9       |
| ABBOTT LABS                  | COM            | 002824100 | 196                | 4000               | SH         |              | DEF/OTH            | 9       |
| ADOBE SYS INC                | COM            | 00724F101 | 565                | 19764              | SH         |              | DEFINED            | 10      |
| ADOBE SYS INC                | COM            | 00724F101 | 139                | 4850               | SH         |              | DEF/OTH            | 10      |
| ADOBE SYS INC                | COM            | 00724F101 | 7                  | 240                | SH         |              | DEFINED            | 7       |
| AETNA INC NEW                | COM            | 00817Y108 | 4126               | 49822              | SH         |              | DEFINED            | 10      |
| AETNA INC NEW                | COM            | 00817Y108 | 429                | 5179               | SH         |              | DEF/OTH            | 10      |
| AFFILIATED COMPUTER SERVICES | CL A           | 008190100 | 591                | 11557              | SH         |              | DEFINED            | 10      |
| AFFILIATED COMPUTER SERVICES | CL A           | 008190100 | 8                  | 150                | SH         |              | DEF/OTH            | 10      |
| AGILENT TECHNOLOGIES INC     | COM            | 00846U101 | 157                | 6831               | SH         |              | DEFINED            | 10      |
| AGILENT TECHNOLOGIES INC     | COM            | 00846U101 | 61                 | 2658               | SH         |              | DEF/OTH            | 10      |
| AIR PRODS & CHEMS INC        | COM            | 009158106 | 897                | 14879              | SH         |              | DEFINED            | 10      |
| AIR PRODS & CHEMS INC        | COM            | 009158106 | 307                | 5097               | SH         |              | DEF/OTH            | 10      |
| ALBERTO CULVER CO            | COM            | 013068101 | 1717               | 39623              | SH         |              | DEFINED            | 10      |
| ALBERTO CULVER CO            | COM            | 013068101 | 107                | 2480               | SH         |              | DEF/OTH            | 10      |
| ALBERTSONS INC               | COM            | 013104104 | 4                  | 200                | SH         |              | DEFINED            | 10      |
| ALBERTSONS INC               | COM            | 013104104 | 72380              | 3500000            | SH         |              | DEFINED            | 7       |
| ALCOA INC                    | COM            | 013817101 | 3677               | 140705             | SH         |              | DEFINED            | 10      |
| ALCOA INC                    | COM            | 013817101 | 276                | 10560              | SH         |              | DEF/OTH            | 10      |
| ALCOA INC                    | COM            | 013817101 | 131                | 5000               | SH         |              | DEFINED            | 9       |
| ALLERGAN INC                 | COM            | 018490102 | 613                | 7195               | SH         |              | DEFINED            | 10      |
| ALLERGAN INC                 | COM            | 018490102 | 107                | 1250               | SH         |              | DEF/OTH            | 10      |
| ALLMERICA FINL CORP          | COM            | 019754100 | 474                | 12775              | SH         |              | DEFINED            | 10      |
| ALLSTATE CORP                | COM            | 020002101 | 2201               | 36835              | SH         |              | DEFINED            | 10      |
| ALLSTATE CORP                | COM            | 020002101 | 301                | 5037               | SH         |              | DEF/OTH            | 10      |
| ALLTEL CORP                  | COM            | 020039103 | 3872               | 62168              | SH         |              | DEFINED            | 10      |
| ALLTEL CORP                  | COM            | 020039103 | 401                | 6437               | SH         |              | DEF/OTH            | 10      |
| ALTRIA GROUP INC             | COM            | 02209S103 | 1685               | 26059              | SH         |              | DEFINED            | 10      |
| ALTRIA GROUP INC             | COM            | 02209S103 | 1229               | 19001              | SH         |              | DEF/OTH            | 10      |
| ALTRIA GROUP INC             | COM            | 02209S103 | 19487              | 301375             | SH         |              | DEFINED            | 7       |

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

|                              |               |           |       |        |    |     |         |    |
|------------------------------|---------------|-----------|-------|--------|----|-----|---------|----|
| ALTRIA GROUP INC             | COM           | 02209S103 | 173   | 2677   | SH |     | DEFINED | 9  |
| ALTRIA GROUP INC             | COM           | 02209S103 | 91    | 1400   | SH |     | DEF/OTH | 9  |
| AMBAC FINL GROUP INC         | COM           | 023139108 | 1855  | 26594  | SH |     | DEFINED | 10 |
| AMBAC FINL GROUP INC         | COM           | 023139108 | 109   | 1562   | SH |     | DEF/OTH | 10 |
| AMERICAN ELEC PWR INC        | COM           | 025537101 | 131   | 3564   | SH |     | DEFINED | 10 |
| AMERICAN ELEC PWR INC        | COM           | 025537101 | 72    | 1948   | SH |     | DEF/OTH | 10 |
| AMERICAN EXPRESS CO          | COM           | 025816109 | 3591  | 67457  | SH |     | DEFINED | 10 |
| AMERICAN EXPRESS CO          | COM           | 025816109 | 925   | 17374  | SH |     | DEF/OTH | 10 |
| AMERICAN EXPRESS CO          | COM           | 025816109 | 37    | 700    | SH |     | DEFINED | 7  |
| AMERICAN EXPRESS CO          | COM           | 025816109 | 2242  | 42120  | SH |     | DEFINED | 9  |
| AMERICAN EXPRESS CO          | COM           | 025816109 | 138   | 2600   | SH |     | DEF/OTH | 9  |
| AMERICAN INTL GROUP INC      | COM           | 026874107 | 10049 | 172968 | SH |     | DEFINED | 10 |
| AMERICAN INTL GROUP INC      | COM           | 026874107 | 6580  | 113248 | SH |     | DEF/OTH | 10 |
| AMERICAN INTL GROUP INC      | COM           | 026874107 | 3761  | 64732  | SH |     | DEFINED | 7  |
| AMERICAN INTL GROUP INC      | COM           | 026874107 | 2766  | 47600  | SH | PUT | DEFINED | 7  |
| AMERICAN INTL GROUP INC      | COM           | 026874107 | 1752  | 30148  | SH |     | DEFINED | 9  |
| AMERICAN INTL GROUP INC      | COM           | 026874107 | 125   | 2160   | SH |     | DEF/OTH | 9  |
| AMERICAN PWR CONVERSION CORP | COM           | 029066107 | 117   | 4942   | SH |     | DEFINED | 10 |
| AMERICAN PWR CONVERSION CORP | COM           | 029066107 | 944   | 40000  | SH |     | DEFINED | 7  |
| AMGEN INC                    | COM           | 031162100 | 7471  | 123573 | SH |     | DEFINED | 10 |
| AMGEN INC                    | COM           | 031162100 | 713   | 11799  | SH |     | DEF/OTH | 10 |
| AMGEN INC                    | COM           | 031162100 | 167   | 2754   | SH |     | DEFINED | 9  |
| AMSOUTH BANCORPORATION       | COM           | 032165102 | 230   | 8850   | SH |     | DEFINED | 10 |
| ANADARKO PETE CORP           | COM           | 032511107 | 381   | 4635   | SH |     | DEFINED | 10 |
| ANADARKO PETE CORP           | COM           | 032511107 | 105   | 1277   | SH |     | DEF/OTH | 10 |
| ANALOG DEVICES INC           | COM           | 032654105 | 527   | 14131  | SH |     | DEFINED | 10 |
| ANALOG DEVICES INC           | COM           | 032654105 | 457   | 12241  | SH |     | DEF/OTH | 10 |
| ANALOG DEVICES INC           | COM           | 032654105 | 11    | 300    | SH |     | DEFINED | 7  |
| ANHEUSER BUSCH COS INC       | COM           | 035229103 | 3424  | 74844  | SH |     | DEFINED | 10 |
| ANHEUSER BUSCH COS INC       | COM           | 035229103 | 93    | 2025   | SH |     | DEF/OTH | 10 |
| ANHEUSER BUSCH COS INC       | COM           | 035229103 | 558   | 12200  | SH |     | DEFINED | 7  |
| APACHE CORP                  | COM           | 037411105 | 716   | 11084  | SH |     | DEFINED | 10 |
| APACHE CORP                  | COM           | 037411105 | 35    | 538    | SH |     | DEF/OTH | 10 |
| APPLE COMPUTER INC           | COM           | 037833100 | 2076  | 56404  | SH |     | DEFINED | 7  |
| APPLE COMPUTER INC           | COM           | 037833100 | 2884  | 78339  | SH | PUT | DEFINED | 7  |
| APPLEBEES INTL INC           | COM           | 037899101 | 1914  | 72238  | SH |     | DEFINED | 10 |
| APPLEBEES INTL INC           | COM           | 037899101 | 85    | 3200   | SH |     | DEF/OTH | 10 |
| APPLIED MATLS INC            | COM           | 038222105 | 2114  | 130686 | SH |     | DEFINED | 10 |
| APPLIED MATLS INC            | COM           | 038222105 | 218   | 13455  | SH |     | DEF/OTH | 10 |
| APPLIED MATLS INC            | COM           | 038222105 | 39    | 2400   | SH |     | DEFINED | 7  |
| APPLIED MATLS INC            | COM           | 038222105 | 84    | 5200   | SH |     | DEFINED | 9  |
| AQUILA INC                   | COM           | 03840P102 | 685   | 189800 | SH |     | DEFINED | 9  |
| ARCHER DANIELS MIDLAND CO    | COM           | 039483102 | 1599  | 74792  | SH |     | DEFINED | 10 |
| ARCHER DANIELS MIDLAND CO    | COM           | 039483102 | 345   | 16129  | SH |     | DEF/OTH | 10 |
| AUTOMATIC DATA PROCESSING IN | COM           | 053015103 | 4859  | 115784 | SH |     | DEFINED | 10 |
| AUTOMATIC DATA PROCESSING IN | COM           | 053015103 | 946   | 22534  | SH |     | DEF/OTH | 10 |
| AUTOMATIC DATA PROCESSING IN | COM           | 053015103 | 141   | 3350   | SH |     | DEFINED | 9  |
| AVAYA INC                    | COM           | 053499109 | 330   | 39704  | SH |     | DEFINED | 10 |
| AVAYA INC                    | COM           | 053499109 | 12    | 1436   | SH |     | DEF/OTH | 10 |
| AVERY DENNISON CORP          | COM           | 053611109 | 329   | 6210   | SH |     | DEFINED | 10 |
| AVERY DENNISON CORP          | COM           | 053611109 | 101   | 1900   | SH |     | DEF/OTH | 10 |
| AVON PRODS INC               | COM           | 054303102 | 1034  | 27328  | SH |     | DEFINED | 10 |
| AVON PRODS INC               | COM           | 054303102 | 58    | 1545   | SH |     | DEF/OTH | 10 |
| BB&T CORP                    | COM           | 054937107 | 1711  | 42806  | SH |     | DEFINED | 10 |
| BB&T CORP                    | COM           | 054937107 | 43    | 1075   | SH |     | DEF/OTH | 10 |
| BJ SVCS CO                   | COM           | 055482103 | 205   | 3911   | SH |     | DEFINED | 10 |
| BJ SVCS CO                   | COM           | 055482103 | 1050  | 20000  | SH |     | DEFINED | 7  |
| BJ SVCS CO                   | COM           | 055482103 | 488   | 9290   | SH |     | DEFINED | 9  |
| BP PLC                       | SPONSORED ADR | 055622104 | 5675  | 90974  | SH |     | DEFINED | 10 |
| BP PLC                       | SPONSORED ADR | 055622104 | 1890  | 30305  | SH |     | DEF/OTH | 10 |
| BP PLC                       | SPONSORED ADR | 055622104 | 372   | 5962   | SH |     | DEFINED | 9  |
| BAKER HUGHES INC             | COM           | 057224107 | 4048  | 79123  | SH |     | DEFINED | 10 |

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

|                              |           |           |       |        |    |         |    |
|------------------------------|-----------|-----------|-------|--------|----|---------|----|
| BAKER HUGHES INC             | COM       | 057224107 | 122   | 2390   | SH | DEF/OTH | 10 |
| BANK OF AMERICA CORPORATION  | COM       | 060505104 | 16794 | 368199 | SH | DEFINED | 10 |
| BANK OF AMERICA CORPORATION  | COM       | 060505104 | 4668  | 102340 | SH | DEF/OTH | 10 |
| BANK OF AMERICA CORPORATION  | COM       | 060505104 | 351   | 7700   | SH | DEFINED | 7  |
| BANK OF AMERICA CORPORATION  | COM       | 060505104 | 1548  | 33946  | SH | DEFINED | 9  |
| BANK OF AMERICA CORPORATION  | COM       | 060505104 | 137   | 3000   | SH | DEF/OTH | 9  |
| BANK NEW YORK INC            | COM       | 064057102 | 366   | 12726  | SH | DEFINED | 10 |
| BANK NEW YORK INC            | COM       | 064057102 | 120   | 4175   | SH | DEF/OTH | 10 |
| BANK NEW YORK INC            | COM       | 064057102 | 55    | 1910   | SH | DEFINED | 7  |
| BARD C R INC                 | COM       | 067383109 | 2896  | 43547  | SH | DEFINED | 10 |
| BARD C R INC                 | COM       | 067383109 | 385   | 5791   | SH | DEF/OTH | 10 |
| BARNES & NOBLE INC           | COM       | 067774109 | 919   | 23692  | SH | DEFINED | 10 |
| BARNES & NOBLE INC           | COM       | 067774109 | 166   | 4267   | SH | DEF/OTH | 10 |
| BAXTER INTL INC              | COM       | 071813109 | 548   | 14763  | SH | DEFINED | 10 |
| BAXTER INTL INC              | COM       | 071813109 | 148   | 3982   | SH | DEF/OTH | 10 |
| BAXTER INTL INC              | COM       | 071813109 | 1484  | 40000  | SH | DEFINED | 7  |
| BEAR STEARNS COS INC         | COM       | 073902108 | 334   | 3213   | SH | DEFINED | 10 |
| BEAR STEARNS COS INC         | COM       | 073902108 | 8     | 75     | SH | DEF/OTH | 10 |
| BECKMAN COULTER INC          | COM       | 075811109 | 327   | 5150   | SH | DEFINED | 10 |
| BECKMAN COULTER INC          | COM       | 075811109 | 4     | 60     | SH | DEF/OTH | 10 |
| BECTON DICKINSON & CO        | COM       | 075887109 | 1372  | 26150  | SH | DEFINED | 10 |
| BECTON DICKINSON & CO        | COM       | 075887109 | 102   | 1950   | SH | DEF/OTH | 10 |
| BED BATH & BEYOND INC        | COM       | 075896100 | 254   | 6075   | SH | DEFINED | 10 |
| BED BATH & BEYOND INC        | COM       | 075896100 | 67    | 1600   | SH | DEF/OTH | 10 |
| BELLSOUTH CORP               | COM       | 079860102 | 1406  | 52919  | SH | DEFINED | 10 |
| BELLSOUTH CORP               | COM       | 079860102 | 721   | 27146  | SH | DEF/OTH | 10 |
| BELLSOUTH CORP               | COM       | 079860102 | 11    | 400    | SH | DEFINED | 7  |
| BELO CORP                    | COM SER A | 080555105 | 3030  | 126420 | SH | DEFINED | 10 |
| BEMIS INC                    | COM       | 081437105 | 338   | 12730  | SH | DEFINED | 10 |
| BEMIS INC                    | COM       | 081437105 | 5     | 200    | SH | DEF/OTH | 10 |
| BERKSHIRE HATHAWAY INC DEL   | CL A      | 084670108 | 1000  | 100    | SH | DEFINED | 7  |
| BERKSHIRE HATHAWAY INC DEL   | CL B      | 084670207 | 92    | 33     | SH | DEFINED | 10 |
| BERKSHIRE HATHAWAY INC DEL   | CL B      | 084670207 | 829   | 298    | SH | DEF/OTH | 10 |
| BERKSHIRE HATHAWAY INC DEL   | CL B      | 084670207 | 31    | 11     | SH | DEFINED | 7  |
| BERKSHIRE HATHAWAY INC DEL   | CL B      | 084670207 | 1155  | 415    | SH | DEFINED | 9  |
| BEST BUY INC                 | COM       | 086516101 | 4780  | 69733  | SH | DEFINED | 10 |
| BEST BUY INC                 | COM       | 086516101 | 79    | 1150   | SH | DEF/OTH | 10 |
| BIOMET INC                   | COM       | 090613100 | 2545  | 73494  | SH | DEFINED | 10 |
| BIOMET INC                   | COM       | 090613100 | 263   | 7600   | SH | DEF/OTH | 10 |
| BLACK & DECKER CORP          | COM       | 091797100 | 359   | 4000   | SH | DEFINED | 10 |
| BLACK & DECKER CORP          | COM       | 091797100 | 70    | 775    | SH | DEF/OTH | 10 |
| BLOCK H & R INC              | COM       | 093671105 | 174   | 2987   | SH | DEFINED | 10 |
| BLOCK H & R INC              | COM       | 093671105 | 82    | 1400   | SH | DEF/OTH | 10 |
| BLOCK H & R INC              | COM       | 093671105 | 29    | 500    | SH | DEFINED | 7  |
| BOEING CO                    | COM       | 097023105 | 1948  | 29522  | SH | DEFINED | 10 |
| BOEING CO                    | COM       | 097023105 | 700   | 10612  | SH | DEF/OTH | 10 |
| BOEING CO                    | COM       | 097023105 | 46    | 700    | SH | DEFINED | 9  |
| BOTTOMLINE TECH DEL INC      | COM       | 101388106 | 1509  | 100800 | SH | DEF/OTH | 10 |
| BRIGGS & STRATTON CORP       | COM       | 109043109 | 121   | 3490   | SH | DEFINED | 10 |
| BRIGGS & STRATTON CORP       | COM       | 109043109 | 152   | 4400   | SH | DEF/OTH | 10 |
| BRINKER INTL INC             | COM       | 109641100 | 223   | 5575   | SH | DEFINED | 10 |
| BRINKER INTL INC             | COM       | 109641100 | 22    | 550    | SH | DEF/OTH | 10 |
| BRISTOL MYERS SQUIBB CO      | COM       | 110122108 | 3065  | 122700 | SH | DEFINED | 10 |
| BRISTOL MYERS SQUIBB CO      | COM       | 110122108 | 890   | 35612  | SH | DEF/OTH | 10 |
| BRISTOL MYERS SQUIBB CO      | COM       | 110122108 | 55    | 2200   | SH | DEFINED | 9  |
| BROADVISION INC              | COM NEW   | 111412607 | 14    | 11111  | SH | DEFINED | 7  |
| BROADVISION INC              | COM NEW   | 111412607 | 0     | 22     | SH | DEFINED | 9  |
| BURLINGTON NORTHN SANTA FE C | COM       | 12189T104 | 368   | 7822   | SH | DEFINED | 10 |
| BURLINGTON NORTHN SANTA FE C | COM       | 12189T104 | 76    | 1605   | SH | DEF/OTH | 10 |
| BURLINGTON RES INC           | COM       | 122014103 | 66    | 1202   | SH | DEFINED | 10 |
| BURLINGTON RES INC           | COM       | 122014103 | 17    | 300    | SH | DEF/OTH | 10 |
| BURLINGTON RES INC           | COM       | 122014103 | 454   | 8210   | SH | DEFINED | 7  |

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

|                              |            |                      |       |         |    |         |    |
|------------------------------|------------|----------------------|-------|---------|----|---------|----|
| C D W CORP                   | COM        | 12512N105            | 11    | 200     | SH | DEFINED | 10 |
| C D W CORP                   | COM        | 12512N105            | 1251  | 21970   | SH | DEFINED | 7  |
| CIT GROUP INC                | COM        | 125581108            | 1068  | 24860   | SH | DEFINED | 10 |
| CIT GROUP INC                | COM        | 125581108            | 14    | 325     | SH | DEF/OTH | 10 |
| CSX CORP                     | COM        | 126408103            | 254   | 5945    | SH | DEFINED | 10 |
| CSX CORP                     | COM        | 126408103            | 77    | 1800    | SH | DEF/OTH | 10 |
| CVS CORP                     | COM        | 126650100            | 6918  | 237965  | SH | DEFINED | 10 |
| CVS CORP                     | COM        | 126650100            | 627   | 21570   | SH | DEF/OTH | 10 |
| CVS CORP                     | COM        | 126650100            | 2326  | 80000   | SH | DEFINED | 7  |
| CVS CORP                     | COM        | 126650100            | 28    | 970     | SH | DEFINED | 9  |
| CADENCE DESIGN SYSTEM INC    | COM        | 127387108            | 41    | 3000    | SH | DEFINED | 10 |
| CADENCE DESIGN SYSTEM INC    | COM        | 127387108            | 1366  | 100000  | SH | DEFINED | 7  |
| CALPINE CORP                 | NOTE       | 4.750%11/1 131347BJ4 | 715   | 1000000 | SH | DEFINED | 9  |
| CAPITAL ONE FINL CORP        | COM        | 14040H105            | 4118  | 51473   | SH | DEFINED | 10 |
| CAPITAL ONE FINL CORP        | COM        | 14040H105            | 93    | 1165    | SH | DEF/OTH | 10 |
| CAPITAL ONE FINL CORP        | COM        | 14040H105            | 146   | 1825    | SH | DEFINED | 7  |
| CAREMARK RX INC              | COM        | 141705103            | 207   | 4650    | SH | DEFINED | 10 |
| CAREMARK RX INC              | COM        | 141705103            | 3     | 71      | SH | DEF/OTH | 10 |
| CAREMARK RX INC              | COM        | 141705103            | 272   | 6108    | SH | DEFINED | 9  |
| CARNIVAL CORP                | PAIRED CTF | 143658300            | 4477  | 82065   | SH | DEFINED | 10 |
| CARNIVAL CORP                | PAIRED CTF | 143658300            | 163   | 2990    | SH | DEF/OTH | 10 |
| CARNIVAL CORP                | PAIRED CTF | 143658300            | 113   | 2080    | SH | DEFINED | 7  |
| CARNIVAL CORP                | PAIRED CTF | 143658300            | 150   | 2750    | SH | DEFINED | 9  |
| CATERPILLAR INC DEL          | COM        | 149123101            | 3151  | 33064   | SH | DEFINED | 10 |
| CATERPILLAR INC DEL          | COM        | 149123101            | 91    | 960     | SH | DEF/OTH | 10 |
| CATERPILLAR INC DEL          | COM        | 149123101            | 572   | 6000    | SH | DEFINED | 7  |
| CENDANT CORP                 | COM        | 151313103            | 4372  | 195419  | SH | DEFINED | 10 |
| CENDANT CORP                 | COM        | 151313103            | 13    | 600     | SH | DEF/OTH | 10 |
| CENDANT CORP                 | COM        | 151313103            | 45    | 2000    | SH | DEFINED | 9  |
| CERNER CORP                  | COM        | 156782104            | 275   | 4050    | SH | DEFINED | 10 |
| CERNER CORP                  | COM        | 156782104            | 8     | 125     | SH | DEF/OTH | 10 |
| CHARLES RIV LABS INTL INC    | COM        | 159864107            | 491   | 10175   | SH | DEFINED | 10 |
| CHARLES RIV LABS INTL INC    | COM        | 159864107            | 7     | 150     | SH | DEF/OTH | 10 |
| CHARTER COMMUNICATIONS INC D | CL A       | 16117M107            | 431   | 365000  | SH | DEFINED | 9  |
| CHEVRON CORP NEW             | COM        | 166764100            | 15024 | 268669  | SH | DEFINED | 10 |
| CHEVRON CORP NEW             | COM        | 166764100            | 2864  | 51218   | SH | DEF/OTH | 10 |
| CHEVRON CORP NEW             | COM        | 166764100            | 401   | 7172    | SH | DEFINED | 7  |
| CHEVRON CORP NEW             | COM        | 166764100            | 512   | 9162    | SH | DEFINED | 9  |
| CHICOS FAS INC               | COM        | 168615102            | 530   | 15475   | SH | DEFINED | 10 |
| CHICOS FAS INC               | COM        | 168615102            | 31    | 900     | SH | DEF/OTH | 10 |
| CHUBB CORP                   | COM        | 171232101            | 21    | 240     | SH | DEFINED | 10 |
| CHUBB CORP                   | COM        | 171232101            | 60    | 700     | SH | DEF/OTH | 10 |
| CHUBB CORP                   | COM        | 171232101            | 137   | 1600    | SH | DEFINED | 9  |
| CIRCUIT CITY STORE INC       | COM        | 172737108            | 194   | 11200   | SH | DEFINED | 10 |
| CISCO SYS INC                | COM        | 17275R102            | 8645  | 453099  | SH | DEFINED | 10 |
| CISCO SYS INC                | COM        | 17275R102            | 1112  | 58258   | SH | DEF/OTH | 10 |
| CISCO SYS INC                | COM        | 17275R102            | 515   | 26969   | SH | DEFINED | 7  |
| CISCO SYS INC                | COM        | 17275R102            | 1013  | 53118   | SH | DEFINED | 9  |
| CISCO SYS INC                | COM        | 17275R102            | 107   | 5615    | SH | DEF/OTH | 9  |
| CITIGROUP INC                | COM        | 172967101            | 14620 | 316253  | SH | DEFINED | 10 |
| CITIGROUP INC                | COM        | 172967101            | 1964  | 42489   | SH | DEF/OTH | 10 |
| CITIGROUP INC                | COM        | 172967101            | 12210 | 264106  | SH | DEFINED | 7  |
| CITIGROUP INC                | COM        | 172967101            | 1734  | 37516   | SH | DEFINED | 9  |
| CITIGROUP INC                | COM        | 172967101            | 165   | 3575    | SH | DEF/OTH | 9  |
| CLEAR CHANNEL COMMUNICATIONS | COM        | 184502102            | 928   | 30000   | SH | DEFINED | 9  |
| CLOROX CO DEL                | COM        | 189054109            | 1536  | 27571   | SH | DEFINED | 10 |
| CLOROX CO DEL                | COM        | 189054109            | 100   | 1800    | SH | DEF/OTH | 10 |
| CLOROX CO DEL                | COM        | 189054109            | 89    | 1600    | SH | DEFINED | 7  |
| COACH INC                    | COM        | 189754104            | 913   | 27210   | SH | DEFINED | 10 |
| COACH INC                    | COM        | 189754104            | 140   | 4159    | SH | DEF/OTH | 10 |
| COACH INC                    | COM        | 189754104            | 1409  | 41984   | SH | DEFINED | 9  |
| COACH INC                    | COM        | 189754104            | 117   | 3486    | SH | DEF/OTH | 9  |

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

|                              |            |           |        |         |    |         |    |
|------------------------------|------------|-----------|--------|---------|----|---------|----|
| COCA COLA CO                 | COM        | 191216100 | 3735   | 89458   | SH | DEFINED | 10 |
| COCA COLA CO                 | COM        | 191216100 | 2081   | 49839   | SH | DEF/OTH | 10 |
| COCA COLA CO                 | COM        | 191216100 | 16450  | 394023  | SH | DEFINED | 7  |
| COCA COLA CO                 | COM        | 191216100 | 351    | 8410    | SH | DEFINED | 9  |
| COGNOS INC                   | COM        | 19244C109 | 481    | 14100   | SH | DEFINED | 10 |
| COGNOS INC                   | COM        | 19244C109 | 12     | 350     | SH | DEF/OTH | 10 |
| COLGATE PALMOLIVE CO         | COM        | 194162103 | 431    | 8642    | SH | DEFINED | 10 |
| COLGATE PALMOLIVE CO         | COM        | 194162103 | 225    | 4500    | SH | DEF/OTH | 10 |
| COLGATE PALMOLIVE CO         | COM        | 194162103 | 281    | 5632    | SH | DEFINED | 9  |
| COMCAST CORP NEW             | CL A       | 20030N101 | 1715   | 55924   | SH | DEFINED | 10 |
| COMCAST CORP NEW             | CL A       | 20030N101 | 452    | 14722   | SH | DEF/OTH | 10 |
| COMCAST CORP NEW             | CL A       | 20030N101 | 31     | 1000    | SH | DEFINED | 7  |
| COMCAST CORP NEW             | CL A       | 20030N101 | 1269   | 41390   | SH | DEFINED | 9  |
| COMMERCE BANCORP INC NJ      | COM        | 200519106 | 386    | 12725   | SH | DEFINED | 10 |
| COMMERCE BANCORP INC NJ      | COM        | 200519106 | 8      | 250     | SH | DEF/OTH | 10 |
| COMMUNITY HEALTH SYS INC NEW | COM        | 203668108 | 677    | 17913   | SH | DEFINED | 9  |
| COMMUNITY HEALTH SYS INC NEW | COM        | 203668108 | 60     | 1600    | SH | DEF/OTH | 9  |
| COMPUTER SCIENCES CORP       | COM        | 205363104 | 5084   | 116335  | SH | DEFINED | 10 |
| COMPUTER SCIENCES CORP       | COM        | 205363104 | 112    | 2560    | SH | DEF/OTH | 10 |
| COMPUTER SCIENCES CORP       | COM        | 205363104 | 35     | 800     | SH | DEFINED | 7  |
| CONAGRA FOODS INC            | COM        | 205887102 | 324    | 13990   | SH | DEFINED | 10 |
| CONAGRA FOODS INC            | COM        | 205887102 | 71     | 3085    | SH | DEF/OTH | 10 |
| CONEXANT SYSTEMS INC         | COM        | 207142100 | 69     | 42768   | SH | DEFINED | 7  |
| CONOCOPHILLIPS               | COM        | 20825C104 | 14092  | 245116  | SH | DEFINED | 10 |
| CONOCOPHILLIPS               | COM        | 20825C104 | 1533   | 26674   | SH | DEF/OTH | 10 |
| CONOCOPHILLIPS               | COM        | 20825C104 | 144    | 2500    | SH | DEFINED | 9  |
| CONSOLIDATED EDISON INC      | COM        | 209115104 | 122    | 2610    | SH | DEFINED | 10 |
| CONSOLIDATED EDISON INC      | COM        | 209115104 | 208    | 4444    | SH | DEF/OTH | 10 |
| CONSOLIDATED EDISON INC      | COM        | 209115104 | 87886  | 1876300 | SH | DEFINED | 7  |
| CONSTELLATION BRANDS INC     | CL A       | 21036P108 | 3850   | 130493  | SH | DEFINED | 10 |
| CONSTELLATION BRANDS INC     | CL A       | 21036P108 | 188    | 6371    | SH | DEF/OTH | 10 |
| CONSTAR INTL INC NEW         | COM        | 21036U107 | 47     | 12500   | SH | DEFINED | 9  |
| CONSTELLATION ENERGY GROUP I | COM        | 210371100 | 2576   | 44645   | SH | DEFINED | 10 |
| CONSTELLATION ENERGY GROUP I | COM        | 210371100 | 269    | 4660    | SH | DEF/OTH | 10 |
| CONSTELLATION ENERGY GROUP I | COM        | 210371100 | 75     | 1300    | SH | DEFINED | 9  |
| CORNING INC                  | COM        | 219350105 | 83     | 4984    | SH | DEFINED | 10 |
| CORNING INC                  | COM        | 219350105 | 109    | 6570    | SH | DEF/OTH | 10 |
| CURATIVE HEALTH SRVCS INC    | COM        | 23126W100 | 69     | 30196   | SH | DEFINED | 9  |
| DTE ENERGY CO                | COM        | 233331107 | 1398   | 29898   | SH | DEFINED | 10 |
| DTE ENERGY CO                | COM        | 233331107 | 140    | 3000    | SH | DEF/OTH | 10 |
| DANAHER CORP DEL             | COM        | 235851102 | 434    | 8300    | SH | DEFINED | 10 |
| DANAHER CORP DEL             | COM        | 235851102 | 123    | 2350    | SH | DEF/OTH | 10 |
| DARDEN RESTAURANTS INC       | COM        | 237194105 | 252    | 7628    | SH | DEFINED | 10 |
| DARDEN RESTAURANTS INC       | COM        | 237194105 | 173    | 5250    | SH | DEF/OTH | 10 |
| DEERE & CO                   | COM        | 244199105 | 105    | 1600    | SH | DEFINED | 10 |
| DEERE & CO                   | COM        | 244199105 | 10     | 150     | SH | DEF/OTH | 10 |
| DEERE & CO                   | COM        | 244199105 | 147    | 2250    | SH | DEFINED | 9  |
| DELL INC                     | COM        | 24702R101 | 5799   | 146954  | SH | DEFINED | 10 |
| DELL INC                     | COM        | 24702R101 | 518    | 13120   | SH | DEF/OTH | 10 |
| DELL INC                     | COM        | 24702R101 | 192210 | 4871000 | SH | DEFINED | 7  |
| DELL INC                     | COM        | 24702R101 | 430    | 10890   | SH | DEFINED | 9  |
| DENTSPLY INTL INC NEW        | COM        | 249030107 | 5368   | 99414   | SH | DEFINED | 10 |
| DENTSPLY INTL INC NEW        | COM        | 249030107 | 236    | 4370    | SH | DEF/OTH | 10 |
| DEVON ENERGY CORP NEW        | COM        | 25179M103 | 3107   | 61313   | SH | DEFINED | 10 |
| DEVON ENERGY CORP NEW        | COM        | 25179M103 | 179    | 3526    | SH | DEF/OTH | 10 |
| DIEBOLD INC                  | COM        | 253651103 | 188    | 4162    | SH | DEFINED | 10 |
| DIEBOLD INC                  | COM        | 253651103 | 144    | 3187    | SH | DEF/OTH | 10 |
| DISNEY WALT CO               | COM DISNEY | 254687106 | 4154   | 164961  | SH | DEFINED | 10 |
| DISNEY WALT CO               | COM DISNEY | 254687106 | 248    | 9845    | SH | DEF/OTH | 10 |
| DISNEY WALT CO               | COM DISNEY | 254687106 | 6305   | 250400  | SH | DEFINED | 7  |
| DISNEY WALT CO               | COM DISNEY | 254687106 | 55     | 2200    | SH | DEFINED | 9  |
| DISNEY WALT CO               | COM DISNEY | 254687106 | 10     | 402     | SH | DEF/OTH | 9  |

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

|                              |              |           |      |        |    |         |           |
|------------------------------|--------------|-----------|------|--------|----|---------|-----------|
| DOMINION RES INC VA NEW      | COM          | 25746U109 | 1936 | 26385  | SH | DEFINED | 10        |
| DOMINION RES INC VA NEW      | COM          | 25746U109 | 292  | 3983   | SH | DEF/OTH | 10        |
| DOMINION RES INC VA NEW      | COM          | 25746U109 | 44   | 600    | SH | DEFINED | 7         |
| DONALDSON INC                | COM          | 257651109 | 190  | 6266   | SH | DEFINED | 10        |
| DONALDSON INC                | COM          | 257651109 | 20   | 650    | SH | DEF/OTH | 10        |
| DONNELLEY R R & SONS CO      | COM          | 257867101 | 2420 | 70130  | SH | DEFINED | 10        |
| DONNELLEY R R & SONS CO      | COM          | 257867101 | 339  | 9835   | SH | DEF/OTH | 10        |
| DONNELLEY R R & SONS CO      | COM          | 257867101 | 1726 | 50000  | SH | DEFINED | 7         |
| DOUBLECLICK INC              | COM          | 258609304 | 336  | 40000  | SH | DEFINED | 7         |
| DOVER CORP                   | COM          | 260003108 | 426  | 11700  | SH | DEFINED | 10        |
| DOW CHEM CO                  | COM          | 260543103 | 762  | 17105  | SH | DEFINED | 10        |
| DOW CHEM CO                  | COM          | 260543103 | 292  | 6566   | SH | DEF/OTH | 10        |
| DOW CHEM CO                  | COM          | 260543103 | 45   | 1000   | SH | DEFINED | 9         |
| DU PONT E I DE NEMOURS & CO  | COM          | 263534109 | 3355 | 78016  | SH | DEFINED | 10        |
| DU PONT E I DE NEMOURS & CO  | COM          | 263534109 | 1109 | 25776  | SH | DEF/OTH | 10        |
| DU PONT E I DE NEMOURS & CO  | COM          | 263534109 | 655  | 15228  | SH | DEFINED | 9         |
| DU PONT E I DE NEMOURS & CO  | COM          | 263534109 | 86   | 2000   | SH | DEF/OTH | 9         |
| DUKE ENERGY CORP             | COM          | 264399106 | 3842 | 129219 | SH | DEFINED | 10        |
| DUKE ENERGY CORP             | COM          | 264399106 | 299  | 10057  | SH | DEF/OTH | 10        |
| DUKE ENERGY CORP             | COM          | 264399106 | 1805 | 60700  | SH | DEFINED | 7         |
| DUKE ENERGY CORP             | COM          | 264399106 | 97   | 3254   | SH | DEFINED | 9         |
| DUN & BRADSTREET CORP DEL NE | COM          | 26483E100 | 240  | 3900   | SH | DEFINED | 10        |
| DUN & BRADSTREET CORP DEL NE | COM          | 26483E100 | 6    | 100    | SH | DEF/OTH | 10        |
| DYCOM INDS INC               | COM          | 267475101 | 998  | 50400  | SH | DEFINED | 10        |
| DYNEGY INC NEW               | CL A         | 26816Q101 | 2    | 400    | SH | DEFINED | 10        |
| DYNEGY INC NEW               | CL A         | 26816Q101 | 495  | 101900 | SH | DEFINED | 9         |
| E M C CORP MASS              | COM          | 268648102 | 616  | 44912  | SH | DEFINED | 10        |
| E M C CORP MASS              | COM          | 268648102 | 68   | 4950   | SH | DEF/OTH | 10        |
| E M C CORP MASS              | COM          | 268648102 | 130  | 9450   | SH | DEFINED | 7         |
| EOG RES INC                  | COM          | 26875P101 | 561  | 9882   | SH | DEFINED | 10        |
| EASTMAN KODAK CO             | COM          | 277461109 | 42   | 1550   | SH | DEFINED | 10        |
| EASTMAN KODAK CO             | COM          | 277461109 | 6    | 225    | SH | DEF/OTH | 10        |
| EASTMAN KODAK CO             | COM          | 277461109 | 371  | 13800  | SH | DEFINED | 7         |
| EATON CORP                   | COM          | 278058102 | 1748 | 29181  | SH | DEFINED | 10        |
| EATON CORP                   | COM          | 278058102 | 3    | 50     | SH | DEF/OTH | 10        |
| EBAY INC                     | COM          | 278642103 | 183  | 5540   | SH | DEFINED | 7         |
| EBAY INC                     | COM          | 278642103 | 489  | 14800  | SH | CALL    | DEFINED 7 |
| EBAY INC                     | COM          | 278642103 | 3049 | 92369  | SH | PUT     | DEFINED 7 |
| EBAY INC                     | COM          | 278642103 | 191  | 5800   | SH | DEFINED | 9         |
| ECOLAB INC                   | COM          | 278865100 | 4021 | 124272 | SH | DEFINED | 10        |
| ECOLAB INC                   | COM          | 278865100 | 419  | 12953  | SH | DEF/OTH | 10        |
| EDWARDS AG INC               | COM          | 281760108 | 104  | 2294   | SH | DEFINED | 10        |
| EDWARDS AG INC               | COM          | 281760108 | 98   | 2175   | SH | DEF/OTH | 10        |
| ELECTRONIC ARTS INC          | COM          | 285512109 | 549  | 9690   | SH | DEFINED | 10        |
| ELECTRONIC DATA SYS NEW      | COM          | 285661104 | 30   | 1580   | SH | DEFINED | 10        |
| ELECTRONIC DATA SYS NEW      | COM          | 285661104 | 13   | 700    | SH | DEF/OTH | 10        |
| ELECTRONIC DATA SYS NEW      | COM          | 285661104 | 866  | 44995  | SH | DEFINED | 9         |
| EMERSON ELEC CO              | COM          | 291011104 | 1464 | 23382  | SH | DEFINED | 10        |
| EMERSON ELEC CO              | COM          | 291011104 | 319  | 5100   | SH | DEF/OTH | 10        |
| ENCORE ACQUISITION CO        | COM          | 29255W100 | 1435 | 35000  | SH | DEFINED | 7         |
| ENERGIZER HLDGS INC          | COM          | 29266R108 | 436  | 7009   | SH | DEFINED | 10        |
| ENERGIZER HLDGS INC          | COM          | 29266R108 | 63   | 1017   | SH | DEF/OTH | 10        |
| ENTERGY CORP NEW             | COM          | 29364G103 | 2592 | 34307  | SH | DEFINED | 10        |
| ENTERGY CORP NEW             | COM          | 29364G103 | 352  | 4661   | SH | DEF/OTH | 10        |
| ENTERGY CORP NEW             | COM          | 29364G103 | 76   | 1000   | SH | DEFINED | 7         |
| EQUITABLE RES INC            | COM          | 294549100 | 3823 | 56227  | SH | DEFINED | 10        |
| EQUITABLE RES INC            | COM          | 294549100 | 264  | 3875   | SH | DEF/OTH | 10        |
| ERICSSON L M TEL CO          | ADR B SEK 10 | 294821608 | 3    | 80     | SH | DEFINED | 10        |
| ERICSSON L M TEL CO          | ADR B SEK 10 | 294821608 | 2339 | 73201  | SH | DEFINED | 7         |
| EXELON CORP                  | COM          | 30161N101 | 1564 | 30478  | SH | DEFINED | 10        |
| EXELON CORP                  | COM          | 30161N101 | 375  | 7303   | SH | DEF/OTH | 10        |
| EXELON CORP                  | COM          | 30161N101 | 1447 | 28185  | SH | DEFINED | 9         |

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

|                          |                |           |        |         |    |         |    |
|--------------------------|----------------|-----------|--------|---------|----|---------|----|
| EXPRESS SCRIPTS INC      | COM            | 302182100 | 1677   | 33547   | SH | DEFINED | 10 |
| EXPRESS SCRIPTS INC      | COM            | 302182100 | 6      | 120     | SH | DEF/OTH | 10 |
| EXXON MOBIL CORP         | COM            | 30231G102 | 27810  | 483913  | SH | DEFINED | 10 |
| EXXON MOBIL CORP         | COM            | 30231G102 | 13386  | 232918  | SH | DEF/OTH | 10 |
| EXXON MOBIL CORP         | COM            | 30231G102 | 7598   | 132200  | SH | DEFINED | 7  |
| EXXON MOBIL CORP         | COM            | 30231G102 | 2590   | 45059   | SH | DEFINED | 9  |
| EXXON MOBIL CORP         | COM            | 30231G102 | 210    | 3650    | SH | DEF/OTH | 9  |
| FPL GROUP INC            | COM            | 302571104 | 4864   | 115636  | SH | DEFINED | 10 |
| FPL GROUP INC            | COM            | 302571104 | 863    | 20525   | SH | DEF/OTH | 10 |
| FAIR ISAAC CORP          | COM            | 303250104 | 1289   | 35316   | SH | DEFINED | 10 |
| FAIR ISAAC CORP          | COM            | 303250104 | 9      | 250     | SH | DEF/OTH | 10 |
| FEDERAL HOME LN MTG CORP | COM            | 313400301 | 1745   | 26758   | SH | DEFINED | 10 |
| FEDERAL HOME LN MTG CORP | COM            | 313400301 | 344    | 5275    | SH | DEF/OTH | 10 |
| FEDERAL NATL MTG ASSN    | COM            | 313586109 | 636    | 10895   | SH | DEFINED | 10 |
| FEDERAL NATL MTG ASSN    | COM            | 313586109 | 91     | 1555    | SH | DEF/OTH | 10 |
| FEDERAL NATL MTG ASSN    | COM            | 313586109 | 154    | 2640    | SH | DEFINED | 9  |
| FEDEX CORP               | COM            | 31428X106 | 3113   | 38426   | SH | DEFINED | 10 |
| FEDEX CORP               | COM            | 31428X106 | 146    | 1800    | SH | DEF/OTH | 10 |
| FIFTH THIRD BANCORP      | COM            | 316773100 | 14     | 350     | SH | DEFINED | 10 |
| FIFTH THIRD BANCORP      | COM            | 316773100 | 94     | 2277    | SH | DEF/OTH | 10 |
| FIFTH THIRD BANCORP      | COM            | 316773100 | 42     | 1029    | SH | DEFINED | 7  |
| FIFTH THIRD BANCORP      | COM            | 316773100 | 308    | 7475    | SH | DEFINED | 9  |
| FIRST DATA CORP          | COM            | 319963104 | 1820   | 45335   | SH | DEFINED | 10 |
| FIRST DATA CORP          | COM            | 319963104 | 400    | 9955    | SH | DEF/OTH | 10 |
| FIRST DATA CORP          | COM            | 319963104 | 245    | 6114    | SH | DEFINED | 7  |
| FIRST HORIZON NATL CORP  | COM            | 320517105 | 372    | 8810    | SH | DEFINED | 10 |
| FIRST HORIZON NATL CORP  | COM            | 320517105 | 21     | 500     | SH | DEF/OTH | 10 |
| FIRST HORIZON NATL CORP  | COM            | 320517105 | 422    | 10000   | SH | DEFINED | 7  |
| FISERV INC               | COM            | 337738108 | 4321   | 100752  | SH | DEFINED | 10 |
| FISERV INC               | COM            | 337738108 | 212    | 4950    | SH | DEF/OTH | 10 |
| FORD MTR CO DEL          | COM PAR \$0.01 | 345370860 | 76     | 7380    | SH | DEFINED | 10 |
| FORD MTR CO DEL          | COM PAR \$0.01 | 345370860 | 24     | 2347    | SH | DEF/OTH | 10 |
| FORD MTR CO DEL          | COM PAR \$0.01 | 345370860 | 42     | 4150    | SH | DEFINED | 7  |
| FORD MTR CO DEL          | COM PAR \$0.01 | 345370860 | 189    | 18481   | SH | DEFINED | 9  |
| FORTUNE BRANDS INC       | COM            | 349631101 | 700    | 7885    | SH | DEFINED | 10 |
| FORTUNE BRANDS INC       | COM            | 349631101 | 224    | 2525    | SH | DEF/OTH | 10 |
| FRANKLIN RES INC         | COM            | 354613101 | 462    | 6000    | SH | DEFINED | 7  |
| GANNETT INC              | COM            | 364730101 | 1092   | 15352   | SH | DEFINED | 10 |
| GANNETT INC              | COM            | 364730101 | 79     | 1115    | SH | DEF/OTH | 10 |
| GAP INC DEL              | COM            | 364760108 | 312    | 15810   | SH | DEFINED | 10 |
| GAP INC DEL              | COM            | 364760108 | 89     | 4525    | SH | DEF/OTH | 10 |
| GENERAL DYNAMICS CORP    | COM            | 369550108 | 1086   | 9912    | SH | DEFINED | 10 |
| GENERAL DYNAMICS CORP    | COM            | 369550108 | 159    | 1455    | SH | DEF/OTH | 10 |
| GENERAL ELEC CO          | COM            | 369604103 | 31447  | 907561  | SH | DEFINED | 10 |
| GENERAL ELEC CO          | COM            | 369604103 | 11393  | 328796  | SH | DEF/OTH | 10 |
| GENERAL ELEC CO          | COM            | 369604103 | 17341  | 500466  | SH | DEFINED | 7  |
| GENERAL ELEC CO          | COM            | 369604103 | 3476   | 100313  | SH | DEFINED | 9  |
| GENERAL ELEC CO          | COM            | 369604103 | 573    | 16544   | SH | DEF/OTH | 9  |
| GENERAL MLS INC          | COM            | 370334104 | 1963   | 41945   | SH | DEFINED | 10 |
| GENERAL MLS INC          | COM            | 370334104 | 290    | 6200    | SH | DEF/OTH | 10 |
| GENERAL MTRS CORP        | COM            | 370442105 | 82     | 2415    | SH | DEFINED | 10 |
| GENERAL MTRS CORP        | COM            | 370442105 | 274    | 8056    | SH | DEF/OTH | 10 |
| GENERAL MTRS CORP        | COM            | 370442105 | 135731 | 3992100 | SH | DEFINED | 7  |
| GENTEX CORP              | COM            | 371901109 | 142    | 7800    | SH | DEFINED | 10 |
| GENTEX CORP              | COM            | 371901109 | 55     | 3000    | SH | DEF/OTH | 10 |
| GENZYME CORP             | COM            | 372917104 | 287    | 4775    | SH | DEFINED | 10 |
| GENZYME CORP             | COM            | 372917104 | 68     | 1132    | SH | DEF/OTH | 10 |
| GEORGIA PAC CORP         | COM            | 373298108 | 1928   | 60622   | SH | DEFINED | 10 |
| GEORGIA PAC CORP         | COM            | 373298108 | 161    | 5062    | SH | DEF/OTH | 10 |
| GILEAD SCIENCES INC      | COM            | 375558103 | 9      | 200     | SH | DEFINED | 10 |
| GILEAD SCIENCES INC      | COM            | 375558103 | 1251   | 28435   | SH | DEFINED | 9  |
| GILLETTE CO              | COM            | 375766102 | 1355   | 26765   | SH | DEFINED | 10 |

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

|                              |                |           |        |         |    |      |         |    |
|------------------------------|----------------|-----------|--------|---------|----|------|---------|----|
| GILLETTE CO                  | COM            | 375766102 | 548    | 10816   | SH |      | DEF/OTH | 10 |
| GILLETTE CO                  | COM            | 375766102 | 101    | 2000    | SH |      | DEFINED | 7  |
| GILLETTE CO                  | COM            | 375766102 | 132    | 2600    | SH |      | DEFINED | 9  |
| GLAXOSMITHKLINE PLC          | SPONSORED ADR  | 37733W105 | 195    | 4027    | SH |      | DEFINED | 10 |
| GLAXOSMITHKLINE PLC          | SPONSORED ADR  | 37733W105 | 482    | 9941    | SH |      | DEF/OTH | 10 |
| GOLDMAN SACHS GROUP INC      | COM            | 38141G104 | 3292   | 32264   | SH |      | DEFINED | 10 |
| GOLDMAN SACHS GROUP INC      | COM            | 38141G104 | 184    | 1808    | SH |      | DEF/OTH | 10 |
| GOLDMAN SACHS GROUP INC      | COM            | 38141G104 | 3966   | 38870   | SH |      | DEFINED | 7  |
| GOODRICH CORP                | COM            | 382388106 | 3506   | 85607   | SH |      | DEFINED | 10 |
| GOODRICH CORP                | COM            | 382388106 | 236    | 5768    | SH |      | DEF/OTH | 10 |
| GOOGLE INC                   | CL A           | 38259P508 | 10295  | 35000   | SH | CALL | DEFINED | 7  |
| GOOGLE INC                   | CL A           | 38259P508 | 12839  | 43649   | SH | PUT  | DEFINED | 7  |
| GRAINGER W W INC             | COM            | 384802104 | 1464   | 26727   | SH |      | DEFINED | 10 |
| GRAINGER W W INC             | COM            | 384802104 | 120    | 2182    | SH |      | DEF/OTH | 10 |
| GTECH HLDGS CORP             | COM            | 400518106 | 761    | 26025   | SH |      | DEFINED | 10 |
| GTECH HLDGS CORP             | COM            | 400518106 | 53     | 1800    | SH |      | DEF/OTH | 10 |
| GUIDANT CORP                 | COM            | 401698105 | 2      | 35      | SH |      | DEFINED | 10 |
| GUIDANT CORP                 | COM            | 401698105 | 20224  | 300500  | SH |      | DEFINED | 7  |
| HDFC BANK LTD                | ADR REPS 3 SHS | 40415F101 | 2186   | 47000   | SH |      | DEFINED | 9  |
| HNI CORP                     | COM            | 404251100 | 408    | 7975    | SH |      | DEFINED | 10 |
| HNI CORP                     | COM            | 404251100 | 8      | 150     | SH |      | DEF/OTH | 10 |
| HALLIBURTON CO               | COM            | 406216101 | 203    | 4235    | SH |      | DEFINED | 10 |
| HALLIBURTON CO               | COM            | 406216101 | 282    | 5890    | SH |      | DEF/OTH | 10 |
| HARLEY DAVIDSON INC          | COM            | 412822108 | 281    | 5656    | SH |      | DEFINED | 10 |
| HARLEY DAVIDSON INC          | COM            | 412822108 | 142    | 2865    | SH |      | DEF/OTH | 10 |
| HARTFORD FINL SVCS GROUP INC | COM            | 416515104 | 4720   | 63112   | SH |      | DEFINED | 10 |
| HARTFORD FINL SVCS GROUP INC | COM            | 416515104 | 238    | 3188    | SH |      | DEF/OTH | 10 |
| HAWAIIAN HOLDINGS INC        | COM            | 419879101 | 1116   | 275610  | SH |      | DEFINED | 9  |
| HEALTH MGMT ASSOC INC NEW    | CL A           | 421933102 | 468    | 17862   | SH |      | DEFINED | 10 |
| HEALTH MGMT ASSOC INC NEW    | CL A           | 421933102 | 13     | 500     | SH |      | DEF/OTH | 10 |
| HERSHEY CO                   | COM            | 427866108 | 1933   | 31125   | SH |      | DEFINED | 10 |
| HERSHEY CO                   | COM            | 427866108 | 376    | 6050    | SH |      | DEF/OTH | 10 |
| HERSHEY CO                   | COM            | 427866108 | 62     | 1000    | SH |      | DEFINED | 9  |
| HEWLETT PACKARD CO           | COM            | 428236103 | 2067   | 87926   | SH |      | DEFINED | 10 |
| HEWLETT PACKARD CO           | COM            | 428236103 | 732    | 31139   | SH |      | DEF/OTH | 10 |
| HEWLETT PACKARD CO           | COM            | 428236103 | 1176   | 50000   | SH |      | DEFINED | 7  |
| HEWLETT PACKARD CO           | COM            | 428236103 | 7913   | 336559  | SH | PUT  | DEFINED | 7  |
| HEWLETT PACKARD CO           | COM            | 428236103 | 102    | 4340    | SH |      | DEFINED | 9  |
| HOME DEPOT INC               | COM            | 437076102 | 4583   | 117813  | SH |      | DEFINED | 10 |
| HOME DEPOT INC               | COM            | 437076102 | 478    | 12283   | SH |      | DEF/OTH | 10 |
| HOME DEPOT INC               | COM            | 437076102 | 1099   | 28246   | SH |      | DEFINED | 7  |
| HOME DEPOT INC               | COM            | 437076102 | 1268   | 32600   | SH |      | DEFINED | 9  |
| HONEYWELL INTL INC           | COM            | 438516106 | 540    | 14755   | SH |      | DEFINED | 10 |
| HONEYWELL INTL INC           | COM            | 438516106 | 364    | 9934    | SH |      | DEF/OTH | 10 |
| ILLINOIS TOOL WKS INC        | COM            | 452308109 | 1333   | 16725   | SH |      | DEFINED | 10 |
| ILLINOIS TOOL WKS INC        | COM            | 452308109 | 157    | 1975    | SH |      | DEF/OTH | 10 |
| ILLINOIS TOOL WKS INC        | COM            | 452308109 | 1382   | 17339   | SH |      | DEFINED | 7  |
| IMATION CORP                 | COM            | 45245A107 | 393    | 10125   | SH |      | DEFINED | 10 |
| IMATION CORP                 | COM            | 45245A107 | 30     | 780     | SH |      | DEF/OTH | 10 |
| INTEL CORP                   | COM            | 458140100 | 12198  | 468812  | SH |      | DEFINED | 10 |
| INTEL CORP                   | COM            | 458140100 | 1538   | 59102   | SH |      | DEF/OTH | 10 |
| INTEL CORP                   | COM            | 458140100 | 1082   | 41602   | SH |      | DEFINED | 7  |
| INTEL CORP                   | COM            | 458140100 | 8160   | 313603  | SH | CALL | DEFINED | 7  |
| INTEL CORP                   | COM            | 458140100 | 5464   | 210000  | SH | PUT  | DEFINED | 7  |
| INTEL CORP                   | COM            | 458140100 | 1136   | 43641   | SH |      | DEFINED | 9  |
| INTEL CORP                   | COM            | 458140100 | 104    | 4000    | SH |      | DEF/OTH | 9  |
| INTERLINE BRANDS INC         | COM            | 458743101 | 463    | 23394   | SH |      | DEFINED | 10 |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 10178  | 137174  | SH |      | DEFINED | 10 |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 2348   | 31644   | SH |      | DEF/OTH | 10 |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 187749 | 2530316 | SH |      | DEFINED | 7  |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 1346   | 18134   | SH |      | DEFINED | 9  |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 135    | 1825    | SH |      | DEF/OTH | 9  |

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

|                              |                |           |       |        |    |         |         |   |
|------------------------------|----------------|-----------|-------|--------|----|---------|---------|---|
| INTL PAPER CO                | COM            | 460146103 | 94    | 3127   | SH | DEFINED | 10      |   |
| INTL PAPER CO                | COM            | 460146103 | 4     | 125    | SH | DEF/OTH | 10      |   |
| INTL PAPER CO                | COM            | 460146103 | 933   | 30900  | SH | DEFINED | 7       |   |
| INTL PAPER CO                | COM            | 460146103 | 380   | 12585  | SH | DEFINED | 9       |   |
| INTERPUBLIC GROUP COS INC    | COM            | 460690100 | 13    | 1100   | SH | DEFINED | 10      |   |
| INTERPUBLIC GROUP COS INC    | COM            | 460690100 | 14    | 1109   | SH | DEF/OTH | 10      |   |
| INTERPUBLIC GROUP COS INC    | COM            | 460690100 | 914   | 75000  | SH | DEFINED | 7       |   |
| INVESTORS FINL SERVICES CORP | COM            | 461915100 | 281   | 7420   | SH | DEFINED | 10      |   |
| ISHARES INC                  | MSCI AUSTRALIA | 464286103 | 733   | 41458  | SH | DEFINED | 9       |   |
| ISHARES INC                  | MSCI EMU INDEX | 464286608 | 3658  | 51422  | SH | DEFINED | 9       |   |
| ISHARES INC                  | MSCI PAC J IDX | 464286665 | 38    | 400    | SH | DEFINED | 10      |   |
| ISHARES INC                  | MSCI PAC J IDX | 464286665 | 2535  | 26930  | SH | DEFINED | 9       |   |
| ISHARES INC                  | MSCI UTD KINGD | 464286699 | 38    | 2100   | SH | DEFINED | 10      |   |
| ISHARES INC                  | MSCI UTD KINGD | 464286699 | 2833  | 157646 | SH | DEFINED | 9       |   |
| ISHARES INC                  | MSCI TAIWAN    | 464286731 | 5531  | 457145 | SH | DEFINED | 9       |   |
| ISHARES INC                  | MSCI S KOREA   | 464286772 | 498   | 15573  | SH | DEFINED | 9       |   |
| ISHARES INC                  | MSCI MALAYSIA  | 464286830 | 248   | 35800  | SH | DEFINED | 9       |   |
| ISHARES INC                  | MSCI JAPAN     | 464286848 | 92    | 9050   | SH | DEFINED | 10      |   |
| ISHARES INC                  | MSCI JAPAN     | 464286848 | 5650  | 557236 | SH | DEFINED | 9       |   |
| ISHARES TR                   | S&P 500 INDEX  | 464287200 | 1072  | 9001   | SH | DEFINED | 10      |   |
| ISHARES TR                   | S&P 500 INDEX  | 464287200 | 7349  | 61698  | SH | DEFINED | 9       |   |
| ISHARES TR                   | LEHMAN AGG BND | 464287226 | 460   | 4450   | SH | DEFINED | 10      |   |
| ISHARES TR                   | 1-3 YR TRS BD  | 464287457 | 4505  | 55450  | SH | DEFINED | 10      |   |
| ISHARES TR                   | 1-3 YR TRS BD  | 464287457 | 130   | 1597   | SH | DEFINED | 9       |   |
| ISHARES TR                   | MSCI EAFE IDX  | 464287465 | 5015  | 95725  | SH | DEFINED | 10      |   |
| ISHARES TR                   | MSCI EAFE IDX  | 464287465 | 648   | 12375  | SH | DEF/OTH | 10      |   |
| ISHARES TR                   | RUSSELL MCP VL | 464287473 | 510   | 4320   | SH | DEFINED | 10      |   |
| ISHARES TR                   | S&P MIDCAP 400 | 464287507 | 259   | 3786   | SH | DEFINED | 10      |   |
| ISHARES TR                   | RUSSELL1000VAL | 464287598 | 2259  | 33899  | SH | DEFINED | 10      |   |
| ISHARES TR                   | RUSSELL1000VAL | 464287598 | 211   | 3165   | SH | DEF/OTH | 10      |   |
| ISHARES TR                   | RUSL 2000 VALU | 464287630 | 1159  | 18021  | SH | DEFINED | 10      |   |
| ISHARES TR                   | RUSL 2000 VALU | 464287630 | 136   | 2115   | SH | DEF/OTH | 10      |   |
| ISHARES TR                   | RUSL 2000 GROW | 464287648 | 93    | 1441   | SH | DEFINED | 10      |   |
| ISHARES TR                   | RUSL 2000 GROW | 464287648 | 266   | 4098   | SH | DEF/OTH | 10      |   |
| ISHARES TR                   | RUSSELL 2000   | 464287655 | 587   | 9210   | SH | DEFINED | 10      |   |
| ISHARES TR                   | RUSSELL 2000   | 464287655 | 15    | 240    | SH | DEF/OTH | 10      |   |
| ISHARES TR                   | RUSSELL 2000   | 464287655 | 386   | 6060   | SH | DEFINED | 9       |   |
| ISHARES TR                   | S&P MIDCP VALU | 464287705 | 598   | 8960   | SH | DEFINED | 10      |   |
| ISHARES TR                   | S&P MIDCP VALU | 464287705 | 134   | 2000   | SH | DEF/OTH | 10      |   |
| ISHARES TR                   | DJ US FINL SEC | 464287788 | 247   | 2600   | SH | DEFINED | 9       |   |
| ISHARES TR                   | DJ US ENERGY   | 464287796 | 246   | 3200   | SH | DEFINED | 9       |   |
| ISHARES TR                   | S&P SMLCAP 600 | 464287804 | 4526  | 82263  | SH | DEFINED | 10      |   |
| ISHARES TR                   | S&P SMLCAP 600 | 464287804 | 890   | 16176  | SH | DEF/OTH | 10      |   |
| ISHARES TR                   | S&P SMLCAP 600 | 464287804 | 2507  | 45564  | SH | DEFINED | 9       |   |
| JDS UNIPHASE CORP            | COM            | 46612J101 | 46    | 30000  | SH | DEFINED | 7       |   |
| JPMORGAN & CHASE & CO        | COM            | 46625H100 | 7895  | 223534 | SH | DEFINED | 10      |   |
| JPMORGAN & CHASE & CO        | COM            | 46625H100 | 1619  | 45847  | SH | DEF/OTH | 10      |   |
| JPMORGAN & CHASE & CO        | COM            | 46625H100 | 13084 | 370445 | SH | DEFINED | 7       |   |
| JPMORGAN & CHASE & CO        | COM            | 46625H100 | 24547 | 695000 | SH | PUT     | DEFINED | 7 |
| JPMORGAN & CHASE & CO        | COM            | 46625H100 | 1503  | 42544  | SH | DEFINED | 9       |   |
| JABIL CIRCUIT INC            | COM            | 466313103 | 784   | 25505  | SH | DEFINED | 10      |   |
| JABIL CIRCUIT INC            | COM            | 466313103 | 9     | 295    | SH | DEF/OTH | 10      |   |
| JEFFERSON PILOT CORP         | COM            | 475070108 | 150   | 2973   | SH | DEFINED | 10      |   |
| JEFFERSON PILOT CORP         | COM            | 475070108 | 96    | 1895   | SH | DEF/OTH | 10      |   |
| JOHNSON & JOHNSON            | COM            | 478160104 | 20722 | 318798 | SH | DEFINED | 10      |   |
| JOHNSON & JOHNSON            | COM            | 478160104 | 4914  | 75595  | SH | DEF/OTH | 10      |   |
| JOHNSON & JOHNSON            | COM            | 478160104 | 2154  | 33133  | SH | DEFINED | 7       |   |
| JOHNSON & JOHNSON            | COM            | 478160104 | 2292  | 35265  | SH | DEFINED | 9       |   |
| JOHNSON & JOHNSON            | COM            | 478160104 | 81    | 1250   | SH | DEF/OTH | 9       |   |
| JOHNSON CTLS INC             | COM            | 478366107 | 3203  | 56860  | SH | DEFINED | 10      |   |
| JOHNSON CTLS INC             | COM            | 478366107 | 1114  | 19778  | SH | DEF/OTH | 10      |   |
| JONES APPAREL GROUP INC      | COM            | 480074103 | 199   | 6400   | SH | DEFINED | 10      |   |

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

|                              |               |            |           |      |         |    |         |    |
|------------------------------|---------------|------------|-----------|------|---------|----|---------|----|
| JONES APPAREL GROUP INC      | COM           |            | 480074103 | 17   | 550     | SH | DEF/OTH | 10 |
| KT CORP                      | SPONSORED ADR |            | 48268K101 | 1445 | 67215   | SH | DEFINED | 9  |
| K2 INC                       | COM           |            | 482732104 | 127  | 10000   | SH | DEFINED | 10 |
| KEYSPAN CORP                 | COM           |            | 49337W100 | 390  | 9576    | SH | DEFINED | 10 |
| KEYSPAN CORP                 | COM           |            | 49337W100 | 24   | 600     | SH | DEF/OTH | 10 |
| KEYSPAN CORP                 | COM           |            | 49337W100 | 14   | 336     | SH | DEFINED | 7  |
| KIMBERLY CLARK CORP          | COM           |            | 494368103 | 2621 | 41878   | SH | DEFINED | 10 |
| KIMBERLY CLARK CORP          | COM           |            | 494368103 | 634  | 10135   | SH | DEF/OTH | 10 |
| KIMBERLY CLARK CORP          | COM           |            | 494368103 | 329  | 5250    | SH | DEFINED | 7  |
| KIMBERLY CLARK CORP          | COM           |            | 494368103 | 368  | 5875    | SH | DEFINED | 9  |
| KINDER MORGAN INC KANS       | COM           |            | 49455P101 | 1312 | 15769   | SH | DEFINED | 10 |
| KINDER MORGAN INC KANS       | COM           |            | 49455P101 | 116  | 1400    | SH | DEF/OTH | 10 |
| KOOKMIN BK NEW               | SPONSORED ADR |            | 50049M109 | 2778 | 60952   | SH | DEFINED | 9  |
| KOREA ELECTRIC PWR           | SPONSORED ADR |            | 500631106 | 2351 | 150000  | SH | DEFINED | 9  |
| L-3 COMMUNICATIONS HLDGS INC | COM           |            | 502424104 | 2669 | 34850   | SH | DEFINED | 10 |
| L-3 COMMUNICATIONS HLDGS INC | COM           |            | 502424104 | 87   | 1140    | SH | DEF/OTH | 10 |
| LAM RESEARCH CORP            | COM           |            | 512807108 | 371  | 12825   | SH | DEFINED | 10 |
| LAM RESEARCH CORP            | COM           |            | 512807108 | 10   | 350     | SH | DEF/OTH | 10 |
| LAUDER ESTEE COS INC         | CL A          |            | 518439104 | 550  | 14045   | SH | DEFINED | 10 |
| LAUDER ESTEE COS INC         | CL A          |            | 518439104 | 11   | 275     | SH | DEF/OTH | 10 |
| LAUDER ESTEE COS INC         | CL A          |            | 518439104 | 63   | 1600    | SH | DEFINED | 7  |
| LEGG MASON INC               | COM           |            | 524901105 | 3459 | 33223   | SH | DEFINED | 10 |
| LEGG MASON INC               | COM           |            | 524901105 | 242  | 2328    | SH | DEF/OTH | 10 |
| LEHMAN BROS HLDGS INC        | COM           |            | 524908100 | 2821 | 28419   | SH | DEFINED | 10 |
| LEHMAN BROS HLDGS INC        | COM           |            | 524908100 | 36   | 360     | SH | DEF/OTH | 10 |
| LEHMAN BROS HLDGS INC        | COM           |            | 524908100 | 20   | 206     | SH | DEFINED | 9  |
| LENNAR CORP                  | CL A          |            | 526057104 | 376  | 5925    | SH | DEFINED | 10 |
| LENNAR CORP                  | CL A          |            | 526057104 | 25   | 400     | SH | DEFINED | 9  |
| LEUCADIA NATL CORP           | COM           |            | 527288104 | 70   | 1800    | SH | DEFINED | 10 |
| LEUCADIA NATL CORP           | COM           |            | 527288104 | 1449 | 37500   | SH | DEFINED | 7  |
| LEVEL 3 COMMUNICATIONS INC   | NOTE          | 2.875% 7/1 | 52729NBA7 | 1583 | 3000000 | SH | DEFINED | 9  |
| LEXMARK INTL NEW             | CL A          |            | 529771107 | 178  | 2750    | SH | DEFINED | 10 |
| LEXMARK INTL NEW             | CL A          |            | 529771107 | 39   | 600     | SH | DEF/OTH | 10 |
| LILLY ELI & CO               | COM           |            | 532457108 | 1279 | 22967   | SH | DEFINED | 10 |
| LILLY ELI & CO               | COM           |            | 532457108 | 79   | 1424    | SH | DEF/OTH | 10 |
| LILLY ELI & CO               | COM           |            | 532457108 | 873  | 15670   | SH | DEFINED | 7  |
| LIMITED BRANDS INC           | COM           |            | 532716107 | 279  | 13040   | SH | DEFINED | 10 |
| LIMITED BRANDS INC           | COM           |            | 532716107 | 15   | 700     | SH | DEF/OTH | 10 |
| LINCOLN NATL CORP IND        | COM           |            | 534187109 | 482  | 10270   | SH | DEFINED | 10 |
| LINCOLN NATL CORP IND        | COM           |            | 534187109 | 33   | 702     | SH | DEF/OTH | 10 |
| LINEAR TECHNOLOGY CORP       | COM           |            | 535678106 | 110  | 3000    | SH | DEFINED | 10 |
| LINEAR TECHNOLOGY CORP       | COM           |            | 535678106 | 37   | 1000    | SH | DEF/OTH | 10 |
| LINEAR TECHNOLOGY CORP       | COM           |            | 535678106 | 81   | 2200    | SH | DEFINED | 7  |
| LOCKHEED MARTIN CORP         | COM           |            | 539830109 | 288  | 4440    | SH | DEFINED | 10 |
| LOCKHEED MARTIN CORP         | COM           |            | 539830109 | 8    | 125     | SH | DEF/OTH | 10 |
| LOCKHEED MARTIN CORP         | COM           |            | 539830109 | 572  | 8814    | SH | DEFINED | 9  |
| LOCKHEED MARTIN CORP         | COM           |            | 539830109 | 112  | 1733    | SH | DEF/OTH | 9  |
| LOWES COS INC                | COM           |            | 548661107 | 2297 | 39453   | SH | DEFINED | 10 |
| LOWES COS INC                | COM           |            | 548661107 | 479  | 8235    | SH | DEF/OTH | 10 |
| LOWES COS INC                | COM           |            | 548661107 | 128  | 2200    | SH | DEFINED | 7  |
| LUCENT TECHNOLOGIES INC      | COM           |            | 549463107 | 27   | 9164    | SH | DEFINED | 10 |
| LUCENT TECHNOLOGIES INC      | COM           |            | 549463107 | 7    | 2280    | SH | DEF/OTH | 10 |
| LUCENT TECHNOLOGIES INC      | COM           |            | 549463107 | 874  | 300195  | SH | DEFINED | 7  |
| LUXOTTICA GROUP S P A        | SPONSORED ADR |            | 55068R202 | 740  | 35950   | SH | DEFINED | 7  |
| M & T BK CORP                | COM           |            | 55261F104 | 197  | 1875    | SH | DEFINED | 10 |
| M & T BK CORP                | COM           |            | 55261F104 | 47   | 450     | SH | DEF/OTH | 10 |
| MBNA CORP                    | COM           |            | 55262L100 | 1565 | 59810   | SH | DEFINED | 10 |
| MBNA CORP                    | COM           |            | 55262L100 | 158  | 6035    | SH | DEF/OTH | 10 |
| MANPOWER INC                 | COM           |            | 56418H100 | 296  | 7450    | SH | DEFINED | 10 |
| MANPOWER INC                 | COM           |            | 56418H100 | 7    | 175     | SH | DEF/OTH | 10 |
| MANPOWER INC                 | COM           |            | 56418H100 | 20   | 500     | SH | DEFINED | 7  |
| MANULIFE FINL CORP           | COM           |            | 56501R106 | 244  | 5099    | SH | DEFINED | 10 |

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

|                            |             |           |        |         |    |         |    |
|----------------------------|-------------|-----------|--------|---------|----|---------|----|
| MANULIFE FINL CORP         | COM         | 56501R106 | 5      | 100     | SH | DEF/OTH | 10 |
| MARATHON OIL CORP          | COM         | 565849106 | 979    | 18350   | SH | DEFINED | 10 |
| MARATHON OIL CORP          | COM         | 565849106 | 64     | 1200    | SH | DEF/OTH | 10 |
| MARSH & MCLENNAN COS INC   | COM         | 571748102 | 296    | 10700   | SH | DEFINED | 10 |
| MARSH & MCLENNAN COS INC   | COM         | 571748102 | 64     | 2328    | SH | DEFINED | 7  |
| MARSH & MCLENNAN COS INC   | COM         | 571748102 | 288    | 10400   | SH | DEFINED | 9  |
| MARSH & MCLENNAN COS INC   | COM         | 571748102 | 796    | 28752   | SH | DEF/OTH | 9  |
| MARSHALL & ILSLEY CORP     | COM         | 571834100 | 1242   | 27945   | SH | DEFINED | 10 |
| MARSHALL & ILSLEY CORP     | COM         | 571834100 | 34     | 762     | SH | DEF/OTH | 10 |
| MARSHALL & ILSLEY CORP     | COM         | 571834100 | 11     | 240     | SH | DEFINED | 7  |
| MARRIOTT INTL INC NEW      | CL A        | 571903202 | 145    | 2120    | SH | DEFINED | 10 |
| MARRIOTT INTL INC NEW      | CL A        | 571903202 | 39     | 575     | SH | DEF/OTH | 10 |
| MARRIOTT INTL INC NEW      | CL A        | 571903202 | 35     | 515     | SH | DEFINED | 7  |
| MARRIOTT INTL INC NEW      | CL A        | 571903202 | 1460   | 21395   | SH | DEFINED | 9  |
| MAY DEPT STORES CO         | COM         | 577778103 | 484    | 12062   | SH | DEFINED | 10 |
| MAY DEPT STORES CO         | COM         | 577778103 | 84     | 2100    | SH | DEF/OTH | 10 |
| MCCORMICK & CO INC         | COM NON VTG | 579780206 | 3082   | 94306   | SH | DEFINED | 10 |
| MCCORMICK & CO INC         | COM NON VTG | 579780206 | 22     | 674     | SH | DEF/OTH | 10 |
| MCDONALDS CORP             | COM         | 580135101 | 1045   | 37675   | SH | DEFINED | 10 |
| MCDONALDS CORP             | COM         | 580135101 | 282    | 10175   | SH | DEF/OTH | 10 |
| MCDONALDS CORP             | COM         | 580135101 | 250    | 9010    | SH | DEFINED | 9  |
| MCGRAW HILL COS INC        | COM         | 580645109 | 6754   | 152640  | SH | DEFINED | 10 |
| MCGRAW HILL COS INC        | COM         | 580645109 | 646    | 14604   | SH | DEF/OTH | 10 |
| MCKESSON CORP              | COM         | 58155Q103 | 730    | 16300   | SH | DEFINED | 10 |
| MCKESSON CORP              | COM         | 58155Q103 | 48     | 1075    | SH | DEF/OTH | 10 |
| MEDCO HEALTH SOLUTIONS INC | COM         | 58405U102 | 562    | 10532   | SH | DEFINED | 10 |
| MEDCO HEALTH SOLUTIONS INC | COM         | 58405U102 | 272    | 5097    | SH | DEF/OTH | 10 |
| MEDCO HEALTH SOLUTIONS INC | COM         | 58405U102 | 52     | 983     | SH | DEFINED | 9  |
| MEDTRONIC INC              | COM         | 585055106 | 2429   | 46900   | SH | DEFINED | 10 |
| MEDTRONIC INC              | COM         | 585055106 | 247    | 4771    | SH | DEF/OTH | 10 |
| MEDTRONIC INC              | COM         | 585055106 | 451    | 8705    | SH | DEFINED | 7  |
| MEDTRONIC INC              | COM         | 585055106 | 822    | 15865   | SH | DEFINED | 9  |
| MEDTRONIC INC              | COM         | 585055106 | 83     | 1600    | SH | DEF/OTH | 9  |
| MELLON FINL CORP           | COM         | 58551A108 | 288    | 10046   | SH | DEFINED | 10 |
| MELLON FINL CORP           | COM         | 58551A108 | 3      | 100     | SH | DEF/OTH | 10 |
| MERCANTILE BANKSHARES CORP | COM         | 587405101 | 1791   | 34765   | SH | DEFINED | 10 |
| MERCANTILE BANKSHARES CORP | COM         | 587405101 | 36     | 690     | SH | DEF/OTH | 10 |
| MERCK & CO INC             | COM         | 589331107 | 712    | 23112   | SH | DEFINED | 10 |
| MERCK & CO INC             | COM         | 589331107 | 567    | 18410   | SH | DEF/OTH | 10 |
| MERCK & CO INC             | COM         | 589331107 | 123276 | 4002466 | SH | DEFINED | 7  |
| MERCK & CO INC             | COM         | 589331107 | 179    | 5818    | SH | DEFINED | 9  |
| MERCK & CO INC             | COM         | 589331107 | 7      | 224     | SH | DEF/OTH | 9  |
| MERRILL LYNCH & CO INC     | COM         | 590188108 | 4607   | 83754   | SH | DEFINED | 10 |
| MERRILL LYNCH & CO INC     | COM         | 590188108 | 256    | 4655    | SH | DEF/OTH | 10 |
| MERRILL LYNCH & CO INC     | COM         | 590188108 | 197    | 3580    | SH | DEFINED | 9  |
| METLIFE INC                | COM         | 59156R108 | 5197   | 115634  | SH | DEFINED | 10 |
| METLIFE INC                | COM         | 59156R108 | 272    | 6062    | SH | DEF/OTH | 10 |
| MICROSOFT CORP             | COM         | 594918104 | 12357  | 497466  | SH | DEFINED | 10 |
| MICROSOFT CORP             | COM         | 594918104 | 1764   | 71027   | SH | DEF/OTH | 10 |
| MICROSOFT CORP             | COM         | 594918104 | 223908 | 9014006 | SH | DEFINED | 7  |
| MICROSOFT CORP             | COM         | 594918104 | 1362   | 54849   | SH | DEFINED | 9  |
| MICROSOFT CORP             | COM         | 594918104 | 99     | 4000    | SH | DEF/OTH | 9  |
| MIDCAP SPDR TR             | UNIT SER 1  | 595635103 | 14161  | 113062  | SH | DEFINED | 10 |
| MIDCAP SPDR TR             | UNIT SER 1  | 595635103 | 545    | 4351    | SH | DEF/OTH | 10 |
| MOHAWK INDS INC            | COM         | 608190104 | 1240   | 15029   | SH | DEFINED | 10 |
| MOHAWK INDS INC            | COM         | 608190104 | 14     | 175     | SH | DEF/OTH | 10 |
| MOLEX INC                  | CL A        | 608554200 | 16     | 700     | SH | DEFINED | 10 |
| MOLEX INC                  | CL A        | 608554200 | 1164   | 49562   | SH | DEFINED | 7  |
| MONSANTO CO NEW            | COM         | 61166W101 | 223    | 3547    | SH | DEFINED | 10 |
| MONSANTO CO NEW            | COM         | 61166W101 | 61     | 971     | SH | DEF/OTH | 10 |
| MONSANTO CO NEW            | COM         | 61166W101 | 0      | 1       | SH | DEFINED | 9  |
| MOODYS CORP                | COM         | 615369105 | 70     | 1550    | SH | DEFINED | 10 |

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

|                              |                  |           |      |        |    |         |    |
|------------------------------|------------------|-----------|------|--------|----|---------|----|
| MOODYS CORP                  | COM              | 615369105 | 58   | 1300   | SH | DEF/OTH | 10 |
| MOODYS CORP                  | COM              | 615369105 | 61   | 1350   | SH | DEFINED | 7  |
| MOODYS CORP                  | COM              | 615369105 | 72   | 1600   | SH | DEFINED | 9  |
| MORGAN STANLEY               | COM NEW          | 617446448 | 2744 | 52295  | SH | DEFINED | 10 |
| MORGAN STANLEY               | COM NEW          | 617446448 | 339  | 6458   | SH | DEF/OTH | 10 |
| MORGAN STANLEY               | COM NEW          | 617446448 | 1338 | 25500  | SH | DEFINED | 7  |
| MORGAN STANLEY               | COM NEW          | 617446448 | 595  | 11340  | SH | DEFINED | 9  |
| MORGAN STANLEY               | COM NEW          | 617446448 | 52   | 1000   | SH | DEF/OTH | 9  |
| MOTOROLA INC                 | COM              | 620076109 | 3377 | 184926 | SH | DEFINED | 10 |
| MOTOROLA INC                 | COM              | 620076109 | 117  | 6400   | SH | DEF/OTH | 10 |
| MOTOROLA INC                 | COM              | 620076109 | 60   | 3284   | SH | DEFINED | 7  |
| MOTOROLA INC                 | COM              | 620076109 | 811  | 44391  | SH | DEFINED | 9  |
| MOTOROLA INC                 | COM              | 620076109 | 69   | 3800   | SH | DEF/OTH | 9  |
| MUELLER INDS INC             | COM              | 624756102 | 1084 | 40000  | SH | DEFINED | 7  |
| MYLAN LABS INC               | COM              | 628530107 | 437  | 22693  | SH | DEFINED | 10 |
| MYLAN LABS INC               | COM              | 628530107 | 31   | 1617   | SH | DEF/OTH | 10 |
| NCR CORP NEW                 | COM              | 62886E108 | 233  | 6621   | SH | DEFINED | 10 |
| NCR CORP NEW                 | COM              | 62886E108 | 25   | 722    | SH | DEF/OTH | 10 |
| NASDAQ 100 TR                | UNIT SER 1       | 631100104 | 344  | 9350   | SH | DEFINED | 10 |
| NASDAQ 100 TR                | UNIT SER 1       | 631100104 | 7    | 200    | SH | DEF/OTH | 10 |
| NASDAQ 100 TR                | UNIT SER 1       | 631100104 | 1913 | 52000  | SH | DEFINED | 9  |
| NATIONAL CITY CORP           | COM              | 635405103 | 1954 | 57273  | SH | DEFINED | 10 |
| NATIONAL CITY CORP           | COM              | 635405103 | 9    | 275    | SH | DEF/OTH | 10 |
| NATIONAL CITY CORP           | COM              | 635405103 | 65   | 1900   | SH | DEFINED | 7  |
| NATIONAL FUEL GAS CO N J     | COM              | 636180101 | 870  | 30110  | SH | DEFINED | 10 |
| NATIONAL FUEL GAS CO N J     | COM              | 636180101 | 61   | 2125   | SH | DEF/OTH | 10 |
| NATIONAL OILWELL VARCO INC   | COM              | 637071101 | 1189 | 25000  | SH | DEFINED | 7  |
| NEW HAMPSHIRE THRIFT BANCSHS | COM              | 644722100 | 151  | 10000  | SH | DEFINED | 10 |
| NEWELL RUBBERMAID INC        | COM              | 651229106 | 183  | 7687   | SH | DEFINED | 10 |
| NEWELL RUBBERMAID INC        | COM              | 651229106 | 25   | 1050   | SH | DEF/OTH | 10 |
| NEWMONT MINING CORP          | COM              | 651639106 | 231  | 5914   | SH | DEFINED | 10 |
| NEWMONT MINING CORP          | COM              | 651639106 | 1657 | 42450  | SH | DEFINED | 7  |
| NEWMONT MINING CORP          | COM              | 651639106 | 1266 | 32425  | SH | DEFINED | 9  |
| NEXTEL COMMUNICATIONS INC    | CL A             | 65332V103 | 595  | 18405  | SH | DEFINED | 10 |
| NEXTEL COMMUNICATIONS INC    | CL A             | 65332V103 | 55   | 1690   | SH | DEF/OTH | 10 |
| NEXTEL COMMUNICATIONS INC    | CL A             | 65332V103 | 97   | 3000   | SH | DEFINED | 9  |
| NIKE INC                     | CL B             | 654106103 | 360  | 4160   | SH | DEFINED | 10 |
| NISOURCE INC                 | COM              | 65473P105 | 119  | 4796   | SH | DEFINED | 10 |
| NISOURCE INC                 | COM              | 65473P105 | 113  | 4552   | SH | DEF/OTH | 10 |
| NOKIA CORP                   | SPONSORED ADR    | 654902204 | 211  | 12655  | SH | DEFINED | 10 |
| NOKIA CORP                   | SPONSORED ADR    | 654902204 | 32   | 1950   | SH | DEF/OTH | 10 |
| NOKIA CORP                   | SPONSORED ADR    | 654902204 | 12   | 700    | SH | DEFINED | 7  |
| NOKIA CORP                   | SPONSORED ADR    | 654902204 | 7    | 400    | SH | DEFINED | 9  |
| NORDSTROM INC                | COM              | 655664100 | 2986 | 43930  | SH | DEFINED | 10 |
| NORDSTROM INC                | COM              | 655664100 | 337  | 4954   | SH | DEF/OTH | 10 |
| NORFOLK SOUTHERN CORP        | COM              | 655844108 | 157  | 5080   | SH | DEFINED | 10 |
| NORFOLK SOUTHERN CORP        | COM              | 655844108 | 149  | 4800   | SH | DEF/OTH | 10 |
| NORTH FORK BANCORPORATION NY | COM              | 659424105 | 431  | 15337  | SH | DEFINED | 10 |
| NORTH FORK BANCORPORATION NY | COM              | 659424105 | 101  | 3600   | SH | DEF/OTH | 10 |
| NORTHROP GRUMMAN CORP        | COM              | 666807102 | 1185 | 21450  | SH | DEFINED | 10 |
| NORTHROP GRUMMAN CORP        | COM              | 666807102 | 250  | 4519   | SH | DEF/OTH | 10 |
| NORTHROP GRUMMAN CORP        | COM              | 666807102 | 1105 | 20000  | SH | DEFINED | 7  |
| NORTHWESTERN CORP            | *W EXP 99/99/999 | 668074115 | 63   | 15788  | SH | DEFINED | 9  |
| NORTHWESTERN CORP            | COM NEW          | 668074305 | 7076 | 224508 | SH | DEFINED | 9  |
| NSTAR                        | COM              | 67019E107 | 242  | 7840   | SH | DEFINED | 10 |
| NSTAR                        | COM              | 67019E107 | 282  | 9154   | SH | DEF/OTH | 10 |
| NVIDIA CORP                  | COM              | 67066G104 | 545  | 20400  | SH | DEFINED | 7  |
| NUVEEN MUN VALUE FD INC      | COM              | 670928100 | 144  | 15000  | SH | DEFINED | 10 |
| 02DIESEL CORP                | COM              | 67106S100 | 15   | 12000  | SH | DEFINED | 7  |
| OLIN CORP                    | COM PAR \$1      | 680665205 | 413  | 22625  | SH | DEFINED | 10 |
| OLIN CORP                    | COM PAR \$1      | 680665205 | 47   | 2550   | SH | DEF/OTH | 10 |
| OMNICOM GROUP INC            | COM              | 681919106 | 4146 | 51919  | SH | DEFINED | 10 |

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

|                          |            |           |        |         |    |         |           |
|--------------------------|------------|-----------|--------|---------|----|---------|-----------|
| OMNICOM GROUP INC        | COM        | 681919106 | 79     | 995     | SH | DEF/OTH | 10        |
| OMNICOM GROUP INC        | COM        | 681919106 | 36     | 450     | SH | DEFINED | 7         |
| OMNICOM GROUP INC        | COM        | 681919106 | 337    | 4215    | SH | DEFINED | 9         |
| ORACLE CORP              | COM        | 68389X105 | 621    | 47042   | SH | DEFINED | 10        |
| ORACLE CORP              | COM        | 68389X105 | 134    | 10132   | SH | DEF/OTH | 10        |
| ORACLE CORP              | COM        | 68389X105 | 26     | 2000    | SH | DEFINED | 7         |
| ORACLE CORP              | COM        | 68389X105 | 293    | 22192   | SH | DEFINED | 9         |
| PNC FINL SVCS GROUP INC  | COM        | 693475105 | 1499   | 27525   | SH | DEFINED | 10        |
| PNC FINL SVCS GROUP INC  | COM        | 693475105 | 52     | 950     | SH | DEF/OTH | 10        |
| PPG INDS INC             | COM        | 693506107 | 2317   | 36925   | SH | DEFINED | 10        |
| PPG INDS INC             | COM        | 693506107 | 229    | 3650    | SH | DEF/OTH | 10        |
| PPL CORP                 | COM        | 69351T106 | 121    | 2035    | SH | DEFINED | 10        |
| PPL CORP                 | COM        | 69351T106 | 96     | 1620    | SH | DEF/OTH | 10        |
| PALL CORP                | COM        | 696429307 | 386    | 12700   | SH | DEFINED | 10        |
| PALL CORP                | COM        | 696429307 | 23     | 750     | SH | DEF/OTH | 10        |
| PEABODY ENERGY CORP      | COM        | 704549104 | 245    | 4700    | SH | DEFINED | 10        |
| PEABODY ENERGY CORP      | COM        | 704549104 | 16     | 300     | SH | DEF/OTH | 10        |
| PEPSICO INC              | COM        | 713448108 | 13336  | 247287  | SH | DEFINED | 10        |
| PEPSICO INC              | COM        | 713448108 | 3495   | 64806   | SH | DEF/OTH | 10        |
| PEPSICO INC              | COM        | 713448108 | 1413   | 26200   | SH | DEFINED | 7         |
| PEPSICO INC              | COM        | 713448108 | 176    | 3270    | SH | DEFINED | 9         |
| PETSMART INC             | COM        | 716768106 | 214    | 7050    | SH | DEFINED | 10        |
| PFIZER INC               | COM        | 717081103 | 11689  | 423826  | SH | DEFINED | 10        |
| PFIZER INC               | COM        | 717081103 | 2606   | 94472   | SH | DEF/OTH | 10        |
| PFIZER INC               | COM        | 717081103 | 70758  | 2565565 | SH | DEFINED | 7         |
| PFIZER INC               | COM        | 717081103 | 1483   | 53756   | SH | DEFINED | 9         |
| PFIZER INC               | COM        | 717081103 | 102    | 3690    | SH | DEF/OTH | 9         |
| PHELPS DODGE CORP        | COM        | 717265102 | 85     | 916     | SH | DEFINED | 10        |
| PHELPS DODGE CORP        | COM        | 717265102 | 19     | 200     | SH | DEF/OTH | 10        |
| PHELPS DODGE CORP        | COM        | 717265102 | 1203   | 13000   | SH | DEFINED | 9         |
| PITNEY BOWES INC         | COM        | 724479100 | 488    | 11210   | SH | DEFINED | 10        |
| PITNEY BOWES INC         | COM        | 724479100 | 287    | 6600    | SH | DEF/OTH | 10        |
| PLUM CREEK TIMBER CO INC | COM        | 729251108 | 64     | 1760    | SH | DEFINED | 10        |
| PLUM CREEK TIMBER CO INC | COM        | 729251108 | 219    | 6045    | SH | DEF/OTH | 10        |
| POLARIS INDS INC         | COM        | 731068102 | 594    | 11004   | SH | DEFINED | 10        |
| POLARIS INDS INC         | COM        | 731068102 | 7      | 130     | SH | DEF/OTH | 10        |
| POPULAR INC              | COM        | 733174106 | 494    | 19609   | SH | DEFINED | 10        |
| POPULAR INC              | COM        | 733174106 | 165    | 6550    | SH | DEF/OTH | 10        |
| PRAXAIR INC              | COM        | 74005P104 | 444    | 9525    | SH | DEFINED | 10        |
| PRAXAIR INC              | COM        | 74005P104 | 133    | 2850    | SH | DEF/OTH | 10        |
| PROCTER & GAMBLE CO      | COM        | 742718109 | 15469  | 293258  | SH | DEFINED | 10        |
| PROCTER & GAMBLE CO      | COM        | 742718109 | 1857   | 35198   | SH | DEF/OTH | 10        |
| PROCTER & GAMBLE CO      | COM        | 742718109 | 535    | 10150   | SH | DEFINED | 7         |
| PROCTER & GAMBLE CO      | COM        | 742718109 | 1376   | 26080   | SH | DEFINED | 9         |
| PROCTER & GAMBLE CO      | COM        | 742718109 | 74     | 1400    | SH | DEF/OTH | 9         |
| PROGRESS ENERGY INC      | COM        | 743263105 | 315    | 6956    | SH | DEFINED | 10        |
| PROGRESS ENERGY INC      | COM        | 743263105 | 41     | 915     | SH | DEF/OTH | 10        |
| PROGRESS ENERGY INC      | COM        | 743263105 | 58694  | 1297400 | SH | DEFINED | 7         |
| PROLOGIS                 | SH BEN INT | 743410102 | 120720 | 3000000 | SH | DEFINED | 7         |
| PRUDENTIAL FINL INC      | COM        | 744320102 | 96     | 1468    | SH | DEFINED | 10        |
| PRUDENTIAL FINL INC      | COM        | 744320102 | 121    | 1849    | SH | DEF/OTH | 10        |
| PRUDENTIAL FINL INC      | COM        | 744320102 | 7      | 100     | SH | DEFINED | 7         |
| PULTE HOMES INC          | COM        | 745867101 | 249    | 2955    | SH | DEFINED | 10        |
| QUALCOMM INC             | COM        | 747525103 | 1199   | 36331   | SH | DEFINED | 10        |
| QUALCOMM INC             | COM        | 747525103 | 259    | 7842    | SH | DEF/OTH | 10        |
| QUALCOMM INC             | COM        | 747525103 | 119    | 3602    | SH | DEFINED | 7         |
| QUALCOMM INC             | COM        | 747525103 | 4952   | 150000  | SH | PUT     | DEFINED 7 |
| QUEST DIAGNOSTICS INC    | COM        | 74834L100 | 7525   | 141269  | SH | DEFINED | 10        |
| QUEST DIAGNOSTICS INC    | COM        | 74834L100 | 259    | 4867    | SH | DEF/OTH | 10        |
| QUESTAR CORP             | COM        | 748356102 | 294    | 4455    | SH | DEFINED | 10        |
| QUESTAR CORP             | COM        | 748356102 | 319    | 4840    | SH | DEF/OTH | 10        |
| RAYTHEON CO              | COM NEW    | 755111507 | 359    | 9175    | SH | DEFINED | 10        |

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

|                              |                |           |      |        |    |         |           |
|------------------------------|----------------|-----------|------|--------|----|---------|-----------|
| RAYTHEON CO                  | COM NEW        | 755111507 | 23   | 591    | SH | DEF/OTH | 10        |
| REALNETWORKS INC             | COM            | 75605L104 | 1042 | 210000 | SH | DEFINED | 7         |
| REGIONS FINANCIAL CORP NEW   | COM            | 7591EP100 | 472  | 13923  | SH | DEFINED | 10        |
| RESEARCH IN MOTION LTD       | COM            | 760975102 | 425  | 5754   | SH | DEFINED | 7         |
| RESEARCH IN MOTION LTD       | COM            | 760975102 | 9874 | 133812 | SH | PUT     | DEFINED 7 |
| ROSS STORES INC              | COM            | 778296103 | 202  | 6975   | SH | DEFINED | 10        |
| ROYAL DUTCH PETE CO          | NY REG EUR .56 | 780257804 | 671  | 10345  | SH | DEFINED | 10        |
| ROYAL DUTCH PETE CO          | NY REG EUR .56 | 780257804 | 558  | 8591   | SH | DEF/OTH | 10        |
| ROYAL DUTCH PETE CO          | NY REG EUR .56 | 780257804 | 129  | 1980   | SH | DEFINED | 9         |
| SBC COMMUNICATIONS INC       | COM            | 78387G103 | 1300 | 54736  | SH | DEFINED | 10        |
| SBC COMMUNICATIONS INC       | COM            | 78387G103 | 893  | 37614  | SH | DEF/OTH | 10        |
| SBC COMMUNICATIONS INC       | COM            | 78387G103 | 24   | 1000   | SH | DEFINED | 7         |
| SBC COMMUNICATIONS INC       | COM            | 78387G103 | 1997 | 84098  | SH | DEFINED | 9         |
| SBC COMMUNICATIONS INC       | COM            | 78387G103 | 53   | 2250   | SH | DEF/OTH | 9         |
| SLM CORP                     | COM            | 78442P106 | 922  | 18152  | SH | DEFINED | 10        |
| SLM CORP                     | COM            | 78442P106 | 15   | 300    | SH | DEF/OTH | 10        |
| SPDR TR                      | UNIT SER 1     | 78462F103 | 2443 | 20500  | SH | DEFINED | 9         |
| SAFECO CORP                  | COM            | 786429100 | 263  | 4845   | SH | DEFINED | 10        |
| SANDISK CORP                 | COM            | 80004C101 | 365  | 15370  | SH | DEFINED | 7         |
| SARA LEE CORP                | COM            | 803111103 | 234  | 11796  | SH | DEFINED | 10        |
| SARA LEE CORP                | COM            | 803111103 | 48   | 2417   | SH | DEF/OTH | 10        |
| SCHEIN HENRY INC             | COM            | 806407102 | 710  | 17109  | SH | DEFINED | 10        |
| SCHERING PLOUGH CORP         | COM            | 806605101 | 170  | 8905   | SH | DEFINED | 10        |
| SCHERING PLOUGH CORP         | COM            | 806605101 | 150  | 7850   | SH | DEF/OTH | 10        |
| SCHERING PLOUGH CORP         | COM            | 806605101 | 43   | 2240   | SH | DEFINED | 7         |
| SCHLUMBERGER LTD             | COM            | 806857108 | 3962 | 52178  | SH | DEFINED | 10        |
| SCHLUMBERGER LTD             | COM            | 806857108 | 552  | 7263   | SH | DEF/OTH | 10        |
| SCHLUMBERGER LTD             | COM            | 806857108 | 38   | 500    | SH | DEFINED | 9         |
| SCHWAB CHARLES CORP NEW      | COM            | 808513105 | 158  | 14000  | SH | DEFINED | 10        |
| SCHWAB CHARLES CORP NEW      | COM            | 808513105 | 225  | 19943  | SH | DEF/OTH | 10        |
| SCIENTIFIC ATLANTA INC       | COM            | 808655104 | 67   | 2000   | SH | DEFINED | 10        |
| SCIENTIFIC ATLANTA INC       | COM            | 808655104 | 173  | 5200   | SH | DEF/OTH | 10        |
| SELECT SECTOR SPDR TR        | SBI INT-ENERGY | 81369Y506 | 9    | 200    | SH | DEFINED | 10        |
| SELECT SECTOR SPDR TR        | SBI INT-ENERGY | 81369Y506 | 227  | 5100   | SH | DEF/OTH | 10        |
| SELECT SECTOR SPDR TR        | SBI INT-FINL   | 81369Y605 | 3    | 90     | SH | DEFINED | 10        |
| SELECT SECTOR SPDR TR        | SBI INT-FINL   | 81369Y605 | 239  | 8100   | SH | DEFINED | 9         |
| SELECT SECTOR SPDR TR        | SBI INT-TECH   | 81369Y803 | 1923 | 96550  | SH | DEFINED | 10        |
| SHERWIN WILLIAMS CO          | COM            | 824348106 | 367  | 7800   | SH | DEFINED | 10        |
| SHERWIN WILLIAMS CO          | COM            | 824348106 | 137  | 2900   | SH | DEF/OTH | 10        |
| SHERWIN WILLIAMS CO          | COM            | 824348106 | 47   | 1000   | SH | DEFINED | 7         |
| SIRIUS SATELLITE RADIO INC   | COM            | 82966U103 | 79   | 12175  | SH | DEFINED | 10        |
| SOCKET COMMUNICATIONS INC    | COM            | 833672108 | 226  | 200000 | SH | DEFINED | 7         |
| SOUTHERN CO                  | COM            | 842587107 | 1662 | 47940  | SH | DEFINED | 10        |
| SOUTHERN CO                  | COM            | 842587107 | 1229 | 35456  | SH | DEF/OTH | 10        |
| SOVEREIGN BANCORP INC        | COM            | 845905108 | 682  | 30525  | SH | DEFINED | 10        |
| SOVEREIGN BANCORP INC        | COM            | 845905108 | 42   | 1889   | SH | DEF/OTH | 10        |
| SOVEREIGN BANCORP INC        | COM            | 845905108 | 4468 | 200000 | SH | DEFINED | 7         |
| STANLEY WKS                  | COM            | 854616109 | 181  | 3975   | SH | DEFINED | 10        |
| STANLEY WKS                  | COM            | 854616109 | 137  | 3000   | SH | DEF/OTH | 10        |
| STANLEY WKS                  | COM            | 854616109 | 13   | 275    | SH | DEF/OTH | 9         |
| STAPLES INC                  | COM            | 855030102 | 5284 | 248197 | SH | DEFINED | 10        |
| STAPLES INC                  | COM            | 855030102 | 778  | 36561  | SH | DEF/OTH | 10        |
| STARWOOD HOTELS&RESORTS WRLD | PAIRED CTF     | 85590A203 | 1029 | 17575  | SH | DEFINED | 10        |
| STARWOOD HOTELS&RESORTS WRLD | PAIRED CTF     | 85590A203 | 15   | 255    | SH | DEF/OTH | 10        |
| STATE STR CORP               | COM            | 857477103 | 3099 | 64234  | SH | DEFINED | 10        |
| STATE STR CORP               | COM            | 857477103 | 109  | 2255   | SH | DEF/OTH | 10        |
| STRYKER CORP                 | COM            | 863667101 | 245  | 5161   | SH | DEFINED | 10        |
| STRYKER CORP                 | COM            | 863667101 | 131  | 2755   | SH | DEF/OTH | 10        |
| STRYKER CORP                 | COM            | 863667101 | 1586 | 33350  | SH | DEFINED | 7         |
| SUN LIFE FINL INC            | COM            | 866796105 | 32   | 938    | SH | DEFINED | 10        |
| SUN LIFE FINL INC            | COM            | 866796105 | 250  | 7425   | SH | DEF/OTH | 10        |
| SUN MICROSYSTEMS INC         | COM            | 866810104 | 33   | 8800   | SH | DEFINED | 10        |

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

|                              |               |           |       |         |    |         |    |
|------------------------------|---------------|-----------|-------|---------|----|---------|----|
| SUN MICROSYSTEMS INC         | COM           | 866810104 | 13    | 3500    | SH | DEF/OTH | 10 |
| SUN MICROSYSTEMS INC         | COM           | 866810104 | 7     | 1810    | SH | DEFINED | 7  |
| SUNCOM WIRELESS HLDGS INC    | CL A          | 86722Q108 | 43    | 20000   | SH | DEFINED | 9  |
| SUNGARD DATA SYS INC         | COM           | 867363103 | 539   | 15320   | SH | DEFINED | 10 |
| SUNGARD DATA SYS INC         | COM           | 867363103 | 83    | 2350    | SH | DEF/OTH | 10 |
| SUNTRUST BKS INC             | COM           | 867914103 | 2532  | 35050   | SH | DEFINED | 10 |
| SUNTRUST BKS INC             | COM           | 867914103 | 403   | 5575    | SH | DEF/OTH | 10 |
| SYCAMORE NETWORKS INC        | COM           | 871206108 | 0     | 100     | SH | DEFINED | 10 |
| SYCAMORE NETWORKS INC        | COM           | 871206108 | 104   | 30000   | SH | DEFINED | 7  |
| SYCAMORE NETWORKS INC        | COM           | 871206108 | 1     | 279     | SH | DEFINED | 9  |
| SYMANTEC CORP                | COM           | 871503108 | 3877  | 178338  | SH | DEFINED | 10 |
| SYMANTEC CORP                | COM           | 871503108 | 469   | 21576   | SH | DEF/OTH | 10 |
| SYMMETRY MED INC             | COM           | 871546206 | 6848  | 290922  | SH | DEFINED | 9  |
| SYSCO CORP                   | COM           | 871829107 | 5134  | 141857  | SH | DEFINED | 10 |
| SYSCO CORP                   | COM           | 871829107 | 781   | 21575   | SH | DEF/OTH | 10 |
| SYSCO CORP                   | COM           | 871829107 | 1171  | 32360   | SH | DEFINED | 7  |
| TD BANKNORTH INC             | COM           | 87235A101 | 136   | 4555    | SH | DEFINED | 10 |
| TD BANKNORTH INC             | COM           | 87235A101 | 78    | 2613    | SH | DEF/OTH | 10 |
| TECO ENERGY INC              | COM           | 872375100 | 179   | 9446    | SH | DEFINED | 10 |
| TECO ENERGY INC              | COM           | 872375100 | 36    | 1900    | SH | DEF/OTH | 10 |
| TECO ENERGY INC              | COM           | 872375100 | 33970 | 1796400 | SH | DEFINED | 7  |
| TJX COS INC NEW              | COM           | 872540109 | 310   | 12727   | SH | DEFINED | 10 |
| TJX COS INC NEW              | COM           | 872540109 | 67    | 2750    | SH | DEF/OTH | 10 |
| TXU CORP                     | COM           | 873168108 | 706   | 8500    | SH | DEFINED | 10 |
| TXU CORP                     | COM           | 873168108 | 116   | 1400    | SH | DEF/OTH | 10 |
| TXU CORP                     | COM           | 873168108 | 12    | 150     | SH | DEFINED | 9  |
| TARGET CORP                  | COM           | 87612E106 | 4811  | 88422   | SH | DEFINED | 10 |
| TARGET CORP                  | COM           | 87612E106 | 386   | 7100    | SH | DEF/OTH | 10 |
| TEXAS INSTRS INC             | COM           | 882508104 | 8045  | 286604  | SH | DEFINED | 10 |
| TEXAS INSTRS INC             | COM           | 882508104 | 555   | 19785   | SH | DEF/OTH | 10 |
| TEXTRON INC                  | COM           | 883203101 | 392   | 5165    | SH | DEFINED | 10 |
| TEXTRON INC                  | COM           | 883203101 | 80    | 1050    | SH | DEF/OTH | 10 |
| 3M CO                        | COM           | 88579Y101 | 10218 | 141329  | SH | DEFINED | 10 |
| 3M CO                        | COM           | 88579Y101 | 1661  | 22968   | SH | DEF/OTH | 10 |
| 3M CO                        | COM           | 88579Y101 | 43    | 600     | SH | DEFINED | 7  |
| 3M CO                        | COM           | 88579Y101 | 1359  | 18800   | SH | DEFINED | 9  |
| TIDEWATER INC                | COM           | 886423102 | 819   | 21480   | SH | DEFINED | 10 |
| TIDEWATER INC                | COM           | 886423102 | 57    | 1500    | SH | DEF/OTH | 10 |
| TIME WARNER INC              | COM           | 887317105 | 1295  | 77524   | SH | DEFINED | 10 |
| TIME WARNER INC              | COM           | 887317105 | 70    | 4160    | SH | DEF/OTH | 10 |
| TIME WARNER INC              | COM           | 887317105 | 2430  | 145450  | SH | DEFINED | 7  |
| TIME WARNER INC              | COM           | 887317105 | 84    | 5000    | SH | DEFINED | 9  |
| TUPPERWARE CORP              | COM           | 899896104 | 663   | 28376   | SH | DEFINED | 10 |
| TUPPERWARE CORP              | COM           | 899896104 | 144   | 6150    | SH | DEF/OTH | 10 |
| TYCO INTL LTD NEW            | COM           | 902124106 | 5667  | 194087  | SH | DEFINED | 10 |
| TYCO INTL LTD NEW            | COM           | 902124106 | 565   | 19348   | SH | DEF/OTH | 10 |
| TYCO INTL LTD NEW            | COM           | 902124106 | 59    | 2014    | SH | DEFINED | 9  |
| US BANCORP DEL               | COM NEW       | 902973304 | 1299  | 44494   | SH | DEFINED | 10 |
| US BANCORP DEL               | COM NEW       | 902973304 | 7     | 250     | SH | DEF/OTH | 10 |
| US BANCORP DEL               | COM NEW       | 902973304 | 226   | 7751    | SH | DEFINED | 7  |
| ULTRA PETROLEUM CORP         | COM           | 903914109 | 595   | 19600   | SH | DEFINED | 7  |
| UNION PAC CORP               | COM           | 907818108 | 621   | 9577    | SH | DEFINED | 10 |
| UNION PAC CORP               | COM           | 907818108 | 498   | 7680    | SH | DEF/OTH | 10 |
| UNITED MICROELECTRONICS CORP | SPONSORED ADR | 910873207 | 5533  | 1346186 | SH | DEFINED | 9  |
| UNITED PARCEL SERVICE INC    | CL B          | 911312106 | 288   | 4160    | SH | DEFINED | 10 |
| UNITED PARCEL SERVICE INC    | CL B          | 911312106 | 73    | 1049    | SH | DEF/OTH | 10 |
| UNITED PARCEL SERVICE INC    | CL B          | 911312106 | 55    | 800     | SH | DEFINED | 9  |
| UNITED TECHNOLOGIES CORP     | COM           | 913017109 | 8942  | 174140  | SH | DEFINED | 10 |
| UNITED TECHNOLOGIES CORP     | COM           | 913017109 | 763   | 14850   | SH | DEF/OTH | 10 |
| UNITED TECHNOLOGIES CORP     | COM           | 913017109 | 26    | 500     | SH | DEFINED | 7  |
| UNITED TECHNOLOGIES CORP     | COM           | 913017109 | 393   | 7653    | SH | DEFINED | 9  |
| UNITEDHEALTH GROUP INC       | COM           | 91324P102 | 7787  | 149350  | SH | DEFINED | 10 |

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

|                              |                |           |        |         |    |         |    |
|------------------------------|----------------|-----------|--------|---------|----|---------|----|
| UNITEDHEALTH GROUP INC       | COM            | 91324P102 | 767    | 14710   | SH | DEF/OTH | 10 |
| UNITEDHEALTH GROUP INC       | COM            | 91324P102 | 1970   | 37784   | SH | DEFINED | 7  |
| UNITEDHEALTH GROUP INC       | COM            | 91324P102 | 1917   | 36758   | SH | DEFINED | 9  |
| UNITEDHEALTH GROUP INC       | COM            | 91324P102 | 76     | 1450    | SH | DEF/OTH | 9  |
| UNIVISION COMMUNICATIONS INC | CL A           | 914906102 | 346    | 12575   | SH | DEFINED | 10 |
| UNIVISION COMMUNICATIONS INC | CL A           | 914906102 | 8      | 300     | SH | DEF/OTH | 10 |
| VALERO ENERGY CORP NEW       | COM            | 91913Y100 | 523    | 6605    | SH | DEFINED | 10 |
| VALERO ENERGY CORP NEW       | COM            | 91913Y100 | 1612   | 20380   | SH | DEFINED | 9  |
| VALERO ENERGY CORP NEW       | COM            | 91913Y100 | 51     | 650     | SH | DEF/OTH | 9  |
| VARIAN MED SYS INC           | COM            | 92220P105 | 1094   | 29295   | SH | DEFINED | 10 |
| VARIAN MED SYS INC           | COM            | 92220P105 | 10     | 271     | SH | DEF/OTH | 10 |
| VANGUARD INDEX TR            | STK MRK VIPERS | 922908769 | 455    | 3885    | SH | DEFINED | 10 |
| VANGUARD INDEX TR            | STK MRK VIPERS | 922908769 | 46     | 391     | SH | DEF/OTH | 10 |
| VERIZON COMMUNICATIONS       | COM            | 92343V104 | 7417   | 214687  | SH | DEFINED | 10 |
| VERIZON COMMUNICATIONS       | COM            | 92343V104 | 2456   | 71071   | SH | DEF/OTH | 10 |
| VERIZON COMMUNICATIONS       | COM            | 92343V104 | 172788 | 5001100 | SH | DEFINED | 7  |
| VERIZON COMMUNICATIONS       | COM            | 92343V104 | 522    | 15108   | SH | DEFINED | 9  |
| VIACOM INC                   | CL B           | 925524308 | 828    | 25870   | SH | DEFINED | 10 |
| VIACOM INC                   | CL B           | 925524308 | 84     | 2632    | SH | DEF/OTH | 10 |
| VIACOM INC                   | CL B           | 925524308 | 48     | 1500    | SH | DEFINED | 7  |
| VIACOM INC                   | CL B           | 925524308 | 853    | 26632   | SH | DEFINED | 9  |
| VIACOM INC                   | CL B           | 925524308 | 71     | 2228    | SH | DEF/OTH | 9  |
| VISHAY INTERTECHNOLOGY INC   | COM            | 928298108 | 198    | 16700   | SH | DEFINED | 10 |
| VODAFONE GROUP PLC NEW       | SPONSORED ADR  | 92857W100 | 2243   | 92211   | SH | DEFINED | 10 |
| VODAFONE GROUP PLC NEW       | SPONSORED ADR  | 92857W100 | 408    | 16762   | SH | DEF/OTH | 10 |
| VODAFONE GROUP PLC NEW       | SPONSORED ADR  | 92857W100 | 20     | 815     | SH | DEFINED | 9  |
| WACHOVIA CORP 2ND NEW        | COM            | 929903102 | 3942   | 79480   | SH | DEFINED | 10 |
| WACHOVIA CORP 2ND NEW        | COM            | 929903102 | 768    | 15481   | SH | DEF/OTH | 10 |
| WAL MART STORES INC          | COM            | 931142103 | 3572   | 74109   | SH | DEFINED | 10 |
| WAL MART STORES INC          | COM            | 931142103 | 624    | 12951   | SH | DEF/OTH | 10 |
| WAL MART STORES INC          | COM            | 931142103 | 2576   | 53450   | SH | DEFINED | 7  |
| WAL MART STORES INC          | COM            | 931142103 | 1880   | 39013   | SH | DEFINED | 9  |
| WAL MART STORES INC          | COM            | 931142103 | 96     | 2000    | SH | DEF/OTH | 9  |
| WALGREEN CO                  | COM            | 931422109 | 3433   | 74637   | SH | DEFINED | 10 |
| WALGREEN CO                  | COM            | 931422109 | 440    | 9570    | SH | DEF/OTH | 10 |
| WALGREEN CO                  | COM            | 931422109 | 591    | 12850   | SH | DEFINED | 7  |
| WALGREEN CO                  | COM            | 931422109 | 32     | 700     | SH | DEFINED | 9  |
| WASHINGTON MUT INC           | COM            | 939322103 | 415    | 10196   | SH | DEFINED | 10 |
| WASHINGTON MUT INC           | COM            | 939322103 | 60     | 1473    | SH | DEF/OTH | 10 |
| WASHINGTON MUT INC           | COM            | 939322103 | 104    | 2550    | SH | DEFINED | 9  |
| WASHINGTON POST CO           | CL B           | 939640108 | 213    | 255     | SH | DEFINED | 10 |
| WASHINGTON TR BANCORP        | COM            | 940610108 | 66     | 2400    | SH | DEFINED | 10 |
| WASHINGTON TR BANCORP        | COM            | 940610108 | 504    | 18225   | SH | DEF/OTH | 10 |
| WASTE MGMT INC DEL           | COM            | 94106L109 | 331    | 11665   | SH | DEFINED | 10 |
| WASTE MGMT INC DEL           | COM            | 94106L109 | 4      | 150     | SH | DEF/OTH | 10 |
| WASTE MGMT INC DEL           | COM            | 94106L109 | 1417   | 50000   | SH | DEFINED | 7  |
| WELLPOINT INC                | COM            | 94973V107 | 2109   | 30286   | SH | DEFINED | 10 |
| WELLPOINT INC                | COM            | 94973V107 | 262    | 3758    | SH | DEF/OTH | 10 |
| WELLS FARGO & CO NEW         | COM            | 949746101 | 4919   | 79877   | SH | DEFINED | 10 |
| WELLS FARGO & CO NEW         | COM            | 949746101 | 673    | 10935   | SH | DEF/OTH | 10 |
| WELLS FARGO & CO NEW         | COM            | 949746101 | 7424   | 120559  | SH | DEFINED | 7  |
| WELLS FARGO & CO NEW         | COM            | 949746101 | 18     | 290     | SH | DEFINED | 9  |
| WENDYS INTL INC              | COM            | 950590109 | 641    | 13450   | SH | DEFINED | 10 |
| WENDYS INTL INC              | COM            | 950590109 | 14     | 300     | SH | DEF/OTH | 10 |
| WEYERHAEUSER CO              | COM            | 962166104 | 1502   | 23592   | SH | DEFINED | 10 |
| WEYERHAEUSER CO              | COM            | 962166104 | 73     | 1150    | SH | DEF/OTH | 10 |
| WISCONSIN ENERGY CORP        | COM            | 976657106 | 344    | 8816    | SH | DEFINED | 10 |
| WISCONSIN ENERGY CORP        | COM            | 976657106 | 129    | 3300    | SH | DEF/OTH | 10 |
| WORTHINGTON INDS INC         | COM            | 981811102 | 259    | 16400   | SH | DEFINED | 10 |
| WORTHINGTON INDS INC         | COM            | 981811102 | 35     | 2200    | SH | DEF/OTH | 10 |
| WRIGLEY WM JR CO             | COM            | 982526105 | 3269   | 47487   | SH | DEFINED | 10 |
| WRIGLEY WM JR CO             | COM            | 982526105 | 67     | 970     | SH | DEF/OTH | 10 |

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

|                             |      |           |      |        |    |         |    |
|-----------------------------|------|-----------|------|--------|----|---------|----|
| WYETH                       | COM  | 983024100 | 2201 | 49464  | SH | DEFINED | 10 |
| WYETH                       | COM  | 983024100 | 1954 | 43901  | SH | DEF/OTH | 10 |
| WYETH                       | COM  | 983024100 | 31   | 700    | SH | DEFINED | 7  |
| WYETH                       | COM  | 983024100 | 263  | 5914   | SH | DEFINED | 9  |
| WYNDHAM INTL INC            | CL A | 983101106 | 139  | 125000 | SH | DEFINED | 9  |
| YAHOO INC                   | COM  | 984332106 | 146  | 4200   | SH | DEFINED | 10 |
| YAHOO INC                   | COM  | 984332106 | 35   | 1000   | SH | DEF/OTH | 10 |
| YAHOO INC                   | COM  | 984332106 | 6930 | 200000 | SH | DEFINED | 7  |
| YAHOO INC                   | COM  | 984332106 | 32   | 936    | SH | DEFINED | 9  |
| YUM BRANDS INC              | COM  | 988498101 | 388  | 7445   | SH | DEFINED | 10 |
| YUM BRANDS INC              | COM  | 988498101 | 264  | 5075   | SH | DEF/OTH | 10 |
| ZIMMER HLDGS INC            | COM  | 98956P102 | 4901 | 64349  | SH | DEFINED | 10 |
| ZIMMER HLDGS INC            | COM  | 98956P102 | 630  | 8268   | SH | DEF/OTH | 10 |
| ZIMMER HLDGS INC            | COM  | 98956P102 | 17   | 220    | SH | DEFINED | 9  |
| GLOBALSANTAFE CORP          | SHS  | G3930E101 | 3477 | 85231  | SH | DEFINED | 10 |
| GLOBALSANTAFE CORP          | SHS  | G3930E101 | 79   | 1928   | SH | DEF/OTH | 10 |
| INGERSOLL-RAND COMPANY LTD  | CL A | G4776G101 | 3223 | 45174  | SH | DEFINED | 10 |
| INGERSOLL-RAND COMPANY LTD  | CL A | G4776G101 | 375  | 5257   | SH | DEF/OTH | 10 |
| NABORS INDUSTRIES LTD       | SHS  | G6359F103 | 788  | 13003  | SH | DEFINED | 10 |
| NABORS INDUSTRIES LTD       | SHS  | G6359F103 | 37   | 615    | SH | DEF/OTH | 10 |
| TRANSOCEAN INC              | ORD  | G90078109 | 143  | 2650   | SH | DEFINED | 10 |
| TRANSOCEAN INC              | ORD  | G90078109 | 507  | 9400   | SH | DEFINED | 7  |
| ROYAL CARIBBEAN CRUISES LTD | COM  | V7780T103 | 811  | 16775  | SH | DEFINED | 10 |
| ROYAL CARIBBEAN CRUISES LTD | COM  | V7780T103 | 37   | 760    | SH | DEF/OTH | 10 |
| FLEXTRONICS INTL LTD        | ORD  | Y2573F102 | 2031 | 153780 | SH | DEFINED | 10 |
| FLEXTRONICS INTL LTD        | ORD  | Y2573F102 | 69   | 5250   | SH | DEF/OTH | 10 |