



State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: \$50.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2012

1. Corporate ID No. 000272297

2. Name of Corporation The Royal Bank of Scotland, PLC

3. Street Address Principal Business Office:

No. and Street: 36 ST. ANDREW SQUARE

City or Town: EDINBURGH, SCOTLAND EH2 2YB

State: Zip: Country: UK

4. Business Phone No.

5. State of Incorporation

State:

6. Brief Description of the Character of Business Conducted in Rhode Island

BUSINESS DESCRIPTION: EQUITY, FIXED INCOME AND DERIVATIVES TRADING ON BEHALF OF THE APPLICANTS PROPRIETARY ACCOUNT

SHARES AUTHORIZED AND ISSUED: The number of shares authorized is unlimited. 6,608,516,808 common shares with a \$1.00 par value are issued, 59,200,000 non-cumulative preferred with \$.01 par value are issued, and 500,000 non-cumulative preferred shared with a €1 par value are issued.

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	STEPHEN HESTER	ROYAL BANK OF SCOTLAND 36 ST. ANDREW SQUARE EDINBURGH, SCOTLAND EH2 2YB GBR
CFO	CAROL P. MATHIS	RBSSI, 600 WASHINGTON BOULEVARD STAMFORD, CT 06901 USA
ASSISTANT SECRETARY	PAUL D. STEVELMAN	RBSSI, 600 WASHINGTON BOULEVARD STAMFORD, CT 06901 USA
DIRECTOR	SIR PHILIP HAMPTON	36 ST. ANDREW SQUARE, ROYAL BANK OF SCOTLAND EDINBURGH, SC EH2 2YB GBR

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
STK		\$0.01	100,000,000.00	0
STK		\$0.01	16,000,000.00	0
PNP		\$0.00	66,000,000.00	0

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 27 Day of February, 2012 at 11:30:05 AM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By PAUL D. STEVELMAN
Signature of Authorized Representative of the Corporation

ASSISTANT SECRETARY, RBS SECURITIES INC.
Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

Form No. 630
Revised 09/07