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ROYAL BANK OF SCOTLAND GROUP PLC  
Form 6-K  
April 01, 2003

FORM 6-K  
SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

Report of Foreign Private Issuer

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

For the month of March 2003

Commission File Number: 001-10306

The Royal Bank of Scotland Group plc

42 St Andrew Square  
Edinburgh EH2 2YE  
Scotland

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports  
under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F  
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Indicate by check mark if the registrant is submitting the Form 6-K in paper as  
permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as  
permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information  
contained in this Form is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of  
1934.

Yes No   
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If "Yes" is marked, indicate below the file number assigned to the registrant  
in connection with Rule 12g3-2(b): 82- \_\_\_\_\_

THE ROYAL BANK OF SCOTLAND GROUP plc

DIVIDEND ON SERIES 1 AND SERIES 2 NON-CUMULATIVE CONVERTIBLE DOLLAR PREFERENCE  
SHARES OF US\$0.01 FOR THE PERIOD TO 31 MARCH 2003

The Directors have declared the specified dividends on the undernoted series of  
non-cumulative convertible dollar preference shares, all of which are  
represented by American Depositary Shares, for the six months to 31 March 2003.  
The dividends will be paid on 31 March 2003 at the undernoted rates to holders

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on the register at the close of business on 14 March 2003. As at the date of this announcement all of the undernoted non-cumulative dollar preference shares are held by The Bank of New York, N.A. as Depositary who have advised that the record date for the American Depositary Receipts which evidence the undernoted American Depositary Shares is 14 March 2003.

Series	Dividend payable per share
Series 1	US\$45.59
Series 2	US\$44.085

3 March 2003

End

THE ROYAL BANK OF SCOTLAND GROUP plc

DIVIDEND ON SERIES D, SERIES E, SERIES F, SERIES G, SERIES H, SERIES I, SERIES J AND SERIES K NON-CUMULATIVE DOLLAR PREFERENCE SHARES of US\$0.01 FOR THE THREE MONTHS TO 31 MARCH 2003

The Directors have declared the specified dividends on the undernoted Series of non-cumulative dollar preference shares, all of which are represented by American Depositary Shares, for the three months to 31 March 2003. The dividends will be paid on 31 March 2003 at the undernoted rates to holders on the register at the close of business on 14 March 2003. As at the date of this announcement all of the undernoted Non-cumulative dollar preference shares are held by The Bank of New York, N.A. as Depositary who have advised that the record date for the American Depositary Receipts which evidence the undernoted American Depositary Shares is 14 March 2003.

Series	Dividend payable per share
Series D	US\$0.51328125
Series E	US\$0.50625
Series F	US\$0.478125
Series G	US\$0.4625
Series H	US\$0.453125
Series I	US\$0.50
Series J	US\$0.53125
Series K	US\$0.4921875

3 March 2003

End

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THE ROYAL BANK OF SCOTLAND GROUP plc  
DIVIDEND ON NON-CUMULATIVE CONVERTIBLE PREFERENCE SHARES OF (euro)0.01

The Directors have declared the specified dividend on the non-cumulative convertible preference shares of (euro) 0.01 for the twelve months to 31 March 2003.

The dividend will be paid on 31 March 2003 at a rate of (euro) 67.70 per share to holders on the register at close of business on 14 March 2003.

3 March 2003

End

NATIONAL WESTMINSTER BANK Plc

DIVIDEND ON SERIES B and SERIES C NON-CUMULATIVE DOLLAR PREFERENCE SHARES OF US\$25.00 FOR THE THREE MONTHS TO 16 APRIL 2003

The Directors have declared the specified dividends on the undernoted Series of non-cumulative dollar preference shares for the three months to 16 April 2003. The dividends will be paid on 16 April 2003 at the undernoted rates to holders on the register at the close of business on 7 March 2003.

Series	Dividend payable per share
Series B	US\$0.4921875
Series C	US\$0.48519

3 March 2003

End

NATIONAL WESTMINSTER BANK Plc

DIVIDEND ON SERIES A NON-CUMULATIVE STERLING PREFERENCE SHARES OF (pound)1.00 FOR THE SIX MONTHS TO 16 APRIL 2003

The Directors have declared the specified dividend on the Series A non-cumulative sterling preference shares of (pound)1.00 for the six months to 16 April 2003.

The dividend will be paid on 16 April 2003 at the rate of 4.5p per share to holders on the register at close of business on 7 March 2003.

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3 March 2003

End

THE ROYAL BANK OF SCOTLAND plc

The Royal Bank of Scotland plc ("the Bank") has today launched a (pound)500 million (Junior) Subordinated Upper Tier II issue. The notes will be perpetual with a first call date of 14 March 2016. The deal has been priced at a spread of 95 basis points against the UK Treasury 8% due 2015. The lead manager and bookrunner for the deal was The Royal Bank of Scotland, with BNP Paribas and JP Morgan Chase as co-lead managers.

The notes have been issued under the Bank's Euro Medium Term Note Programme, and are expected to be rated Aa2/A/AA- by Moody's, Standard & Poor's and Fitch respectively. The notes will be listed on the London Stock Exchange.

Stabilisation FSA.

For further information, please contact:

The Royal Bank of Scotland Group plc

Grahame Whitehead  
Deputy Group Finance Director  
42 St. Andrew Square  
Edinburgh EH2 2YE  
Tel: 0131 523 2970

Ron Huggett  
Capital Raising Director  
5th Floor. 280 Bishopsgate  
London EC2M 4RB  
Tel: 020 7375 4925

Gordon Taylor  
Associate Director, Primary Markets  
135 Bishopsgate  
London EC2M 3UR  
Tel: 020 7648 3095

SCHEDULE 11

NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of director

Iain Samuel Robertson

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3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Iain Samuel Robertson

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

The Royal Bank of Scotland plc

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

Iain Samuel Robertson

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

Participation in The Royal Bank of Scotland Group plc Profit Sharing Scheme

7. Number of shares / amount of stock acquired

211

8. Percentage of issued class

-

9. Number of shares/amount of stock disposed

n/a

10. Percentage of issued class

n/a

11. Class of security

Ordinary 25p

12. Price per share

(pound)14.18

13. Date of transaction

7 March 2003

14. Date company informed

11 March 2003

15. Total holding following this notification

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121,115

16. Total percentage holding of issued class following this notification

-

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

n/a

18. Period during which or date on which exercisable

n/a

19. Total amount paid (if any) for grant of the option

n/a

20. Description of shares or debentures involved: class, number

n/a

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

n/a

22. Total number of shares or debentures over which options held following this notification

n/a

23. Any additional information

n/a

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat  
0131 523 2002

25. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat  
0131 523 2002

Date of Notification

11 March 2003

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THE ROYAL BANK OF SCOTLAND GROUP plc

In accordance with sections 9.31(a) and 9.32 of the UK Listing Authority rules, The Royal Bank of Scotland Group plc has today submitted to the Document Viewing Facility the circular Letter to Shareholders together with the Notice of Meeting in connection with the Annual General Meeting to be held on 28 April 2003.

18 March 2003

### SCHEDULE 10

#### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company  
The Royal Bank of Scotland Group plc
2. Name of shareholder having a major interest  
Lehman Brothers International (Europe)
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18  
Lehman Brothers International (Europe)
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them  
Lehman Brothers International (Europe)
5. Number of shares / amount of stock acquired  
-
6. Percentage of issued class  
-
7. Number of shares / amount of stock disposed  
-
8. Percentage of issued class

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- 
9. Class of security  
Ordinary Shares of 25p
10. Date of transaction  
14 March 2003
11. Date company informed  
19 March 2003
12. Total holding following this notification  
144,077,244
13. Total percentage holding of issued class following this notification  
4.97%
14. Any additional information  
-
15. Name of contact and telephone number for queries  
Hew Campbell, Head of Group Secretariat 0131 523 4711
16. Name and signature of authorised company official responsible for making this notification  
Hew Campbell, Head of Group Secretariat 0131 523 4711  
Date of notification  
19 March 2003

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SCHEDULE 10

NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company  
The Royal Bank of Scotland Group plc



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2. Name of shareholder having a major interest  
Lehman Brothers International (Europe)
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18  
Lehman Brothers International (Europe)
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them  
Lehman Brothers International (Europe)
5. Number of shares / amount of stock acquired  
-
6. Percentage of issued class  
-
7. Number of shares / amount of stock disposed  
-
8. Percentage of issued class  
-
9. Class of security  
Ordinary Shares of 25p
10. Date of transaction  
18 March 2003
11. Date company informed  
20 March 2003
12. Total holding following this notification  
104,882,613
13. Total percentage holding of issued class following this notification  
3.61%
14. Any additional information  
-
15. Name of contact and telephone number for queries  
Hew Campbell, Head of Group Secretariat 0131 523 4711

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16. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat 0131 523 4711

Date of notification

21 March 2003

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### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company  
The Royal Bank of Scotland Group plc
2. Name of director  
Frederick Anderson Goodwin
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest  
Frederick Anderson Goodwin
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)  
Frederick Anderson Goodwin
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)  
Frederick Anderson Goodwin
6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary  
2003 Executive Share Option Scheme Grant
7. Number of shares / amount of stock acquired  
72,800 options
8. Percentage of issued class

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- 
9. Number of shares/amount of stock disposed
- 
10. Percentage of issued class
- 
11. Class of security  
Ordinary Shares of 25p
12. Price per share
- 
13. Date of transaction  
13 March 2003
14. Date company informed  
21 March 2003
15. Total holding following this notification
- 
16. Total percentage holding of issued class following this notification
- 
- If a director has been granted options by the company please complete the following boxes.
17. Date of grant  
13 March 2003
18. Period during which or date on which exercisable  
13 March 2006 to 12 March 2013
19. Total amount paid (if any) for grant of the option
- 
20. Description of shares or debentures involved: class, number  
Ordinary Shares of 25p
21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise  
(pound)12.37
22. Total number of shares or debentures over which options held following this notification

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508,151

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat, 0131 523 2002

25. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat, 0131 523 2002

Date of Notification

21 March 2003

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of director

Gordon Francis Pell

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Gordon Francis Pell

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

Gordon Francis Pell

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

Gordon Francis Pell

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

2003 Executive Share Option Scheme Grant

7. Number of shares / amount of stock acquired

49,800 options

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8. Percentage of issued class  
-
9. Number of shares/amount of stock disposed  
-
9. Percentage of issued class  
-
10. Class of security  
Ordinary 25p shares
11. Price per share  
-
12. Date of transaction  
13 March 2003
13. Date company informed  
21 March 2003
14. Total holding following this notification  
-
15. Total percentage holding of issued class following this notification  
-
- If a director has been granted options by the company please complete the following boxes.
16. Date of grant  
13 March 2003
17. Period during which or date on which exercisable  
13 March 2006 to 12 March 2013
18. Total amount paid (if any) for grant of the option  
-
19. Description of shares or debentures involved: class, number  
Ordinary 25p shares
20. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise  
(pound)12.37

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21. Total number of shares or debentures over which options held following this notification
- 157,866
22. Any additional information
- 
23. Name of contact and telephone number for queries
- Hew Campbell, Head of Group Secretariat, 0131 523 2002
24. Name and signature of authorised company official responsible for making this notification
- Hew Campbell, Head of Group Secretariat, 0131 523 2002
- Date of Notification
- 21 March 2003

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company
- The Royal Bank of Scotland Group plc
2. Name of director
- Frederick Inglis Watt
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest
- Frederick Inglis Watt
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)
- Frederick Inglis Watt
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)
- Frederick Inglis Watt
6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary
- 2003 Executive Share Option Scheme Grant
7. Number of shares / amount of stock acquired

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42,500 options

8. Percentage of issued class

-

9. Number of shares/amount of stock disposed

-

10. Percentage of issued class

-

11. Class of security

Ordinary 25p shares

12. Price per share

-

13. Date of transaction

13 March 2003

14. Date company informed

21 March 2003

15. Total holding following this notification

-

16. Total percentage holding of issued class following this notification

-

If a director has been granted options by the company please complete the following boxes.

17. Date of grant

13 March 2003

18. Period during which or date on which exercisable

13 March 2006 to 12 March 2013

19. Total amount paid (if any) for grant of the option

-

20. Description of shares or debentures involved: class, number

Ordinary 25p shares

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

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(pound)12.37

22. Total number of shares or debentures over which options held following this notification
- 158,758
23. Any additional information
- 
24. Name of contact and telephone number for queries
- Hew Campbell, Head of Group Secretariat, 0131 523 2002
25. Name and signature of authorised company official responsible for making this notification
- Hew Campbell, Head of Group Secretariat, 0131 523 2002
- Date of Notification
- 21 March 2003

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company
- The Royal Bank of Scotland Group plc
2. Name of director
- Norman Cardie McLuskie
3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest
- Norman Cardie McLuskie
4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)
- Norman Cardie McLuskie
5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)
- Norman Cardie McLuskie
6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary
- 2003 Executive Share Option Scheme Grant



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7. Number of shares / amount of stock acquired  
39,700 options
8. Percentage of issued class  
-
9. Number of shares/amount of stock disposed  
-
10. Percentage of issued class  
-
11. Class of security  
Ordinary 25p shares
12. Price per share  
-
13. Date of transaction  
13 March 2003
14. Date company informed  
21 March 2003
15. Total holding following this notification  
-
16. Total percentage holding of issued class following this notification  
-  
  
If a director has been granted options by the company please complete the following boxes.
17. Date of grant  
13 March 2003
18. Period during which or date on which exercisable  
13 March 2006 to 12 March 2013
19. Total amount paid (if any) for grant of the option  
-
20. Description of shares or debentures involved: class, number  
Ordinary 25p shares
21. Exercise price (if fixed at time of grant) or indication that price is to

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be fixed at time of exercise

(pound)12.37

22. Total number of shares or debentures over which options held following this notification

156,130

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat, 0131 523 2002

25. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat, 0131 523 2002

Date of Notification

21 March 2003

### SCHEDULE 11

#### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of director

Sir George Ross Mathewson

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Sir George Ross Mathewson

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

Sir George Ross Mathewson

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

Sir George Ross Mathewson

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

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### 2003 Executive Share Option Scheme Grant

7. Number of shares / amount of stock acquired  
36,400 options
  8. Percentage of issued class  
-
  9. Number of shares/amount of stock disposed  
-
  10. Percentage of issued class  
-
  11. Class of security  
Ordinary 25p shares
  12. Price per share  
-
  13. Date of transaction  
13 March 2003
  14. Date company informed  
21 March 2003
  15. Total holding following this notification  
-
  16. Total percentage holding of issued class following this notification  
-
- If a director has been granted options by the company please complete the following boxes.
17. Date of grant  
13 March 2003
  18. Period during which or date on which exercisable  
13 March 2006 to 12 March 2013
  19. Total amount paid (if any) for grant of the option  
-
  20. Description of shares or debentures involved: class, number  
Ordinary 25p shares

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21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

(pound)12.37

22. Total number of shares or debentures over which options held following this notification

294,001

23. Any additional information

-

24. Name of contact and telephone number for queries

Hew Campbell, Head of Group Secretariat, 0131 523 2002

25. Name and signature of authorised company official responsible for making this notification

Hew Campbell, Head of Group Secretariat, 0131 523 2002

Date of Notification

21 March 2003

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### SCHEDULE 10

#### NOTIFICATION OF MAJOR INTERESTS IN SHARES

1. Name of company

The Royal Bank of Scotland Group plc

2. Name of shareholder having a major interest

Lehman Brothers International (Europe)

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18

Lehman Brothers International (Europe)

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

Lehman Brothers International (Europe)

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5. Number of shares / amount of stock acquired  
-
  6. Percentage of issued class  
-
  7. Number of shares / amount of stock disposed  
-
  8. Percentage of issued class  
-
  9. Class of security  
Ordinary Shares of 25p
  10. Date of transaction  
20 March 2003
  11. Date company informed  
25 March 2003
  12. Total holding following this notification  
-
  13. Total percentage holding of issued class following this notification  
Less than 3%
  14. Any additional information  
-
  15. Name of contact and telephone number for queries  
Hew Campbell, Head of Group Secretariat 0131 523 4711
  16. Name and signature of authorised company official responsible for making this notification  
Hew Campbell, Head of Group Secretariat 0131 523 4711
- Date of notification  
25 March 2003

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contained in it, or from any action or decision taken as a result of using this document or any such material.

### Signatures

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

Date: 1 April 2003

THE ROYAL BANK OF SCOTLAND GROUP plc  
(Registrant)

By: /s/ H Campbell

-----  
Name: H Campbell

Title: Head of Group Secretariat