

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

ROYAL BANK OF SCOTLAND GROUP PLC

Form 6-K

June 10, 2002

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
Washington D.C. 20549

Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16  
of the Securities Exchange Act of 1934  
5 June 2002

The Royal Bank of Scotland Group plc

42 St Andrew Square

Edinburgh EH2 2YE

Scotland

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

Form 20-F   
---

Form 40-F   
---

Indicate by check mark 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   
---

Rule 12g3-2(b): 82 - \_\_\_\_\_

The following information was issued as

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

Company announcements, in London, England  
and is furnished pursuant to General  
Instruction B to the General Instructions  
to Form 6-K:

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

AXA S.A.

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

AXA S.A.

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

Chase Nominees Ltd

5) Number of shares/amount of stock acquired

6) Percentage of issued class

7) Number of shares/amount of stock disposed

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

8) Percentage of issued class

9) Class of security

5.5% Cumulative Preference Shares of (pound)1.00 each

10) Date of transaction

29 April 2002

11) Date company informed

1 May 2002

12) Total holding following this notification

81,000 cumulative preference shares of (pound)1.00 each

13) Total percentage holding of issued class following this notification

20.25%

14) Any additional information

No change in beneficial ownership - shares transferred from Guardian Royal Exchange to AXA S.A.

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 3 May 2002

The Royal Bank of Scotland Group plc

21th May 2002

THE ROYAL BANK OF SCOTLAND GROUP PLC PLANS TO ISSUE NON-CUMULATIVE TRUST PREFERRED SECURITIES

## Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

The Royal Bank of Scotland Group plc ("RBSG") intends to issue Non-Cumulative Trust Preferred Securities ("the Securities") denominated in Euros through RBS Capital Trust LP A.

Application has been made to list the Securities on the Luxembourg Stock Exchange. It is expected the Securities will qualify as Tier One Capital of RBSG. It is intended that the net proceeds of the offering will be used for general corporate purposes and to strengthen the capital base of RBSG.

RBSG is being advised in connection with the issue by Goldman Sachs International as structuring adviser, BNP PARIBAS and The Royal Bank of Scotland.

The Securities have not nor will be registered under the United States Securities Act of 1933, as amended (The "Securities Act"), or under any state securities laws and may not be offered, sold or delivered in the United States, or to or for the account or benefit of US persons (as defined under Regulation S under The Securities Act) unless registered under The Securities Act or an exemption from the registration requirements of The Securities Act is available. The Securities are being offered and sold only to certain persons in transactions outside the United States in compliance with Regulation S under The Securities Act.

For further information, please contact:

The Royal Bank of Scotland Group plc;  
Fred Watt  
Group Finance Director  
42 St Andrew Square  
Edinburgh  
EH2 2YE  
Tel: 0131 523 2028

Ron Huggett  
Capital Raising Director  
Drapers Gardens  
12 Throgmorton Avenue  
London  
EC1N 2TH  
Tel: 020 7375 4925

Goldman Sachs International;  
Sazia Azim  
Executive Director  
Peterborough Court  
133 Fleet Street  
London  
EC4A 2BB  
Tel: 020 7774 6814

BNP PARIBAS;  
Michael Blanning  
10 Harewood Avenue  
London  
NW1 6AA  
Tel: 020 7595 8693

The Royal Bank of Scotland  
Gordon Taylor  
Associate Director  
135 Bishopsgate  
London  
EC2M 3UR  
Tel: 020 7334 1217  
Stabilisation FSA

The Royal Bank of Scotland Group plc  
29 May 2002

THE ROYAL BANK OF SCOTLAND GROUP AND RBS CAPITAL TRUST A WILL ISSUE EUR1.25

## Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

### BILLION NON-CUMULATIVE TRUST PREFERRED SECURITIES

The Royal Bank of Scotland Group plc ("the Group") will issue EUR1,250,000,000 of Non-Cumulative Trust Preferred Securities ("the Securities") through RBS Capital Trust A.

The Securities will be in denominations of EUR1,000 and will pay a coupon of 6.467%.

Application has been made to list the Securities on the Luxembourg Stock Exchange.

The Securities have not nor will be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or under any state securities laws and may not be offered or sold in the United States, or to or for the account or benefit of US persons (as defined under Regulation S under the Securities Act) unless registered under the Securities Act or an exemption from the registration requirements of the Securities Act is available. The Securities are being offered and sold only to certain persons in transactions outside the United States in compliance with Regulation S under the Securities Act.

BNP PARIBAS, Goldman Sachs International and The Royal Bank of Scotland advised the Group in connection with the issue.

Fred Watt, Group Finance Director of The Royal Bank of Scotland Group commented:

"We are delighted with the response of European Investors to this issue and pleased to be able to increase the size of the issue to accommodate excess demand. Europe is an important market to our organisation and the success of this issue is a resounding endorsement of our strategy."

Michael Blanning, BNP PARIBAS, Shazia Azim, Managing Director, Goldman Sachs International and Gordon Taylor, Associate Director, The Royal Bank of Scotland added:

"We were delighted to lead manage this deal which is the largest single euro Tier I issue ever. The exceptionally strong order book of high quality accounts was significantly oversubscribed and this persuaded the issuer to increase the launch size. This transaction demonstrates investor's continued demand for The Royal Bank of Scotland credit."

For further information, please contact:

The Royal Bank of Scotland Group plc;

Fred Watt  
Group Finance Director  
42 St Andrew Square  
Edinburgh  
EH2 2YE  
Tel: 0131 523 2028

Ron Huggett  
Capital Raising Director  
Drapers Gardens  
12 Throgmorton Avenue

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

London  
EC2N 2DL  
Tel: 020 7375 4925

For BNP PARIBAS;  
Michael Blanning  
10 Harewood Avenue  
London  
NW1 6AA  
Tel: 020 7595 8693

For Goldman Sachs International;  
Shazia Azim  
Executive Director  
Peterborough Court  
133 Fleet Street  
London  
EC4A 2BB  
Tel: 020 7774 6814

For The Royal Bank of Scotland;  
Gordon Taylor  
Associate Director  
135 Bishopsgate  
London  
EC2M 3UR  
Tel: 020 7334 1217

THE ROYAL BANK OF SCOTLAND GROUP plc

DIVIDEND ON SERIES 3 NON-CUMULATIVE CONVERTIBLE PREFERENCE SHARES OF US\$0.01

The Directors have declared the dividend payable on the Series 3 non-cumulative convertible preference shares of US\$0.01 for the six months to 30 June 2002.

The dividend will be paid on 28 June 2002 at a rate of US\$39.08 per share to holders on the Register at the close of business on 13 June 2002.

29 May 2002

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 JULY 2002

The Directors have declared the specified dividends on the undernoted Series of non-cumulative dollar preference shares for the three months to 16 July 2002. The dividends will be paid on 16 July 2002 at the undernoted rates to holders on the register at the close of business on 7 June 2002.

## Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

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

29 May 2002

End

THE ROYAL BANK OF SCOTLAND GROUP plc

DIVIDEND ON SERIES B, SERIES C, 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 30 JUNE 2002

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 30 June 2002. The dividends will be paid on 28 June 2002 at the undernoted rates to holders on the register at the close of business on 13 June 2002. 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 13 June 2002.

Series	Dividend payable per share
Series B	US\$0.63
Series C	US\$0.534375
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

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 6-K

29 May 2002

End

The Royal Bank of Scotland Group today announced the appointment of Colin Buchan as a new non-executive director.

Colin Buchan, who has spent most of his professional career with UBS Warburg, retired as Global Head of Equities in March 2001. Prior to that Colin held a number of positions including Global Head of Sales, based in London, Senior Regional Director for the Far East and Managing Director, South Africa.

Sir George Mathewson, Chairman of The Royal Bank of Scotland Group, said "Colin will be an excellent addition to our Board. He brings a broad range of international business experience to the Board. We look forward to his input."

The appointment takes effect from 1st June 2002 from which time he will also be appointed to the Boards of The Royal Bank of Scotland plc and National Westminster Bank Plc.

For further information contact  
Carolyn McAdam  
Head of Group Communications  
0131 523 2055  
07796 274968

30 May 2002

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 authorised.

5 June 2002

THE ROYAL BANK OF SCOTLAND GROUP plc  
(Registrant)

By: /s/ H Campbell

-----  
Name: H Campbell

Title: Head of Group Secretariat