

ROYAL BANK OF SCOTLAND GROUP PLC

Form 13F-HR

May 15, 2013

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

FORM 13F

FORM 13F COVER PAGE

Report For the Quarter Ended: March 31, 2013

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  
36 St Andrew Square  
Edinburgh EH2 2YB  
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: Aileen Taylor  
Title: Head of Group Secretariat  
Phone: (+44) 0131 626 4099  
Signature, Place and Date of Signing:

Aileen Taylor Edinburgh, Scotland May 10, 2013

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: 4

Form 13F Information Table Entry Total: 1455

Form 13F Information Table Value Total: \$8,219,042,673

List of Other Included Managers:

No.	13F File Number	Name
10	028-05954	Citizens Bank
9	028-01255	National Westminster Bank plc
15	028-09000	The Royal Bank of Scotland N.V.
7	028-05855	The Royal Bank of Scotland Plc

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
THE ADT CORPORATION	COM	00101J106	36	745	SH		DEFINED	10
THE ADT CORPORATION	COM	00101J106	2062	42134	SH		DEFINED	15
THE ADT CORPORATION	COM	00101J106	5	98	SH		DEFINED	9
AFLAC INC	COM	001055102	777	14933	SH		DEFINED	10
AFLAC INC	COM	001055102	111	2138	SH		DEF/OTH	10
AFLAC INC	COM	001055102	4269	82063	SH		DEFINED	15
AGCO CORP	COM	001084102	692	13268	SH		DEFINED	15
AGL RES INC	COM	001204106	39	927	SH		DEFINED	10
AGL RES INC	COM	001204106	540	12862	SH		DEFINED	15
AES CORP	COM	00130H105	1367	108769	SH		DEFINED	15
AT&T INC	COM	00206R102	10395	283332	SH		DEFINED	10
AT&T INC	COM	00206R102	528	14390	SH		DEF/OTH	10
AT&T INC	COM	00206R102	40816	1112451	SH		DEFINED	15
AT&T INC	COM	00206R102	9	234	SH		DEFINED	9
ABBOTT LABS	COM	002824100	6162	174471	SH		DEFINED	10
ABBOTT LABS	COM	002824100	201	5704	SH		DEF/OTH	10
ABBOTT LABS	COM	002824100	16957	480097	SH		DEFINED	15
ABBOTT LABS	COM	002824100	445	12600	SH		DEFINED	7
ABBOTT LABS	COM	002824100	127	3589	SH		DEFINED	9
ABBVIE INC	COM	00287Y109	4527	111020	SH		DEFINED	10
ABBVIE INC	COM	00287Y109	233	5704	SH		DEF/OTH	10
ABBVIE INC	COM	00287Y109	22347	547988	SH		DEFINED	15
ABBVIE INC	COM	00287Y109	514	12600	SH		DEFINED	7
ABBVIE INC	COM	00287Y109	144	3539	SH		DEFINED	9
ABERCROMBIE & FITCH CO	CL A	002896207	1	13	SH		DEFINED	10
ABERCROMBIE & FITCH CO	CL A	002896207	376	8128	SH		DEFINED	15
ACADIA RLTY TR	COM SH BEN INT	004239109	1267	45634	SH		DEFINED	15
ACTAVIS INC	COM	00507K103	14	150	SH		DEFINED	10
ACTAVIS INC	COM	00507K103	3804	41302	SH		DEFINED	15
ACTIVISION BLIZZARD INC	COM	00507V109	3	232	SH		DEFINED	10
ACTIVISION BLIZZARD INC	COM	00507V109	733	50336	SH		DEFINED	15
ACTIVISION BLIZZARD INC	COM	00507V109	0	32	SH		DEFINED	9
ACTUANT CORP	CL A NEW	00508X203	4158	135790	SH		DEFINED	10
ACTUANT CORP	CL A NEW	00508X203	5	148	SH		DEFINED	15
ADOBE SYS INC	COM	00724F101	117	2678	SH		DEFINED	10
ADOBE SYS INC	COM	00724F101	10	240	SH		DEF/OTH	10
ADOBE SYS INC	COM	00724F101	2298	52815	SH		DEFINED	15
ADVANCE AUTO PARTS INC	COM	00751Y106	683	8263	SH		DEFINED	15

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

ADVANCED MICRO DEVICES INC	COM		007903107	381	149598	SH	DEFINED	15
ADVANCED MICRO DEVICES INC	NOTE	6.000% 5/0	007903AL1	4975	5000000	SH	DEFINED	15
AETNA INC NEW	COM		00817Y108	261	5108	SH	DEFINED	10
AFFILIATED MANAGERS GROUP	COM		008252108	9523	62011	SH	DEFINED	10
AFFILIATED MANAGERS GROUP	COM		008252108	11	70	SH	DEF/OTH	10
AFFYMETRIX INC	COM		00826T108	1040	220312	SH	DEFINED	15
AIR PRODS & CHEMS INC	COM		009158106	805	9242	SH	DEFINED	10
AIR PRODS & CHEMS INC	COM		009158106	26	300	SH	DEF/OTH	10
AIR PRODS & CHEMS INC	COM		009158106	1535	17621	SH	DEFINED	15
AKAMAI TECHNOLOGIES INC	COM		00971T101	786	22252	SH	DEFINED	15
AKAMAI TECHNOLOGIES INC	COM		00971T101	2	55	SH	DEFINED	7
ALCOA INC	NOTE	5.250% 3/1	013817AT8	19766	14291000	SH	DEFINED	15
ALEXANDRIA REAL ESTATE EQ IN	COM		015271109	6840	96367	SH	DEFINED	15
ALEXION PHARMACEUTICALS INC	COM		015351109	2849	30924	SH	DEFINED	15
ALLEGHANY CORP DEL	COM		017175100	205	519	SH	DEFINED	15
ALLEGHENY TECHNOLOGIES INC	COM		01741R102	9	284	SH	DEFINED	10
ALLEGHENY TECHNOLOGIES INC	COM		01741R102	4	115	SH	DEF/OTH	10
ALLEGHENY TECHNOLOGIES INC	COM		01741R102	597	18837	SH	DEFINED	15
ALLERGAN INC	COM		018490102	5781	51786	SH	DEFINED	10
ALLERGAN INC	COM		018490102	8175	73234	SH	DEFINED	15
ALLERGAN INC	COM		018490102	36	320	SH	DEFINED	7
ALLIANCE DATA SYSTEMS CORP	COM		018581108	314	1939	SH	DEFINED	10
ALLIANCE DATA SYSTEMS CORP	COM		018581108	30	187	SH	DEFINED	15
ALLIANT ENERGY CORP	COM		018802108	35	705	SH	DEF/OTH	10
ALLIANT ENERGY CORP	COM		018802108	276	5496	SH	DEFINED	15
ALLIANT TECHSYSTEMS INC	NOTE	3.000% 8/1	018804AK0	21700	20000000	SH	DEFINED	15
ALLIED NEVADA GOLD CORP	COM		019344100	858	52150	SH	DEFINED	15
ALLSTATE CORP	COM		020002101	115	2335	SH	DEFINED	10
ALLSTATE CORP	COM		020002101	33	675	SH	DEF/OTH	10
ALLSTATE CORP	COM		020002101	5748	117145	SH	DEFINED	15
ALPHA NATURAL RESOURCES INC	COM		02076X102	278	33813	SH	DEFINED	15
ALTERA CORP	COM		021441100	609	17180	SH	DEFINED	10
ALTERA CORP	COM		021441100	7	200	SH	DEF/OTH	10
ALTERA CORP	COM		021441100	2911	82083	SH	DEFINED	15
ALTRIA GROUP INC	COM		02209S103	380	11051	SH	DEFINED	10
ALTRIA GROUP INC	COM		02209S103	522	15186	SH	DEF/OTH	10
ALTRIA GROUP INC	COM		02209S103	13535	393584	SH	DEFINED	15
ALTRIA GROUP INC	COM		02209S103	315	9150	SH	DEFINED	7
ALTRIA GROUP INC	COM		02209S103	34	1000	SH	DEFINED	9
AMAZON COM INC	COM		023135106	120	450	SH	DEFINED	10
AMAZON COM INC	COM		023135106	29724	111539	SH	DEFINED	15
AMAZON COM INC	COM		023135106	93	350	SH	DEFINED	7
AMEREN CORP	COM		023608102	1486	42425	SH	DEFINED	15
AMERICAN CAMPUS CMNTYS INC	COM		024835100	5150	113576	SH	DEFINED	15
AMERICAN CAPITAL AGENCY CORP	COM		02503X105	5	144	SH	DEFINED	10
AMERICAN CAPITAL AGENCY CORP	COM		02503X105	573	17465	SH	DEFINED	15
AMERICAN CAP LTD	COM		02503Y103	242	16581	SH	DEFINED	15
AMERICAN ELEC PWR INC	COM		025537101	360	7398	SH	DEFINED	10
AMERICAN ELEC PWR INC	COM		025537101	35	719	SH	DEF/OTH	10
AMERICAN ELEC PWR INC	COM		025537101	5827	119824	SH	DEFINED	15
AMERICAN EXPRESS CO	COM		025816109	1436	21293	SH	DEFINED	10
AMERICAN EXPRESS CO	COM		025816109	219	3240	SH	DEF/OTH	10
AMERICAN EXPRESS CO	COM		025816109	13167	195180	SH	DEFINED	15
AMERICAN EXPRESS CO	COM		025816109	555	8226	SH	DEFINED	7
AMERICAN INTL GROUP INC	COM NEW		026874784	9	240	SH	DEFINED	10
AMERICAN INTL GROUP INC	COM NEW		026874784	11078	285363	SH	DEFINED	15
AMERICAN SUPERCONDUCTOR CORP	COM		030111108	29	10709	SH	DEFINED	15
AMERICAN TOWER CORP NEW	COM		03027X100	1039	13507	SH	DEFINED	10
AMERICAN TOWER CORP NEW	COM		03027X100	27	350	SH	DEF/OTH	10
AMERICAN TOWER CORP NEW	COM		03027X100	7239	94116	SH	DEFINED	15
AMERICAN WTR WKS CO INC NEW	COM		030420103	11905	287291	SH	DEFINED	15
AMERISOURCEBERGEN CORP	COM		03073E105	76	1482	SH	DEFINED	10

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

AMERISOURCEBERGEN CORP	COM	03073E105	556	10802	SH	DEFINED	15
AMERIPRISE FINL INC	COM	03076C106	548	7437	SH	DEFINED	10
AMERIPRISE FINL INC	COM	03076C106	67	909	SH	DEF/OTH	10
AMERIPRISE FINL INC	COM	03076C106	2644	35897	SH	DEFINED	15
AMETEK INC NEW	COM	031100100	6007	138532	SH	DEFINED	10
AMGEN INC	COM	031162100	8513	83050	SH	DEFINED	10
AMGEN INC	COM	031162100	24	230	SH	DEF/OTH	10
AMGEN INC	COM	031162100	24258	236636	SH	DEFINED	15
AMGEN INC	COM	031162100	168	1640	SH	DEFINED	9
AMPHENOL CORP NEW	CL A	032095101	296	3962	SH	DEFINED	10
AMPHENOL CORP NEW	CL A	032095101	2845	38109	SH	DEFINED	15
ANADARKO PETE CORP	COM	032511107	3855	44079	SH	DEFINED	10
ANADARKO PETE CORP	COM	032511107	10801	123505	SH	DEFINED	15
ANALOG DEVICES INC	COM	032654105	5	117	SH	DEFINED	10
ANALOG DEVICES INC	COM	032654105	3012	64788	SH	DEFINED	15
APARTMENT INVT & MGMT CO	CL A	03748R101	3371	109950	SH	DEFINED	10
APARTMENT INVT & MGMT CO	CL A	03748R101	5	175	SH	DEF/OTH	10
APOLLO GROUP INC	CL A	037604105	625	35979	SH	DEFINED	15
APOLLO GLOBAL MGMT LLC	CL A SHS	037612306	233	10761	SH	DEFINED	15
APOLLO INVT CORP	COM	03761U106	144	17196	SH	DEFINED	15
APPLE INC	COM	037833100	16600	37500	SH	DEFINED	10
APPLE INC	COM	037833100	205	462	SH	DEF/OTH	10
APPLE INC	COM	037833100	129551	292664	SH	DEFINED	15
APPLE INC	COM	037833100	220	498	SH	DEFINED	7
APPLE INC	COM	037833100	20220	45678	SH	DEFINED	9
APPLIED MATLS INC	COM	038222105	5	360	SH	DEF/OTH	10
APPLIED MATLS INC	COM	038222105	2976	220806	SH	DEFINED	15
AQUA AMERICA INC	COM	03836W103	131	4156	SH	DEFINED	10
AQUA AMERICA INC	COM	03836W103	9	300	SH	DEF/OTH	10
AQUA AMERICA INC	COM	03836W103	10216	324922	SH	DEFINED	15
ARCH COAL INC	COM	039380100	175	32246	SH	DEFINED	15
ARCHER DANIELS MIDLAND CO	COM	039483102	14962	443577	SH	DEFINED	15
ARCHER DANIELS MIDLAND CO	COM	039483102	489	14510	SH	DEFINED	9
ARES CAP CORP	COM	04010L103	235	13005	SH	DEFINED	15
ARES CAP CORP	COM	04010L103	59	3250	SH	DEFINED	9
ASHLAND INC NEW	COM	044209104	290	3905	SH	DEFINED	10
ATLAS RESOURCE PARTNERS LP	COM UNT LTD PR	04941A101	1184	48960	SH	DEFINED	15
AUTODESK INC	COM	052769106	2264	54896	SH	DEFINED	15
AUTOLIV INC	COM	052800109	37	530	SH	DEFINED	10
AUTOLIV INC	COM	052800109	509	7358	SH	DEFINED	15
AUTOMATIC DATA PROCESSING IN	COM	053015103	4265	65590	SH	DEFINED	10
AUTOMATIC DATA PROCESSING IN	COM	053015103	398	6124	SH	DEF/OTH	10
AUTOMATIC DATA PROCESSING IN	COM	053015103	7669	117924	SH	DEFINED	15
AUTONATION INC	COM	05329W102	225	5154	SH	DEFINED	15
AUTOZONE INC	COM	053332102	951	2396	SH	DEFINED	10
AUTOZONE INC	COM	053332102	69	175	SH	DEF/OTH	10
AUTOZONE INC	COM	053332102	3312	8348	SH	DEFINED	15
AUTOZONE INC	COM	053332102	159	400	SH	DEFINED	7
AVALONBAY CMNTYS INC	COM	053484101	18735	147902	SH	DEFINED	15
AVERY DENNISON CORP	COM	053611109	747	17343	SH	DEFINED	15
AVNET INC	COM	053807103	29	788	SH	DEFINED	10
AVNET INC	COM	053807103	248	6864	SH	DEFINED	15
AVON PRODS INC	COM	054303102	131	6300	SH	DEFINED	10
AVON PRODS INC	COM	054303102	2051	98946	SH	DEFINED	15
BB&T CORP	COM	054937107	5831	185771	SH	DEFINED	10
BB&T CORP	COM	054937107	4	125	SH	DEF/OTH	10
BB&T CORP	COM	054937107	3861	123009	SH	DEFINED	15
BPZ RESOURCES INC	COM	055639108	121	53098	SH	DEFINED	15
BRE PROPERTIES INC	CL A	05564E106	3475	71383	SH	DEFINED	15
BMC SOFTWARE INC	COM	055921100	1790	38640	SH	DEFINED	15
BMC SOFTWARE INC	COM	055921100	28	600	SH	DEFINED	9
BAKER HUGHES INC	COM	057224107	661	14238	SH	DEFINED	10

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

BAKER HUGHES INC	COM	057224107	17	375	SH	DEF/OTH	10
BAKER HUGHES INC	COM	057224107	1927	41526	SH	DEFINED	15
BALL CORP	COM	058498106	105	2200	SH	DEFINED	10
BALL CORP	COM	058498106	1693	35590	SH	DEFINED	15
BANK OF AMERICA CORPORATION	COM	060505104	9656	792806	SH	DEFINED	10
BANK OF AMERICA CORPORATION	COM	060505104	128	10476	SH	DEF/OTH	10
BANK OF AMERICA CORPORATION	COM	060505104	34556	2837128	SH	DEFINED	15
BANK OF AMERICA CORPORATION	COM	060505104	219	17965	SH	DEFINED	9
BANK NEW YORK MELLON CORP	COM	064058100	143	5110	SH	DEFINED	10
BANK NEW YORK MELLON CORP	COM	064058100	5	165	SH	DEF/OTH	10
BANK NEW YORK MELLON CORP	COM	064058100	3885	138809	SH	DEFINED	15
BARD C R INC	COM	067383109	382	3786	SH	DEFINED	10
BARD C R INC	COM	067383109	5	49	SH	DEF/OTH	10
BARD C R INC	COM	067383109	2338	23197	SH	DEFINED	15
BARCLAYS BK PLC	DJUBS CMDT ETN36	06738C778	607	14948	SH	DEFINED	10
BARCLAYS BK PLC	DJUBS CMDT ETN36	06738C778	96	2355	SH	DEF/OTH	10
BARCLAYS BANK PLC	ADR PFD SR 5	06739H362	383	15000	SH	DEFINED	10
BAXTER INTL INC	COM	071813109	634	8724	SH	DEFINED	10
BAXTER INTL INC	COM	071813109	176	2426	SH	DEF/OTH	10
BAXTER INTL INC	COM	071813109	12730	175253	SH	DEFINED	15
B/E AEROSPACE INC	COM	073302101	226	3756	SH	DEFINED	15
BEAM INC	COM	073730103	92	1450	SH	DEFINED	10
BEAM INC	COM	073730103	102	1600	SH	DEF/OTH	10
BEAM INC	COM	073730103	1708	26883	SH	DEFINED	15
BECTON DICKINSON & CO	COM	075887109	116	1212	SH	DEFINED	10
BECTON DICKINSON & CO	COM	075887109	262	2740	SH	DEF/OTH	10
BECTON DICKINSON & CO	COM	075887109	1716	17944	SH	DEFINED	15
BED BATH & BEYOND INC	COM	075896100	3566	55359	SH	DEFINED	15
BED BATH & BEYOND INC	COM	075896100	2491	38662	SH	DEFINED	9
BELO CORP	COM SER A	080555105	444	45211	SH	DEFINED	10
BELO CORP	COM SER A	080555105	2	204	SH	DEFINED	15
BEMIS INC	COM	081437105	417	10336	SH	DEFINED	15
BERKLEY W R CORP	COM	084423102	259	5827	SH	DEFINED	15
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	10	1	SH	DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	880	88	SH	DEFINED	15
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	628	6026	SH	DEFINED	10
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	167	1600	SH	DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	38958	373881	SH	DEFINED	15
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	165	1580	SH	DEFINED	7
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	261	2500	SH	DEFINED	9
BEST BUY INC	COM	086516101	1073	48433	SH	DEFINED	15
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	1258	20210	SH	DEFINED	15
BIOGEN IDEC INC	COM	09062X103	54	279	SH	DEFINED	10
BIOGEN IDEC INC	COM	09062X103	11430	59338	SH	DEFINED	15
BIOGEN IDEC INC	COM	09062X103	3529	18321	SH	DEFINED	9
BLACKROCK INC	COM	09247X101	6942	27024	SH	DEFINED	15
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	713	42390	SH	DEFINED	10
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	745	45050	SH	DEFINED	10
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	609	30764	SH	DEFINED	15
BLOCK H & R INC	COM	093671105	182	6170	SH	DEFINED	10
BLOCK H & R INC	COM	093671105	18	600	SH	DEF/OTH	10
BLOCK H & R INC	COM	093671105	1738	59072	SH	DEFINED	15
BOEING CO	COM	097023105	10306	120045	SH	DEFINED	10
BOEING CO	COM	097023105	455	5299	SH	DEF/OTH	10
BOEING CO	COM	097023105	37138	432594	SH	DEFINED	15
BOEING CO	COM	097023105	10260	119508	SH	DEFINED	9
BOSTON PROPERTIES INC	COM	101121101	11496	113757	SH	DEFINED	15
BOSTON PPTYS LTD PARTNERSHIP	NOTE 3.750% 5/1	10112RAG9	6586	6390000	SH	DEFINED	15
BOSTON SCIENTIFIC CORP	COM	101137107	3	417	SH	DEFINED	10
BOSTON SCIENTIFIC CORP	COM	101137107	1869	239294	SH	DEFINED	15
BRISTOL MYERS SQUIBB CO	COM	110122108	2232	54185	SH	DEFINED	10
BRISTOL MYERS SQUIBB CO	COM	110122108	411	9988	SH	DEF/OTH	10

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

BRISTOL MYERS SQUIBB CO	COM	110122108	25956	630144	SH	DEFINED	15
BRISTOL MYERS SQUIBB CO	COM	110122108	42	1025	SH	DEFINED	7
BROADCOM CORP	CL A	111320107	4255	122701	SH	DEFINED	15
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	128	5165	SH	DEFINED	10
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	12	500	SH	DEF/OTH	10
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	118	4734	SH	DEFINED	15
BROWN FORMAN CORP	CL B	115637209	2330	32629	SH	DEFINED	15
CBL & ASSOC PPTYS INC	COM	124830100	2	88	SH	DEFINED	10
CBL & ASSOC PPTYS INC	COM	124830100	5405	229044	SH	DEFINED	15
CBS CORP NEW	CL B	124857202	462	9890	SH	DEFINED	10
CBS CORP NEW	CL B	124857202	13	280	SH	DEF/OTH	10
CBS CORP NEW	CL B	124857202	5058	108338	SH	DEFINED	15
CBRE GROUP INC	CL A	12504L109	1866	73896	SH	DEFINED	15
CF INDS HLDGS INC	COM	125269100	3093	16245	SH	DEFINED	15
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	92	1551	SH	DEFINED	10
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	366	6147	SH	DEFINED	15
CIGNA CORPORATION	COM	125509109	6902	110657	SH	DEFINED	10
CIGNA CORPORATION	COM	125509109	34	545	SH	DEF/OTH	10
CIGNA CORPORATION	COM	125509109	3120	50018	SH	DEFINED	15
CIT GROUP INC	COM NEW	125581801	397	9141	SH	DEFINED	15
CIT GROUP INC	COM NEW	125581801	3152	72500	SH	DEFINED	9
CME GROUP INC	COM	12572Q105	3340	54386	SH	DEFINED	15
CME GROUP INC	COM	12572Q105	2362	38460	SH	DEFINED	7
CSX CORP	COM	126408103	54	2200	SH	DEFINED	10
CSX CORP	COM	126408103	116	4722	SH	DEF/OTH	10
CSX CORP	COM	126408103	632	25648	SH	DEFINED	15
CVS CAREMARK CORPORATION	COM	126650100	7305	132850	SH	DEFINED	10
CVS CAREMARK CORPORATION	COM	126650100	175	3174	SH	DEF/OTH	10
CVS CAREMARK CORPORATION	COM	126650100	17283	314299	SH	DEFINED	15
CA INC	COM	12673P105	1524	60528	SH	DEFINED	15
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	3	222	SH	DEFINED	10
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	558	37321	SH	DEFINED	15
CABOT OIL & GAS CORP	COM	127097103	3448	50995	SH	DEFINED	15
CACI INTL INC	CL A	127190304	2	34	SH	DEFINED	10
CACI INTL INC	CL A	127190304	364	6293	SH	DEFINED	15
CADENCE DESIGN SYSTEM INC	COM	127387108	146	10508	SH	DEFINED	15
CALPINE CORP	COM NEW	131347304	249	12089	SH	DEFINED	15
CAMERON INTERNATIONAL CORP	COM	13342B105	3978	61015	SH	DEFINED	15
CAMPBELL SOUP CO	COM	134429109	36	800	SH	DEF/OTH	10
CAMPBELL SOUP CO	COM	134429109	1854	40873	SH	DEFINED	15
CAPITAL ONE FINL CORP	COM	14040H105	1711	31132	SH	DEFINED	10
CAPITAL ONE FINL CORP	COM	14040H105	27	498	SH	DEF/OTH	10
CAPITAL ONE FINL CORP	COM	14040H105	7918	144088	SH	DEFINED	15
CAPITAL ONE FINL CORP	COM	14040H105	560	10198	SH	DEFINED	9
CARDINAL HEALTH INC	COM	14149Y108	3	70	SH	DEFINED	10
CARDINAL HEALTH INC	COM	14149Y108	3170	76167	SH	DEFINED	15
CAREFUSION CORP	COM	14170T101	9	257	SH	DEFINED	10
CAREFUSION CORP	COM	14170T101	1362	38939	SH	DEFINED	15
CARMAX INC	COM	143130102	281	6750	SH	DEFINED	10
CARMAX INC	COM	143130102	1359	32599	SH	DEFINED	15
CATERPILLAR INC DEL	COM	149123101	1721	19787	SH	DEFINED	10
CATERPILLAR INC DEL	COM	149123101	60	689	SH	DEF/OTH	10
CATERPILLAR INC DEL	COM	149123101	30908	355391	SH	DEFINED	15
CATERPILLAR INC DEL	COM	149123101	952	10950	SH	DEFINED	7
CATERPILLAR INC DEL	COM	149123101	1109	12757	SH	DEFINED	9
CELGENE CORP	COM	151020104	523	4510	SH	DEFINED	10
CELGENE CORP	COM	151020104	17	145	SH	DEF/OTH	10
CELGENE CORP	COM	151020104	12907	111353	SH	DEFINED	15
CENTERPOINT ENERGY INC	COM	15189T107	1756	73294	SH	DEFINED	15
CENTURYLINK INC	COM	156700106	141	4007	SH	DEFINED	10
CENTURYLINK INC	COM	156700106	1	23	SH	DEF/OTH	10
CENTURYLINK INC	COM	156700106	20075	571449	SH	DEFINED	9

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

CERNER CORP	COM	156782104	313	3308	SH	DEFINED	10
CERNER CORP	COM	156782104	165	1740	SH	DEF/OTH	10
CHARLES RIV LABS INTL INC	COM	159864107	5	105	SH	DEFINED	10
CHARLES RIV LABS INTL INC	COM	159864107	3974	89776	SH	DEFINED	15
CHARTER COMMUNICATIONS INC D	CL A NEW	16117M305	652	6256	SH	DEFINED	15
CHEVRON CORP NEW	COM	166764100	20514	172649	SH	DEFINED	10
CHEVRON CORP NEW	COM	166764100	1547	13022	SH	DEF/OTH	10
CHEVRON CORP NEW	COM	166764100	95941	807451	SH	DEFINED	15
CHEVRON CORP NEW	COM	166764100	1123	9450	SH	DEFINED	9
CHIPOTLE MEXICAN GRILL INC	COM	169656105	796	2442	SH	DEFINED	10
CHIPOTLE MEXICAN GRILL INC	COM	169656105	49	150	SH	DEF/OTH	10
CHUBB CORP	COM	171232101	7683	87777	SH	DEFINED	10
CHUBB CORP	COM	171232101	4	50	SH	DEF/OTH	10
CHUBB CORP	COM	171232101	3994	45625	SH	DEFINED	15
CIENA CORP	COM NEW	171779309	1246	77815	SH	DEFINED	15
CIENA CORP	COM NEW	171779309	1	80	SH	DEFINED	7
CINCINNATI FINL CORP	COM	172062101	296	6274	SH	DEFINED	15
CISCO SYS INC	COM	17275R102	1873	89655	SH	DEFINED	10
CISCO SYS INC	COM	17275R102	127	6067	SH	DEF/OTH	10
CISCO SYS INC	COM	17275R102	41054	1964786	SH	DEFINED	15
CISCO SYS INC	COM	17275R102	94	4500	SH	DEFINED	7
CISCO SYS INC	COM	17275R102	710	33974	SH	DEFINED	9
CINTAS CORP	COM	172908105	4644	105232	SH	DEFINED	10
CITIGROUP INC	COM NEW	172967424	11154	252126	SH	DEFINED	10
CITIGROUP INC	COM NEW	172967424	15	337	SH	DEF/OTH	10
CITIGROUP INC	COM NEW	172967424	33213	750738	SH	DEFINED	15
CITRIX SYS INC	COM	177376100	3493	48414	SH	DEFINED	15
CLARCOR INC	COM	179895107	623	11886	SH	DEFINED	15
CLEAN HARBORS INC	COM	184496107	1050	18080	SH	DEFINED	15
CLEAR CHANNEL OUTDOOR HLDGS	CL A	18451C109	2999	400407	SH	DEFINED	15
CLIFFS NAT RES INC	COM	18683K101	1239	65187	SH	DEFINED	15
CLOROX CO DEL	COM	189054109	732	8272	SH	DEFINED	10
CLOROX CO DEL	COM	189054109	18	200	SH	DEF/OTH	10
COACH INC	COM	189754104	412	8246	SH	DEFINED	10
COACH INC	COM	189754104	11	225	SH	DEF/OTH	10
COACH INC	COM	189754104	3503	70071	SH	DEFINED	15
COBALT INTL ENERGY INC	COM	19075F106	457	16200	SH	DEFINED	15
COCA COLA CO	COM	191216100	12719	314510	SH	DEFINED	10
COCA COLA CO	COM	191216100	1499	37062	SH	DEF/OTH	10
COCA COLA CO	COM	191216100	62	1545	SH	DEFINED	7
COCA COLA CO	COM	191216100	1186	29325	SH	DEFINED	9
COEUR D ALENE MINES CORP IDA	COM NEW	192108504	640	33920	SH	DEFINED	15
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	47	607	SH	DEFINED	10
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	5696	74341	SH	DEFINED	15
COLGATE PALMOLIVE CO	COM	194162103	6665	56466	SH	DEFINED	10
COLGATE PALMOLIVE CO	COM	194162103	22	190	SH	DEF/OTH	10
COLGATE PALMOLIVE CO	COM	194162103	11660	98786	SH	DEFINED	15
COLGATE PALMOLIVE CO	COM	194162103	15	125	SH	DEFINED	7
COLGATE PALMOLIVE CO	COM	194162103	4989	42270	SH	DEFINED	9
COLONIAL PPTYS TR	COM SH BEN INT	195872106	2	82	SH	DEFINED	10
COLONIAL PPTYS TR	COM SH BEN INT	195872106	940	41596	SH	DEFINED	15
COMCAST CORP NEW	CL A	20030N101	260	6202	SH	DEFINED	10
COMCAST CORP NEW	CL A	20030N101	6	150	SH	DEF/OTH	10
COMCAST CORP NEW	CL A	20030N101	29100	693183	SH	DEFINED	15
COMCAST CORP NEW	CL A	20030N101	4995	118977	SH	DEFINED	9
COMCAST CORP NEW	CL A SPL	20030N200	328	8286	SH	DEFINED	10
COMMONWEALTH REIT	COM SH BEN INT	203233101	3585	159739	SH	DEFINED	15
COMPUTER SCIENCES CORP	COM	205363104	1326	26940	SH	DEFINED	15
CONAGRA FOODS INC	COM	205887102	29	800	SH	DEFINED	10
CONAGRA FOODS INC	COM	205887102	4337	121115	SH	DEFINED	15
CONCHO RES INC	COM	20605P101	1079	11076	SH	DEFINED	15
CONOCOPHILLIPS	COM	20825C104	9934	165294	SH	DEFINED	10

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

CONOCOPHILLIPS	COM	20825C104	733	12196	SH	DEF/OTH	10
CONOCOPHILLIPS	COM	20825C104	22	366	SH	DEFINED	9
CONSOLIDATED EDISON INC	COM	209115104	308	5050	SH	DEFINED	10
CONSOLIDATED EDISON INC	COM	209115104	256	4200	SH	DEF/OTH	10
CONSOLIDATED EDISON INC	COM	209115104	3197	52388	SH	DEFINED	15
CONSTELLATION BRANDS INC	CL A	21036P108	1298	27236	SH	DEFINED	15
CONTINENTAL AIRLS INC	NOTE	4.500% 1/1 210795PU8	20605	11511000	SH	DEFINED	15
COPART INC	COM	217204106	255	7454	SH	DEFINED	10
COPART INC	COM	217204106	133	3879	SH	DEFINED	15
CORNING INC	COM	219350105	20	1500	SH	DEFINED	10
CORNING INC	COM	219350105	13	1000	SH	DEF/OTH	10
CORNING INC	COM	219350105	3561	267137	SH	DEFINED	15
CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	2734	102464	SH	DEFINED	15
COSTCO WHSL CORP NEW	COM	22160K105	366	3448	SH	DEFINED	10
COSTCO WHSL CORP NEW	COM	22160K105	14141	133265	SH	DEFINED	15
COUSINS PPTYS INC	COM	222795106	360	33635	SH	DEFINED	15
COVANTA HLDG CORP	COM	22282E102	2221	110213	SH	DEFINED	15
COVENTRY HEALTH CARE INC	COM	222862104	1124	23892	SH	DEFINED	15
CREE INC	COM	225447101	5	100	SH	DEFINED	10
CREE INC	COM	225447101	755	13793	SH	DEFINED	15
CUBESMART	COM	229663109	977	61858	SH	DEFINED	15
CUMMINS INC	COM	231021106	13357	115337	SH	DEFINED	9
CUMULUS MEDIA INC	CL A	231082108	0	122	SH	DEFINED	15
CUMULUS MEDIA INC	CL A	231082108	130	38713	SH	DEFINED	7
CUMULUS MEDIA INC	CL A	231082108	1239	367750	SH	DEFINED	9
DTE ENERGY CO	COM	233331107	2070	30287	SH	DEFINED	15
DANAHER CORP DEL	COM	235851102	4158	66900	SH	DEFINED	10
DANAHER CORP DEL	COM	235851102	3	50	SH	DEF/OTH	10
DANAHER CORP DEL	COM	235851102	4647	74768	SH	DEFINED	15
DANAHER CORP DEL	COM	235851102	22	360	SH	DEFINED	9
DARDEN RESTAURANTS INC	COM	237194105	5	88	SH	DEFINED	10
DARDEN RESTAURANTS INC	COM	237194105	72	1400	SH	DEF/OTH	10
DARDEN RESTAURANTS INC	COM	237194105	114	2215	SH	DEFINED	15
DARDEN RESTAURANTS INC	COM	237194105	24	462	SH	DEFINED	9
DAVITA HEALTHCARE PARTNERS I	COM	23918K108	2547	21477	SH	DEFINED	15
DEAN FOODS CO NEW	COM	242370104	522	28798	SH	DEFINED	15
DEERE & CO	COM	244199105	116	1350	SH	DEFINED	10
DEERE & CO	COM	244199105	9259	107683	SH	DEFINED	15
DELL INC	COM	24702R101	4469	311863	SH	DEFINED	15
DELL INC	COM	24702R101	391	27290	SH	DEFINED	9
DELTA AIR LINES INC DEL	COM NEW	247361702	458	27729	SH	DEFINED	15
DELUXE CORP	COM	248019101	359	8676	SH	DEFINED	15
DENDREON CORP	COM	24823Q107	646	136406	SH	DEFINED	15
DENTSPLY INTL INC NEW	COM	249030107	527	12422	SH	DEFINED	10
DENTSPLY INTL INC NEW	COM	249030107	146	3450	SH	DEF/OTH	10
DENTSPLY INTL INC NEW	COM	249030107	1045	24618	SH	DEFINED	15
DEVELOPERS DIVERSIFIED RLTY	NOTE	1.750%11/1 251591AX1	17831	15000000	SH	DEFINED	15
DEVON ENERGY CORP NEW	COM	25179M103	91	1621	SH	DEFINED	10
DEVON ENERGY CORP NEW	COM	25179M103	17	300	SH	DEF/OTH	10
DEVON ENERGY CORP NEW	COM	25179M103	5145	91184	SH	DEFINED	15
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1502	21596	SH	DEFINED	15
DIAMONDROCK HOSPITALITY CO	COM	252784301	480	51524	SH	DEFINED	15
DISNEY WALT CO	COM DISNEY	254687106	3724	65571	SH	DEFINED	10
DISNEY WALT CO	COM DISNEY	254687106	239	4206	SH	DEF/OTH	10
DISNEY WALT CO	COM DISNEY	254687106	18591	327312	SH	DEFINED	15
DISNEY WALT CO	COM DISNEY	254687106	3	60	SH	DEFINED	7
DISCOVER FINL SVCS	COM	254709108	168	3750	SH	DEFINED	10
DISCOVER FINL SVCS	COM	254709108	2	44	SH	DEF/OTH	10
DISCOVER FINL SVCS	COM	254709108	3933	87715	SH	DEFINED	15
DISCOVER FINL SVCS	COM	254709108	224	5000	SH	DEFINED	9
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	486	6991	SH	DEFINED	15
DISH NETWORK CORP	CL A	25470M109	1028	27134	SH	DEFINED	15



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

DIRECTV	COM		25490A309	7970	140829	SH	DEFINED	15
DOLBY LABORATORIES INC	COM		25659T107	201	5990	SH	DEFINED	15
DOLLAR FINL CORP	NOTE	3.000% 4/0	256664AC7	10825	10000000	SH	DEFINED	15
DOLLAR GEN CORP NEW	COM		256677105	6	122	SH	DEFINED	10
DOLLAR GEN CORP NEW	COM		256677105	3211	63487	SH	DEFINED	15
DOLLAR GEN CORP NEW	COM		256677105	40	800	SH	DEFINED	7
DOLLAR TREE INC	COM		256746108	380	7850	SH	DEFINED	10
DOLLAR TREE INC	COM		256746108	48	1000	SH	DEF/OTH	10
DOLLAR TREE INC	COM		256746108	2932	60535	SH	DEFINED	15
DOMINION RES INC VA NEW	COM		25746U109	559	9600	SH	DEFINED	10
DOMINION RES INC VA NEW	COM		25746U109	358	6146	SH	DEF/OTH	10
DOMINION RES INC VA NEW	COM		25746U109	6312	108495	SH	DEFINED	15
DONALDSON INC	COM		257651109	779	21528	SH	DEFINED	15
DOVER CORP	COM		260003108	773	10609	SH	DEFINED	10
DOVER CORP	COM		260003108	36	500	SH	DEF/OTH	10
DOW CHEM CO	COM		260543103	429	13465	SH	DEFINED	10
DOW CHEM CO	COM		260543103	48	1500	SH	DEF/OTH	10
DOW CHEM CO	COM		260543103	9603	301612	SH	DEFINED	15
DOW CHEM CO	COM		260543103	21	669	SH	DEFINED	9
DR PEPPER SNAPPLE GROUP INC	COM		26138E109	65	1375	SH	DEFINED	10
DR PEPPER SNAPPLE GROUP INC	COM		26138E109	196	4169	SH	DEFINED	15
DR PEPPER SNAPPLE GROUP INC	COM		26138E109	279	5933	SH	DEFINED	9
DRESSER-RAND GROUP INC	COM		261608103	275	4456	SH	DEFINED	15
DU PONT E I DE NEMOURS & CO	COM		263534109	1284	26120	SH	DEFINED	10
DU PONT E I DE NEMOURS & CO	COM		263534109	425	8637	SH	DEF/OTH	10
DU PONT E I DE NEMOURS & CO	COM		263534109	10730	218276	SH	DEFINED	15
DUKE REALTY CORP	COM NEW		264411505	4046	238299	SH	DEFINED	15
DUKE ENERGY CORP NEW	COM NEW		26441C204	587	8088	SH	DEFINED	10
DUKE ENERGY CORP NEW	COM NEW		26441C204	192	2642	SH	DEF/OTH	10
DUKE ENERGY CORP NEW	COM NEW		26441C204	13290	183080	SH	DEFINED	15
DUKE ENERGY CORP NEW	COM NEW		26441C204	24	333	SH	DEFINED	9
DYNEGY INC NEW DEL	COM		26817R108	5618	234197	SH	DEFINED	9
E M C CORP MASS	COM		268648102	6643	278055	SH	DEFINED	10
E M C CORP MASS	COM		268648102	132	5530	SH	DEF/OTH	10
E M C CORP MASS	COM		268648102	15335	641914	SH	DEFINED	15
E M C CORP MASS	COM		268648102	14	575	SH	DEFINED	9
EOG RES INC	COM		26875P101	64	500	SH	DEFINED	10
EOG RES INC	COM		26875P101	8395	65552	SH	DEFINED	15
EQT CORP	COM		26884L109	1209	17839	SH	DEFINED	10
EQT CORP	COM		26884L109	1862	27481	SH	DEFINED	15
E TRADE FINANCIAL CORP	COM NEW		269246401	164	15296	SH	DEFINED	15
EAST WEST BANCORP INC	COM		27579R104	409	15925	SH	DEFINED	10
EASTMAN CHEM CO	COM		277432100	44	634	SH	DEFINED	10
EASTMAN CHEM CO	COM		277432100	2431	34799	SH	DEFINED	15
EBAY INC	COM		278642103	6548	120765	SH	DEFINED	10
EBAY INC	COM		278642103	19825	365648	SH	DEFINED	15
ECOLAB INC	COM		278865100	1898	23677	SH	DEFINED	10
ECOLAB INC	COM		278865100	166	2073	SH	DEF/OTH	10
ECOLAB INC	COM		278865100	5220	65107	SH	DEFINED	15
EDISON INTL	COM		281020107	5755	114361	SH	DEFINED	10
EDISON INTL	COM		281020107	55	1100	SH	DEF/OTH	10
EDISON INTL	COM		281020107	2812	55887	SH	DEFINED	15
EDWARDS LIFESCIENCES CORP	COM		28176E108	31	382	SH	DEF/OTH	10
EDWARDS LIFESCIENCES CORP	COM		28176E108	1016	12363	SH	DEFINED	15
EMBRAER S A	SP ADR REP 4 COM		29082A107	226	6325	SH	DEFINED	10
EMBRAER S A	SP ADR REP 4 COM		29082A107	21	600	SH	DEF/OTH	10
EMERSON ELEC CO	COM		291011104	2691	48165	SH	DEFINED	10
EMERSON ELEC CO	COM		291011104	154	2760	SH	DEF/OTH	10
EMERSON ELEC CO	COM		291011104	11881	212657	SH	DEFINED	15
EMERSON ELEC CO	COM		291011104	401	7169	SH	DEFINED	9
ENERGIZER HLDGS INC	COM		29266R108	467	4680	SH	DEFINED	10
ENERGIZER HLDGS INC	COM		29266R108	101	1017	SH	DEF/OTH	10

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

ENERGIZER HLDGS INC	COM	29266R108	596	5979	SH	DEFINED	15
ENERGY CORP NEW	COM	29364G103	126	1997	SH	DEFINED	10
ENERGY CORP NEW	COM	29364G103	10	165	SH	DEF/OTH	10
ENERGY CORP NEW	COM	29364G103	1925	30440	SH	DEFINED	15
EQUIFAX INC	COM	294429105	46	800	SH	DEFINED	10
EQUIFAX INC	COM	294429105	6580	114262	SH	DEFINED	9
EQUINIX INC	COM NEW	29444U502	1272	5882	SH	DEFINED	15
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	5373	69956	SH	DEFINED	15
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1	11	SH	DEFINED	10
EQUITY RESIDENTIAL	SH BEN INT	29476L107	2794	50741	SH	DEFINED	15
ESSEX PPTY TR INC	COM	297178105	1821	12092	SH	DEFINED	15
EXELON CORP	COM	30161N101	279	8099	SH	DEFINED	10
EXELON CORP	COM	30161N101	53	1528	SH	DEF/OTH	10
EXELON CORP	COM	30161N101	9045	262319	SH	DEFINED	15
EXELON CORP	COM	30161N101	222	6446	SH	DEFINED	9
EXPEDIA INC DEL	COM NEW	30212P303	1349	22473	SH	DEFINED	15
EXPEDITORS INTL WASH INC	COM	302130109	1758	49198	SH	DEFINED	15
EXPRESS SCRIPTS HLDG CO	COM	30219G108	633	10994	SH	DEFINED	10
EXPRESS SCRIPTS HLDG CO	COM	30219G108	193	3354	SH	DEF/OTH	10
EXPRESS SCRIPTS HLDG CO	COM	30219G108	11415	198101	SH	DEFINED	15
EXTRA SPACE STORAGE INC	COM	30225T102	4347	110692	SH	DEFINED	15
EXXON MOBIL CORP	COM	30231G102	27404	304114	SH	DEFINED	10
EXXON MOBIL CORP	COM	30231G102	5170	57378	SH	DEF/OTH	10
EXXON MOBIL CORP	COM	30231G102	128152	1422178	SH	DEFINED	15
EXXON MOBIL CORP	COM	30231G102	1356	15050	SH	DEFINED	7
EXXON MOBIL CORP	COM	30231G102	8125	90173	SH	DEFINED	9
FLIR SYS INC	COM	302445101	335	12873	SH	DEFINED	15
FLIR SYS INC	COM	302445101	845	32500	SH	DEFINED	7
FACEBOOK INC	CL A	30303M102	8	318	SH	DEFINED	10
FACEBOOK INC	CL A	30303M102	8208	320884	SH	DEFINED	15
FAMILY DLR STORES INC	COM	307000109	167	2833	SH	DEFINED	10
FAMILY DLR STORES INC	COM	307000109	1361	23050	SH	DEFINED	15
FEDEX CORP	COM	31428X106	290	2955	SH	DEFINED	10
FEDEX CORP	COM	31428X106	2118	21570	SH	DEFINED	15
FIDELITY NATL INFORMATION SV	COM	31620M106	24	615	SH	DEFINED	10
FIDELITY NATL INFORMATION SV	COM	31620M106	1908	48168	SH	DEFINED	15
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	240	9514	SH	DEFINED	15
FIRST HORIZON NATL CORP	COM	320517105	2	202	SH	DEFINED	10
FIRST HORIZON NATL CORP	COM	320517105	262	24515	SH	DEFINED	15
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	442	25796	SH	DEFINED	15
FIRST SOLAR INC	COM	336433107	3719	137937	SH	DEFINED	15
FISERV INC	COM	337738108	524	5960	SH	DEFINED	10
FLUOR CORP NEW	COM	343412102	215	3241	SH	DEFINED	10
FLUOR CORP NEW	COM	343412102	124	1875	SH	DEF/OTH	10
FLUOR CORP NEW	COM	343412102	15	220	SH	DEFINED	7
FLOWSERVE CORP	COM	34354P105	6	33	SH	DEFINED	10
FLOWSERVE CORP	COM	34354P105	1923	11464	SH	DEFINED	15
FORD MTR CO DEL	COM PAR \$0.01	345370860	4674	355472	SH	DEFINED	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	12559	955058	SH	DEFINED	15
FORD MTR CO DEL	COM PAR \$0.01	345370860	224	17000	SH	DEFINED	9
FOREST LABS INC	COM	345838106	1621	42621	SH	DEFINED	15
FOSSIL INC	COM	349882100	1244	12878	SH	DEFINED	15
FRANKLIN RES INC	COM	354613101	207	1374	SH	DEFINED	10
FRANKLIN RES INC	COM	354613101	4093	27143	SH	DEFINED	15
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	136	4122	SH	DEFINED	10
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	20	595	SH	DEF/OTH	10
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	9221	278584	SH	DEFINED	15
FRONTIER COMMUNICATIONS CORP	COM	35906A108	1	177	SH	DEF/OTH	10
FRONTIER COMMUNICATIONS CORP	COM	35906A108	697	174783	SH	DEFINED	15
FRONTIER COMMUNICATIONS CORP	COM	35906A108	24	6000	SH	DEFINED	9
GAMESTOP CORP NEW	CL A	36467W109	11	400	SH	DEFINED	10
GAMESTOP CORP NEW	CL A	36467W109	976	34899	SH	DEFINED	15

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

GANNETT INC	COM	364730101	256	11700	SH	DEFINED	10
GANNETT INC	COM	364730101	505	23073	SH	DEFINED	15
GAP INC DEL	COM	364760108	4599	129922	SH	DEFINED	10
GAP INC DEL	COM	364760108	35	1000	SH	DEF/OTH	10
GAP INC DEL	COM	364760108	2555	72163	SH	DEFINED	15
GENERAL DYNAMICS CORP	COM	369550108	228	3227	SH	DEFINED	10
GENERAL DYNAMICS CORP	COM	369550108	54	766	SH	DEF/OTH	10
GENERAL DYNAMICS CORP	COM	369550108	5506	78094	SH	DEFINED	15
GENERAL ELECTRIC CO	COM	369604103	18653	806812	SH	DEFINED	10
GENERAL ELECTRIC CO	COM	369604103	1973	85322	SH	DEF/OTH	10
GENERAL ELECTRIC CO	COM	369604103	65575	2836285	SH	DEFINED	15
GENERAL ELECTRIC CO	COM	369604103	256	11070	SH	DEFINED	9
GENERAL GROWTH PPTYS INC NEW	COM	370023103	18298	920420	SH	DEFINED	15
GENERAL MLS INC	COM	370334104	2253	45694	SH	DEFINED	10
GENERAL MLS INC	COM	370334104	210	4250	SH	DEF/OTH	10
GENERAL MLS INC	COM	370334104	4024	81603	SH	DEFINED	15
GENERAL MLS INC	COM	370334104	37	760	SH	DEFINED	7
GENERAL MTRS CO	COM	37045V100	14	500	SH	DEFINED	10
GENERAL MTRS CO	COM	37045V100	229	8230	SH	DEFINED	15
GENERAL MTRS CO	COM	37045V100	4	134	SH	DEFINED	9
GENUINE PARTS CO	COM	372460105	125	1600	SH	DEFINED	10
GENUINE PARTS CO	COM	372460105	70	900	SH	DEF/OTH	10
GENUINE PARTS CO	COM	372460105	2877	36891	SH	DEFINED	15
GENWORTH FINL INC	COM CL A	37247D106	4537	453710	SH	DEFINED	10
GENWORTH FINL INC	COM CL A	37247D106	496	49611	SH	DEFINED	15
GILEAD SCIENCES INC	COM	375558103	265	5406	SH	DEFINED	10
GILEAD SCIENCES INC	NOTE 1.000% 5/0	375558AN3	10847	5000000	SH	DEFINED	15
GLOBAL PMTS INC	COM	37940X102	82	1650	SH	DEFINED	10
GLOBAL PMTS INC	COM	37940X102	149	3001	SH	DEFINED	15
GLOBAL X FDS	SILVER MNR ETF	37950E853	774	42628	SH	DEFINED	15
GOLDEN MINERALS CO	COM	381119106	54	22486	SH	DEFINED	15
GOLDMAN SACHS GROUP INC	COM	38141G104	431	2930	SH	DEFINED	10
GOLDMAN SACHS GROUP INC	COM	38141G104	51	345	SH	DEF/OTH	10
GOLDMAN SACHS GROUP INC	COM	38141G104	16061	109149	SH	DEFINED	15
GOLDMAN SACHS GROUP INC	COM	38141G104	74	500	SH	DEFINED	7
GOODYEAR TIRE & RUBR CO	COM	382550101	735	58293	SH	DEFINED	15
GOOGLE INC	CL A	38259P508	11779	14831	SH	DEFINED	10
GOOGLE INC	CL A	38259P508	145	183	SH	DEF/OTH	10
GOOGLE INC	CL A	38259P508	12	15	SH	DEFINED	7
GOOGLE INC	CL A	38259P508	13922	17530	SH	DEFINED	9
GRAINGER W W INC	COM	384802104	629	2794	SH	DEFINED	10
GRAINGER W W INC	COM	384802104	3193	14194	SH	DEFINED	15
GREEN MTN COFFEE ROASTERS IN	COM	393122106	1019	17955	SH	DEFINED	15
HCA HOLDINGS INC	COM	40412C101	859	21144	SH	DEFINED	15
HCP INC	COM	40414L109	5	103	SH	DEFINED	10
HCP INC	COM	40414L109	17738	355762	SH	DEFINED	15
HAEMONETICS CORP	COM	405024100	207	4980	SH	DEFINED	10
HAEMONETICS CORP	COM	405024100	5	110	SH	DEFINED	15
HALLIBURTON CO	COM	406216101	2	50	SH	DEF/OTH	10
HALLIBURTON CO	COM	406216101	12289	304100	SH	DEFINED	15
HALLIBURTON CO	COM	406216101	18	450	SH	DEFINED	7
HALLIBURTON CO	COM	406216101	81	2000	SH	DEFINED	9
HANESBRANDS INC	COM	410345102	6646	145870	SH	DEFINED	10
HANESBRANDS INC	COM	410345102	170	3727	SH	DEFINED	15
HANESBRANDS INC	COM	410345102	55	1200	SH	DEFINED	9
HARLEY DAVIDSON INC	COM	412822108	6	116	SH	DEFINED	10
HARLEY DAVIDSON INC	COM	412822108	2926	54905	SH	DEFINED	15
HARMAN INTL INDS INC	COM	413086109	302	6767	SH	DEFINED	15
HARRIS CORP DEL	COM	413875105	133	2863	SH	DEFINED	10
HARRIS CORP DEL	COM	413875105	6509	140465	SH	DEFINED	9
HARTFORD FINL SVCS GROUP INC	COM	416515104	266	10305	SH	DEFINED	10
HARTFORD FINL SVCS GROUP INC	COM	416515104	30	1145	SH	DEF/OTH	10

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

HARTFORD FINL SVCS GROUP INC	COM		416515104	1927	74681	SH	DEFINED	15
HASBRO INC	COM		418056107	82	1860	SH	DEFINED	10
HASBRO INC	COM		418056107	1175	26731	SH	DEFINED	15
HEALTHCARE RLTY TR	COM		421946104	3909	137706	SH	DEFINED	15
HEALTH CARE REIT INC	NOTE	3.000%12/0	42217KAR7	15720	12000000	SH	DEFINED	15
HECLA MNG CO	COM		422704106	2428	614754	SH	DEFINED	15
HEINZ H J CO	COM		423074103	127	1754	SH	DEFINED	10
HEINZ H J CO	COM		423074103	5406	74808	SH	DEFINED	15
HEINZ H J CO	COM		423074103	22	300	SH	DEFINED	7
HEINZ H J CO	COM		423074103	7	100	SH	DEFINED	9
HELMERICH & PAYNE INC	COM		423452101	211	3475	SH	DEFINED	10
HELMERICH & PAYNE INC	COM		423452101	153	2523	SH	DEFINED	15
HERSHA HOSPITALITY TR	SH BEN INT A		427825104	465	79573	SH	DEFINED	15
HERSHEY CO	COM		427866108	7456	85180	SH	DEFINED	10
HERSHEY CO	COM		427866108	135	1538	SH	DEF/OTH	10
HERSHEY CO	COM		427866108	3155	36040	SH	DEFINED	15
HERTZ GLOBAL HOLDINGS INC	COM		42805T105	649	29133	SH	DEFINED	15
HESS CORP	COM		42809H107	3959	55287	SH	DEFINED	15
HEWLETT PACKARD CO	COM		428236103	177	7414	SH	DEFINED	10
HEWLETT PACKARD CO	COM		428236103	38	1575	SH	DEF/OTH	10
HEWLETT PACKARD CO	COM		428236103	72	3025	SH	DEFINED	9
HI-TECH PHARMACAL INC	COM		42840B101	491	14819	SH	DEFINED	15
HOME DEPOT INC	COM		437076102	810	11606	SH	DEFINED	10
HOME DEPOT INC	COM		437076102	86	1227	SH	DEF/OTH	10
HOME DEPOT INC	COM		437076102	56058	803350	SH	DEFINED	15
HOME DEPOT INC	COM		437076102	516	7400	SH	DEFINED	7
HOME PROPERTIES INC	COM		437306103	6577	103710	SH	DEFINED	15
HONEYWELL INTL INC	COM		438516106	635	8421	SH	DEFINED	10
HONEYWELL INTL INC	COM		438516106	158	2100	SH	DEF/OTH	10
HONEYWELL INTL INC	COM		438516106	17617	233798	SH	DEFINED	15
HOSPIRA INC	COM		441060100	9	265	SH	DEF/OTH	10
HOSPIRA INC	COM		441060100	1484	45213	SH	DEFINED	15
HOSPITALITY PPTYS TR	COM SH BEN INT		44106M102	522	19025	SH	DEFINED	10
HOSPITALITY PPTYS TR	COM SH BEN INT		44106M102	7	250	SH	DEF/OTH	10
HOSPITALITY PPTYS TR	COM SH BEN INT		44106M102	1515	55213	SH	DEFINED	15
HUBBELL INC	CL B		443510201	428	4410	SH	DEFINED	10
HUBBELL INC	CL B		443510201	107	1104	SH	DEF/OTH	10
HUBBELL INC	CL B		443510201	156	1610	SH	DEFINED	15
HUDSON CITY BANCORP	COM		443683107	21	2412	SH	DEFINED	10
HUDSON CITY BANCORP	COM		443683107	739	85569	SH	DEFINED	15
HUMANA INC	COM		444859102	1913	27682	SH	DEFINED	15
HUMANA INC	COM		444859102	230	3325	SH	DEFINED	9
HUNTINGTON BANCSHARES INC	COM		446150104	7	1000	SH	DEF/OTH	10
HUNTINGTON BANCSHARES INC	COM		446150104	655	88833	SH	DEFINED	15
ILLINOIS TOOL WKS INC	COM		452308109	169	2775	SH	DEFINED	10
ILLINOIS TOOL WKS INC	COM		452308109	73	1200	SH	DEF/OTH	10
ILLINOIS TOOL WKS INC	COM		452308109	6300	103384	SH	DEFINED	15
ILLINOIS TOOL WKS INC	COM		452308109	738	12108	SH	DEFINED	7
ILLUMINA INC	COM		452327109	3461	64115	SH	DEFINED	15
IMMUNOGEN INC	COM		45253H101	886	55126	SH	DEFINED	15
IMPAX LABORATORIES INC	COM		45256B101	801	51900	SH	DEFINED	15
INCYTE CORP	COM		45337C102	1127	48159	SH	DEFINED	15
INTEGRA LIFESCIENCES HLDGS C	COM NEW		457985208	2197	56321	SH	DEFINED	15
INTEL CORP	COM		458140100	8301	380155	SH	DEFINED	10
INTEL CORP	COM		458140100	305	13964	SH	DEF/OTH	10
INTEL CORP	COM		458140100	11649	533484	SH	DEFINED	15
INTEL CORP	COM		458140100	2352	107710	SH	DEFINED	7
INTEL CORP	COM		458140100	10510	481329	SH	DEFINED	9
INTERCONTINENTALEXCHANGE INC	COM		45865V100	106	653	SH	DEFINED	10
INTERCONTINENTALEXCHANGE INC	COM		45865V100	516	3162	SH	DEFINED	7
INTERCONTINENTALEXCHANGE INC	COM		45865V100	1289	7905	SH	DEFINED	9
INTERDIGITAL INC	COM		45867G101	351	7328	SH	DEFINED	15

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

INTERMUNE INC	COM	45884X103	782	86437	SH	DEFINED	15
INTERNATIONAL BUSINESS MACHS	COM	459200101	20187	94641	SH	DEFINED	10
INTERNATIONAL BUSINESS MACHS	COM	459200101	1390	6515	SH	DEF/OTH	10
INTERNATIONAL BUSINESS MACHS	COM	459200101	71490	335160	SH	DEFINED	15
INTERNATIONAL BUSINESS MACHS	COM	459200101	94	439	SH	DEFINED	9
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	4	50	SH	DEFINED	10
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	1483	19345	SH	DEFINED	15
INTERNATIONAL GAME TECHNOLOG	COM	459902102	19708	1194438	SH	DEFINED	15
INTL PAPER CO	COM	460146103	4	84	SH	DEFINED	10
INTL PAPER CO	COM	460146103	3525	75670	SH	DEFINED	15
INTERPUBLIC GROUP COS INC	COM	460690100	6	452	SH	DEFINED	10
INTERPUBLIC GROUP COS INC	COM	460690100	995	76345	SH	DEFINED	15
INTUIT	COM	461202103	26	400	SH	DEFINED	10
INTUIT	COM	461202103	8072	122943	SH	DEFINED	9
IRON MTN INC	COM	462846106	1362	37522	SH	DEFINED	15
IRON MTN INC	COM	462846106	1247	34333	SH	DEFINED	7
ISHARES GOLD TRUST	ISHARES	464285105	9714	625905	SH	DEFINED	10
ISHARES GOLD TRUST	ISHARES	464285105	162	10430	SH	DEF/OTH	10
ISHARES INC	MSCI BRAZIL CAPP	464286400	770	14134	SH	DEFINED	10
ISHARES INC	MSCI BRAZIL CAPP	464286400	16	300	SH	DEF/OTH	10
ISHARES INC	MSCI BRAZIL CAPP	464286400	55433	1017489	SH	DEFINED	15
ISHARES INC	MSCI CDA INDEX	464286509	1769	62055	SH	DEFINED	10
ISHARES INC	MSCI CDA INDEX	464286509	10	345	SH	DEF/OTH	10
ISHARES INC	MSCI EMU INDEX	464286608	1378	42213	SH	DEFINED	10
ISHARES INC	MSCI PAC J IDX	464286665	4233	85170	SH	DEFINED	10
ISHARES INC	MSCI PAC J IDX	464286665	44	884	SH	DEF/OTH	10
ISHARES INC	MSCI SINGAPORE	464286673	649	46479	SH	DEFINED	10
ISHARES INC	MSCI UTD KINGD	464286699	1695	92758	SH	DEFINED	10
ISHARES INC	MSCI TURKEY FD	464286715	541	7600	SH	DEFINED	15
ISHARES INC	MSCI TAIWAN	464286731	235	17585	SH	DEFINED	10
ISHARES INC	MSCI SWITZ CAPP	464286749	1675	57052	SH	DEFINED	10
ISHARES INC	MSCI SWEDEN	464286756	859	26421	SH	DEFINED	10
ISHARES INC	MSCI SWEDEN	464286756	3	100	SH	DEF/OTH	10
ISHARES INC	MSCI STH KOR CAP	464286772	786	13233	SH	DEFINED	10
ISHARES INC	MSCI STH KOR CAP	464286772	59	1000	SH	DEFINED	15
ISHARES INC	MSCI GERMANY	464286806	871	35575	SH	DEFINED	10
ISHARES INC	MSCI MEXICO CAP	464286822	358	4800	SH	DEFINED	15
ISHARES INC	MSCI JAPAN	464286848	2041	189019	SH	DEFINED	10
ISHARES TR	BARCLYS TIPS BD	464287176	2519	20772	SH	DEFINED	10
ISHARES TR	FTSE CHINA25 IDX	464287184	315	8520	SH	DEFINED	10
ISHARES TR	FTSE CHINA25 IDX	464287184	18	500	SH	DEF/OTH	10
ISHARES TR	FTSE CHINA25 IDX	464287184	277	7490	SH	DEFINED	15
ISHARES TR	CORE S&P500 ETF	464287200	30889	196293	SH	DEFINED	10
ISHARES TR	CORE S&P500 ETF	464287200	801	5088	SH	DEF/OTH	10
ISHARES TR	CORE S&P500 ETF	464287200	1446	9186	SH	DEFINED	15
ISHARES TR	CORE TOTUSBDF	464287226	3889	35125	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	18232	426281	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	274	6416	SH	DEF/OTH	10
ISHARES TR	MSCI EMERG MKT	464287234	58931	1377847	SH	DEFINED	15
ISHARES TR	MSCI EMERG MKT	464287234	1222058	28572783	SH	CALL	DEFINED 7
ISHARES TR	MSCI EMERG MKT	464287234	998068	23335698	SH	PUT	DEFINED 7
ISHARES TR	IBOXX INV CPBD	464287242	108	900	SH	DEFINED	10
ISHARES TR	IBOXX INV CPBD	464287242	108	900	SH	DEF/OTH	10
ISHARES TR	IBOXX INV CPBD	464287242	42719	356287	SH	DEFINED	15
ISHARES TR	S&P500 GRW	464287309	7127	86519	SH	DEFINED	10
ISHARES TR	S&P 500 VALUE	464287408	823	11155	SH	DEFINED	10
ISHARES TR	MSCI EAFE INDEX	464287465	19104	323904	SH	DEFINED	10
ISHARES TR	MSCI EAFE INDEX	464287465	775	13134	SH	DEF/OTH	10
ISHARES TR	RUSSELL MCP VL	464287473	554	9718	SH	DEFINED	10
ISHARES TR	RUSSELL MCP VL	464287473	334	5860	SH	DEF/OTH	10
ISHARES TR	RUSSELL MIDCAP	464287499	5667	44523	SH	DEFINED	10
ISHARES TR	CORE S&P MCP ETF	464287507	35212	306002	SH	DEFINED	10

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

ISHARES TR	CORE S&P MCP ETF	464287507	548	4761	SH	DEF/OTH	10
ISHARES TR	NASDAQ BIO INDX	464287556	7364	46044	SH	DEFINED	10
ISHARES TR	NASDAQ BIO INDX	464287556	1673	10459	SH	DEFINED	15
ISHARES TR	COHEN&ST RLTY	464287564	1844	22369	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	2073	25545	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	278	3431	SH	DEF/OTH	10
ISHARES TR	RUSSELL1000GRW	464287614	820	11490	SH	DEFINED	10
ISHARES TR	RUSL 2000 VALU	464287630	2117	25256	SH	DEFINED	10
ISHARES TR	RUSL 2000 VALU	464287630	138	1650	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 GROW	464287648	320	2971	SH	DEFINED	10
ISHARES TR	RUSSELL 2000	464287655	6808	72091	SH	DEFINED	10
ISHARES TR	RUSSELL 2000	464287655	31	325	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	37432	396400	SH	DEFINED	15
ISHARES TR	RUSSELL 3000	464287689	1074	11494	SH	DEFINED	10
ISHARES TR	S&P MIDCP VALU	464287705	244	2417	SH	DEFINED	10
ISHARES TR	S&P MIDCP VALU	464287705	15	150	SH	DEF/OTH	10
ISHARES TR	DJ US REAL EST	464287739	1778	25586	SH	DEFINED	10
ISHARES TR	DJ US REAL EST	464287739	28	400	SH	DEF/OTH	10
ISHARES TR	DJ US REAL EST	464287739	6646	95647	SH	DEFINED	15
ISHARES TR	DJ US REAL EST	464287739	3335	48000	SH	CALL	DEFINED 7
ISHARES TR	DJ US REAL EST	464287739	3335	48000	SH	PUT	DEFINED 7
ISHARES TR	CORE S&P SCP ETF	464287804	33379	383397	SH	DEFINED	10
ISHARES TR	CORE S&P SCP ETF	464287804	795	9128	SH	DEF/OTH	10
ISHARES TR	S&P SMLCP VALU	464287879	447	4975	SH	DEFINED	10
ISHARES TR	S&P NTL AMTFREE	464288414	1016	9225	SH	DEFINED	10
ISHARES TR	S&P NTL AMTFREE	464288414	44	400	SH	DEF/OTH	10
ISHARES TR	DJ OIL EQUIP	464288844	14346	250020	SH	DEFINED	10
ISHARES SILVER TRUST	ISHARES	46428Q109	972	35425	SH	DEFINED	10
ISHARES SILVER TRUST	ISHARES	46428Q109	46	1675	SH	DEF/OTH	10
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	318	23762	SH	DEFINED	15
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	50	3750	SH	DEFINED	7
JPMORGAN CHASE & CO	COM	46625H100	9805	206593	SH	DEFINED	10
JPMORGAN CHASE & CO	COM	46625H100	601	12662	SH	DEF/OTH	10
JPMORGAN CHASE & CO	COM	46625H100	62263	1311898	SH	DEFINED	15
JPMORGAN CHASE & CO	COM	46625H100	90	1895	SH	DEFINED	7
JPMORGAN CHASE & CO	COM	46625H100	8178	172314	SH	DEFINED	9
JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	4467	98210	SH	DEFINED	10
JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	141	3108	SH	DEF/OTH	10
JABIL CIRCUIT INC	COM	466313103	34	1825	SH	DEFINED	10
JABIL CIRCUIT INC	COM	466313103	383	20708	SH	DEFINED	15
JACOBS ENGR GROUP INC DEL	COM	469814107	8	140	SH	DEFINED	10
JACOBS ENGR GROUP INC DEL	COM	469814107	1293	22995	SH	DEFINED	15
JACOBS ENGR GROUP INC DEL	COM	469814107	2047	36400	SH	DEFINED	7
JOHNSON & JOHNSON	COM	478160104	12784	156801	SH	DEFINED	10
JOHNSON & JOHNSON	COM	478160104	1474	18076	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM	478160104	4421	54220	SH	DEFINED	7
JOHNSON & JOHNSON	COM	478160104	120	1472	SH	DEFINED	9
JOHNSON CTLS INC	COM	478366107	1063	30312	SH	DEFINED	10
JOHNSON CTLS INC	COM	478366107	202	5754	SH	DEF/OTH	10
JOY GLOBAL INC	COM	481165108	123	2069	SH	DEFINED	10
JOY GLOBAL INC	COM	481165108	240	4034	SH	DEFINED	15
JUNIPER NETWORKS INC	COM	48203R104	4	202	SH	DEFINED	10
JUNIPER NETWORKS INC	COM	48203R104	1789	96492	SH	DEFINED	15
KBR INC	COM	48242W106	245	7638	SH	DEFINED	15
KLA-TENCOR CORP	COM	482480100	1895	35937	SH	DEFINED	15
KAMAN CORP	COM	483548103	401	11304	SH	DEFINED	15
KANSAS CITY SOUTHERN	COM NEW	485170302	7270	65552	SH	DEFINED	9
KB HOME	COM	48666K109	202	9260	SH	DEFINED	15
KELLOGG CO	COM	487836108	55	850	SH	DEFINED	10
KELLOGG CO	COM	487836108	19	300	SH	DEF/OTH	10
KELLOGG CO	COM	487836108	3060	47500	SH	DEFINED	15
KELLOGG CO	COM	487836108	19	300	SH	DEFINED	7

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

KEYCORP NEW	COM	493267108	5	525	SH	DEFINED	10
KEYCORP NEW	COM	493267108	1642	164867	SH	DEFINED	15
KIMBERLY CLARK CORP	COM	494368103	1141	11641	SH	DEFINED	10
KIMBERLY CLARK CORP	COM	494368103	122	1250	SH	DEF/OTH	10
KIMBERLY CLARK CORP	COM	494368103	2397	24461	SH	DEFINED	15
KIMBERLY CLARK CORP	COM	494368103	245	2500	SH	DEFINED	7
KIMBERLY CLARK CORP	COM	494368103	490	5000	SH	DEFINED	9
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	195	2177	SH	DEFINED	10
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	49	549	SH	DEF/OTH	10
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	676	7698	SH	DEFINED	15
KINDER MORGAN INC DEL	COM	49456B101	5778	149376	SH	DEFINED	15
KINDER MORGAN INC DEL	COM	49456B101	24	620	SH	DEFINED	9
KIRBY CORP	COM	497266106	336	4373	SH	DEFINED	15
KITE RLTY GROUP TR	COM	49803T102	224	33213	SH	DEFINED	15
KRAFT FOODS GROUP INC	COM	50076Q106	125	2427	SH	DEFINED	10
KRAFT FOODS GROUP INC	COM	50076Q106	171	3319	SH	DEF/OTH	10
KRAFT FOODS GROUP INC	COM	50076Q106	12057	233981	SH	DEFINED	15
KRAFT FOODS GROUP INC	COM	50076Q106	17	325	SH	DEFINED	7
KRAFT FOODS GROUP INC	COM	50076Q106	2025	39306	SH	DEFINED	9
KROGER CO	COM	501044101	88	2648	SH	DEFINED	10
KROGER CO	COM	501044101	16	470	SH	DEF/OTH	10
KROGER CO	COM	501044101	3208	96812	SH	DEFINED	15
KROGER CO	COM	501044101	7378	222620	SH	DEFINED	9
LKQ CORP	COM	501889208	727	33418	SH	DEFINED	15
LSI CORPORATION	COM	502161102	34	5001	SH	DEFINED	10
LSI CORPORATION	COM	502161102	893	131770	SH	DEFINED	15
LSI CORPORATION	COM	502161102	0	54	SH	DEFINED	9
LTC PPTYS INC	COM	502175102	1504	36934	SH	DEFINED	15
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	118	1453	SH	DEFINED	10
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	530	6553	SH	DEFINED	15
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2	25	SH	DEFINED	10
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	2021	22408	SH	DEFINED	15
LAM RESEARCH CORP	NOTE 0.500% 5/1	512807AJ7	5081	5000000	SH	DEFINED	15
LAS VEGAS SANDS CORP	COM	517834107	2532	44940	SH	DEFINED	15
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	923	36351	SH	DEFINED	15
LAUDER ESTEE COS INC	CL A	518439104	757	11829	SH	DEFINED	10
LAUDER ESTEE COS INC	CL A	518439104	2040	31853	SH	DEFINED	15
LAUDER ESTEE COS INC	CL A	518439104	192	3000	SH	DEFINED	7
LEGGETT & PLATT INC	COM	524660107	918	27169	SH	DEFINED	15
LEGG MASON INC	COM	524901105	645	20057	SH	DEFINED	15
LENNOX INTL INC	COM	526107107	963	15166	SH	DEFINED	15
LEUCADIA NATL CORP	COM	527288104	13	488	SH	DEF/OTH	10
LEUCADIA NATL CORP	COM	527288104	716	26094	SH	DEFINED	15
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	246	12137	SH	DEFINED	15
LIBERTY GLOBAL INC	COM SER A	530555101	204	2775	SH	DEFINED	10
LIBERTY GLOBAL INC	COM SER A	530555101	1477	20132	SH	DEFINED	15
LIBERTY GLOBAL INC	COM SER C	530555309	554	8071	SH	DEFINED	15
LIBERTY INTERACTIVE CORP	INT COM SER A	53071M104	71	3325	SH	DEFINED	10
LIBERTY INTERACTIVE CORP	INT COM SER A	53071M104	646	30233	SH	DEFINED	15
LIBERTY PPTY TR	SH BEN INT	531172104	7	187	SH	DEFINED	10
LIBERTY PPTY TR	SH BEN INT	531172104	3487	87714	SH	DEFINED	15
LIBERTY MEDIA CORP DELAWARE	CL A	531229102	624	5593	SH	DEFINED	15
LIFE TECHNOLOGIES CORP	COM	53217V109	2296	35526	SH	DEFINED	15
LIFEVANTAGE CORP	COM	53222K106	47	20000	SH	DEFINED	7
LILLY ELI & CO	COM	532457108	540	9500	SH	DEFINED	10
LILLY ELI & CO	COM	532457108	14	249	SH	DEF/OTH	10
LILLY ELI & CO	COM	532457108	17096	301038	SH	DEFINED	15
LILLY ELI & CO	COM	532457108	89	1564	SH	DEFINED	7
LILLY ELI & CO	COM	532457108	6895	121417	SH	DEFINED	9
LINCOLN NATL CORP IND	COM	534187109	207	6350	SH	DEFINED	10
LINCOLN NATL CORP IND	COM	534187109	79	2413	SH	DEFINED	15
LINKEDIN CORP	COM CL A	53578A108	484	2748	SH	DEFINED	15

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

LOCKHEED MARTIN CORP	COM	539830109	236	2450	SH	DEFINED	10
LOCKHEED MARTIN CORP	COM	539830109	4242	43954	SH	DEFINED	15
LOEWS CORP	COM	540424108	2404	54552	SH	DEFINED	15
LOWES COS INC	COM	548661107	8323	219485	SH	DEFINED	10
LOWES COS INC	COM	548661107	39	1035	SH	DEF/OTH	10
LOWES COS INC	COM	548661107	10481	276399	SH	DEFINED	15
LUFKIN INDS INC	COM	549764108	264	3979	SH	DEFINED	15
LULULEMON ATHLETICA INC	COM	550021109	468	7503	SH	DEFINED	15
M & T BK CORP	COM	55261F104	445	4315	SH	DEFINED	10
M & T BK CORP	COM	55261F104	9	90	SH	DEF/OTH	10
M & T BK CORP	COM	55261F104	1531	14840	SH	DEFINED	15
MEMC ELECTR MATLS INC	COM	552715104	824	187222	SH	DEFINED	15
MGM RESORTS INTERNATIONAL	COM	552953101	243	18442	SH	DEFINED	15
MSC INDL DIRECT INC	CL A	553530106	234	2725	SH	DEFINED	10
MSC INDL DIRECT INC	CL A	553530106	149	1738	SH	DEFINED	15
MACYS INC	COM	55616P104	207	4957	SH	DEFINED	10
MACYS INC	COM	55616P104	3046	72797	SH	DEFINED	15
MACYS INC	COM	55616P104	15	350	SH	DEFINED	7
MARATHON OIL CORP	COM	565849106	32	950	SH	DEFINED	10
MARATHON OIL CORP	COM	565849106	4315	127970	SH	DEFINED	15
MARATHON PETE CORP	COM	56585A102	37	412	SH	DEFINED	10
MARATHON PETE CORP	COM	56585A102	5722	63859	SH	DEFINED	15
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	1484	39209	SH	DEFINED	15
MARKET VECTORS ETF TR	OIL SVCS ETF	57060U191	1371	31940	SH	DEFINED	15
MARKET VECTORS ETF TR	RUSSIA ETF	57060U506	1796	64726	SH	DEFINED	15
MARSH & MCLENNAN COS INC	COM	571748102	61	1600	SH	DEFINED	10
MARSH & MCLENNAN COS INC	COM	571748102	4675	123120	SH	DEFINED	15
MARSH & MCLENNAN COS INC	COM	571748102	1475	38857	SH	DEFINED	9
MARRIOTT INTL INC NEW	CL A	571903202	4537	107428	SH	DEFINED	10
MARRIOTT INTL INC NEW	CL A	571903202	6	145	SH	DEF/OTH	10
MARTIN MARIETTA MATLS INC	COM	573284106	382	3743	SH	DEFINED	15
MASCO CORP	COM	574599106	1726	85236	SH	DEFINED	15
MASTERCARD INC	CL A	57636Q104	506	935	SH	DEFINED	10
MASTERCARD INC	CL A	57636Q104	18257	33739	SH	DEFINED	15
MATTEL INC	COM	577081102	93	2131	SH	DEFINED	10
MATTEL INC	COM	577081102	179	4083	SH	DEFINED	15
MAXIM INTEGRATED PRODS INC	COM	57772K101	788	24141	SH	DEFINED	15
MCCLATCHY CO	CL A	579489105	6389	2202978	SH	DEFINED	15
MCCORMICK & CO INC	COM NON VTG	579780206	349	4749	SH	DEFINED	10
MCCORMICK & CO INC	COM NON VTG	579780206	60	819	SH	DEF/OTH	10
MCCORMICK & CO INC	COM NON VTG	579780206	417	5669	SH	DEFINED	15
MCDONALDS CORP	COM	580135101	3574	35855	SH	DEFINED	10
MCDONALDS CORP	COM	580135101	440	4409	SH	DEF/OTH	10
MCDONALDS CORP	COM	580135101	62600	627947	SH	DEFINED	15
MCDONALDS CORP	COM	580135101	39	390	SH	DEFINED	7
MCDONALDS CORP	COM	580135101	12796	128362	SH	DEFINED	9
MCGRAW HILL COS INC	COM	580645109	235	4504	SH	DEFINED	10
MCGRAW HILL COS INC	COM	580645109	37	712	SH	DEF/OTH	10
MCGRAW HILL COS INC	COM	580645109	2564	49230	SH	DEFINED	15
MCKESSON CORP	COM	58155Q103	663	6142	SH	DEFINED	10
MCKESSON CORP	COM	58155Q103	70	650	SH	DEF/OTH	10
MCKESSON CORP	COM	58155Q103	6327	58605	SH	DEFINED	15
MCKESSON CORP	COM	58155Q103	10472	96996	SH	DEFINED	9
MEAD JOHNSON NUTRITION CO	COM	582839106	61	782	SH	DEFINED	10
MEAD JOHNSON NUTRITION CO	COM	582839106	3899	50343	SH	DEFINED	15
MEADWESTVACO CORP	COM	583334107	846	23304	SH	DEFINED	10
MEADWESTVACO CORP	COM	583334107	62	1700	SH	DEF/OTH	10
MEADWESTVACO CORP	COM	583334107	1115	30719	SH	DEFINED	15
MEDTRONIC INC	COM	585055106	334	7111	SH	DEFINED	10
MEDTRONIC INC	COM	585055106	10191	217023	SH	DEFINED	15
MERCER INTL INC	COM	588056101	3885	562294	SH	DEFINED	7
MERCK & CO INC NEW	COM	58933Y105	2594	58692	SH	DEFINED	10



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

MERCK & CO INC NEW	COM		58933Y105	317	7183	SH	DEF/OTH	10
MERCK & CO INC NEW	COM		58933Y105	47104	1065700	SH	DEFINED	15
MERCK & CO INC NEW	COM		58933Y105	752	17016	SH	DEFINED	9
METLIFE INC	COM		59156R108	296	7784	SH	DEFINED	10
METLIFE INC	COM		59156R108	6153	161847	SH	DEFINED	15
METROPCS COMMUNICATIONS INC	COM		591708102	607	55698	SH	DEFINED	15
METTLER TOLEDO INTERNATIONAL	COM		592688105	75	350	SH	DEFINED	10
METTLER TOLEDO INTERNATIONAL	COM		592688105	255	1198	SH	DEFINED	15
MICROSOFT CORP	COM		594918104	9260	323712	SH	DEFINED	10
MICROSOFT CORP	COM		594918104	435	15214	SH	DEF/OTH	10
MICROSOFT CORP	COM		594918104	76130	2661407	SH	DEFINED	15
MICROSOFT CORP	COM		594918104	1937	67730	SH	DEFINED	7
MICROSOFT CORP	COM		594918104	14410	503768	SH	DEFINED	9
MICROCHIP TECHNOLOGY INC	COM		595017104	370	10068	SH	DEFINED	10
MICROCHIP TECHNOLOGY INC	COM		595017104	13	365	SH	DEF/OTH	10
MICROCHIP TECHNOLOGY INC	COM		595017104	1737	47230	SH	DEFINED	15
MID-AMER APT CMNTYS INC	COM		59522J103	2	34	SH	DEFINED	10
MID-AMER APT CMNTYS INC	COM		59522J103	1282	18566	SH	DEFINED	15
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR		606822104	193	32100	SH	DEFINED	10
MOHAWK INDS INC	COM		608190104	34	300	SH	DEFINED	10
MOHAWK INDS INC	COM		608190104	334	2952	SH	DEFINED	15
MOLSON COORS BREWING CO	CL B		60871R209	71	1460	SH	DEFINED	10
MOLSON COORS BREWING CO	CL B		60871R209	12198	249288	SH	DEFINED	15
MOLYCORP INC DEL	COM		608753109	1935	372035	SH	DEFINED	15
MOMENTA PHARMACEUTICALS INC	COM		60877T100	584	43745	SH	DEFINED	15
MONDELEZ INTL INC	CL A		609207105	289	9437	SH	DEFINED	10
MONDELEZ INTL INC	CL A		609207105	329	10759	SH	DEF/OTH	10
MONDELEZ INTL INC	CL A		609207105	23977	783169	SH	DEFINED	15
MONDELEZ INTL INC	CL A		609207105	9023	294734	SH	DEFINED	9
MONSANTO CO NEW	COM		61166W101	9182	86925	SH	DEFINED	10
MONSANTO CO NEW	COM		61166W101	141	1332	SH	DEF/OTH	10
MONSANTO CO NEW	COM		61166W101	19548	185063	SH	DEFINED	15
MONSANTO CO NEW	COM		61166W101	6631	62773	SH	DEFINED	7
MONSANTO CO NEW	COM		61166W101	0	2	SH	DEFINED	9
MOODYS CORP	COM		615369105	88	1650	SH	DEFINED	10
MOODYS CORP	COM		615369105	674	12649	SH	DEFINED	15
MORGAN STANLEY	COM NEW		617446448	206	9369	SH	DEFINED	10
MORGAN STANLEY	COM NEW		617446448	2212	100618	SH	DEFINED	15
MORGAN STANLEY CHINA A SH FD	COM		617468103	397	16805	SH	DEFINED	15
MOSAIC CO NEW	COM		61945C103	54	900	SH	DEF/OTH	10
MOSAIC CO NEW	COM		61945C103	5109	85706	SH	DEFINED	15
MOSAIC CO NEW	COM		61945C103	6	100	SH	DEFINED	7
MOTOROLA SOLUTIONS INC	COM NEW		620076307	7264	113442	SH	DEFINED	10
MOTOROLA SOLUTIONS INC	COM NEW		620076307	230	3599	SH	DEFINED	9
MYLAN INC	COM		628530107	39	1350	SH	DEFINED	10
MYLAN INC	COM		628530107	3103	107179	SH	DEFINED	15
MYRIAD GENETICS INC	COM		62855J104	1207	47489	SH	DEFINED	15
NCR CORP NEW	COM		62886E108	69	2513	SH	DEFINED	10
NCR CORP NEW	COM		62886E108	168	6079	SH	DEFINED	15
NRG ENERGY INC	COM NEW		629377508	1506	56866	SH	DEFINED	15
NRG ENERGY INC	COM NEW		629377508	687	25919	SH	DEFINED	9
NVR INC	COM		62944T105	719	666	SH	DEFINED	15
NYSE EURONEXT	COM		629491101	248	6424	SH	DEFINED	10
NYSE EURONEXT	COM		629491101	1649	42680	SH	DEFINED	15
NATIONAL FUEL GAS CO N J	COM		636180101	330	5384	SH	DEFINED	10
NATIONAL FUEL GAS CO N J	COM		636180101	43	700	SH	DEF/OTH	10
NATIONAL OILWELL VARCO INC	COM		637071101	8667	122499	SH	DEFINED	15
NEKTAR THERAPEUTICS	COM		640268108	1060	96396	SH	DEFINED	15
NETAPP INC	NOTE	1.750% 6/0	64110DAB0	10906	10000000	SH	DEFINED	15
NETFLIX INC	COM		64110L106	2568	13565	SH	DEFINED	15
NEW YORK CMNTY BANCORP INC	COM		649445103	312	21742	SH	DEFINED	15
NEWELL RUBBERMAID INC	COM		651229106	9	346	SH	DEFINED	10

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

NEWELL RUBBERMAID INC	COM		651229106	1308	50111	SH	DEFINED	15
NEWFIELD EXPL CO	COM		651290108	4	199	SH	DEFINED	10
NEWFIELD EXPL CO	COM		651290108	530	23626	SH	DEFINED	15
NEWMONT MINING CORP	COM		651639106	15156	361796	SH	DEFINED	15
NEWMONT MINING CORP	COM		651639106	584	13940	SH	DEFINED	9
NEWS CORP	CL B		65248E203	1005	32670	SH	DEFINED	15
NEXTERA ENERGY INC	COM		65339F101	8239	106064	SH	DEFINED	10
NEXTERA ENERGY INC	COM		65339F101	117	1506	SH	DEF/OTH	10
NIKE INC	CL B		654106103	466	7895	SH	DEFINED	10
NIKE INC	CL B		654106103	13345	226140	SH	DEFINED	15
NIKE INC	CL B		654106103	543	9200	SH	DEFINED	9
NISOURCE INC	COM		65473P105	5	175	SH	DEFINED	10
NISOURCE INC	COM		65473P105	1636	55773	SH	DEFINED	15
NORDSTROM INC	COM		655664100	1029	18634	SH	DEFINED	10
NORDSTROM INC	COM		655664100	7	135	SH	DEF/OTH	10
NORDSTROM INC	COM		655664100	2278	41249	SH	DEFINED	15
NORFOLK SOUTHERN CORP	COM		655844108	841	10909	SH	DEFINED	10
NORFOLK SOUTHERN CORP	COM		655844108	25	325	SH	DEF/OTH	10
NORTHEAST UTILS	COM		664397106	64	1474	SH	DEFINED	10
NORTHEAST UTILS	COM		664397106	2396	55126	SH	DEFINED	15
NORTHROP GRUMMAN CORP	COM		666807102	148	2113	SH	DEFINED	10
NORTHROP GRUMMAN CORP	COM		666807102	138	1969	SH	DEF/OTH	10
NOVARTIS A G	SPONSORED ADR		66987V109	212	2980	SH	DEFINED	10
NOVARTIS A G	SPONSORED ADR		66987V109	28	400	SH	DEF/OTH	10
NOVELLUS SYS INC	NOTE	2.625% 5/1	670008AD3	2721	2000000	SH	DEFINED	15
NOVO-NORDISK A S	ADR		670100205	225	1395	SH	DEFINED	10
NUANCE COMMUNICATIONS INC	COM		67020Y100	575	28517	SH	DEFINED	15
NUCOR CORP	COM		670346105	104	2244	SH	DEFINED	10
NUCOR CORP	COM		670346105	2	50	SH	DEF/OTH	10
NUCOR CORP	COM		670346105	3136	67951	SH	DEFINED	15
NVIDIA CORP	COM		67066G104	151	11787	SH	DEFINED	10
NVIDIA CORP	COM		67066G104	2050	159778	SH	DEFINED	15
NUVEEN MUN VALUE FD INC	COM		670928100	151	14885	SH	DEFINED	10
OCCIDENTAL PETE CORP DEL	COM		674599105	1032	13172	SH	DEFINED	10
OCCIDENTAL PETE CORP DEL	COM		674599105	15	192	SH	DEF/OTH	10
OCCIDENTAL PETE CORP DEL	COM		674599105	15343	195777	SH	DEFINED	15
OIL STS INTL INC	COM		678026105	224	2749	SH	DEFINED	15
OLD REP INTL CORP	NOTE	3.750% 3/1	680223AH7	11156	10000000	SH	DEFINED	15
OMNICARE INC	DBCV	3.250%12/1	681904AL2	3995	4000000	SH	DEFINED	15
OMNICARE INC	NOTE	3.750%12/1	681904AN8	7752	4800000	SH	DEFINED	15
ONEOK INC NEW	COM		682680103	45	950	SH	DEF/OTH	10
ONEOK INC NEW	COM		682680103	2297	48176	SH	DEFINED	15
ONYX PHARMACEUTICALS INC	COM		683399109	222	2502	SH	DEFINED	15
ORACLE CORP	COM		68389X105	9899	306183	SH	DEFINED	10
ORACLE CORP	COM		68389X105	191	5915	SH	DEF/OTH	10
ORACLE CORP	COM		68389X105	37959	1174124	SH	DEFINED	15
ORMAT TECHNOLOGIES INC	COM		686688102	358	17333	SH	DEFINED	15
OWENS CORNING NEW	COM		690742101	594	15057	SH	DEFINED	15
OWENS ILL INC	COM NEW		690768403	9	319	SH	DEFINED	10
OWENS ILL INC	COM NEW		690768403	1196	44871	SH	DEFINED	15
PDL BIOPHARMA INC	COM		69329Y104	351	48064	SH	DEFINED	15
PG&E CORP	COM		69331C108	130	2914	SH	DEF/OTH	10
PG&E CORP	COM		69331C108	3414	76674	SH	DEFINED	15
PNC FINL SVCS GROUP INC	COM		693475105	5273	79299	SH	DEFINED	10
PNC FINL SVCS GROUP INC	COM		693475105	30	445	SH	DEF/OTH	10
PNC FINL SVCS GROUP INC	COM		693475105	6184	92993	SH	DEFINED	15
PNM RES INC	COM		69349H107	394	16907	SH	DEFINED	10
PNM RES INC	COM		69349H107	9	392	SH	DEFINED	15
PPG INDS INC	COM		693506107	315	2355	SH	DEFINED	10
PPG INDS INC	COM		693506107	141	1050	SH	DEF/OTH	10
PPL CORP	COM		69351T106	92	2940	SH	DEF/OTH	10
PPL CORP	COM		69351T106	3190	101870	SH	DEFINED	15

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

PVH CORP	COM	693656100	387	3627	SH	DEFINED	10
PVH CORP	COM	693656100	850	7959	SH	DEFINED	15
PANERA BREAD CO	CL A	69840W108	5552	33598	SH	DEFINED	10
PANERA BREAD CO	CL A	69840W108	28	170	SH	DEF/OTH	10
PANERA BREAD CO	CL A	69840W108	179	1082	SH	DEFINED	15
PATTERSON COMPANIES INC	COM	703395103	5	125	SH	DEFINED	10
PATTERSON COMPANIES INC	COM	703395103	765	20111	SH	DEFINED	15
PEABODY ENERGY CORP	COM	704549104	94	4440	SH	DEFINED	10
PEABODY ENERGY CORP	COM	704549104	1212	57284	SH	DEFINED	15
PENNEY J C INC	COM	708160106	15	1000	SH	DEFINED	10
PENNEY J C INC	COM	708160106	403	26684	SH	DEFINED	15
PENNSYLVANIA RL ESTATE INVT	SH BEN INT	709102107	374	19282	SH	DEFINED	15
PEOPLES UNITED FINANCIAL INC	COM	712704105	179	13320	SH	DEFINED	10
PEOPLES UNITED FINANCIAL INC	COM	712704105	13	1000	SH	DEF/OTH	10
PEOPLES UNITED FINANCIAL INC	COM	712704105	99	7389	SH	DEFINED	15
PEPCO HOLDINGS INC	COM	713291102	863	40316	SH	DEFINED	15
PEPSICO INC	COM	713448108	11109	140425	SH	DEFINED	10
PEPSICO INC	COM	713448108	689	8707	SH	DEF/OTH	10
PEPSICO INC	COM	713448108	37269	471107	SH	DEFINED	15
PEPSICO INC	COM	713448108	48	610	SH	DEFINED	9
PERKINELMER INC	COM	714046109	2	63	SH	DEFINED	10
PERKINELMER INC	COM	714046109	386	11476	SH	DEFINED	15
PERRIGO CO	COM	714290103	21	173	SH	DEFINED	10
PERRIGO CO	COM	714290103	1372	11551	SH	DEFINED	15
PERRIGO CO	COM	714290103	1532	12900	SH	DEFINED	7
PETSMART INC	COM	716768106	403	6488	SH	DEFINED	10
PETSMART INC	COM	716768106	19	300	SH	DEF/OTH	10
PETSMART INC	COM	716768106	1592	25641	SH	DEFINED	15
PFIZER INC	COM	717081103	12298	426138	SH	DEFINED	10
PFIZER INC	COM	717081103	746	25843	SH	DEF/OTH	10
PFIZER INC	COM	717081103	59931	2076603	SH	DEFINED	15
PFIZER INC	COM	717081103	20	700	SH	DEFINED	7
PFIZER INC	COM	717081103	446	15471	SH	DEFINED	9
PHILIP MORRIS INTL INC	COM	718172109	980	10574	SH	DEFINED	10
PHILIP MORRIS INTL INC	COM	718172109	1169	12604	SH	DEF/OTH	10
PHILIP MORRIS INTL INC	COM	718172109	47528	512656	SH	DEFINED	15
PHILIP MORRIS INTL INC	COM	718172109	148	1600	SH	DEFINED	7
PHILIP MORRIS INTL INC	COM	718172109	8382	90408	SH	DEFINED	9
PHILLIPS 66	COM	718546104	519	7412	SH	DEFINED	10
PHILLIPS 66	COM	718546104	307	4381	SH	DEF/OTH	10
PHILLIPS 66	COM	718546104	8478	121170	SH	DEFINED	15
PIEDMONT OFFICE REALTY TR IN	COM CL A	720190206	4708	240311	SH	DEFINED	15
PILGRIMS PRIDE CORP NEW	COM	72147K108	104	11325	SH	DEFINED	15
PINNACLE WEST CAP CORP	COM	723484101	3	50	SH	DEF/OTH	10
PINNACLE WEST CAP CORP	COM	723484101	1115	19259	SH	DEFINED	15
PIONEER NAT RES CO	COM	723787107	8	63	SH	DEFINED	10
PIONEER NAT RES CO	COM	723787107	3711	29867	SH	DEFINED	15
PITNEY BOWES INC	COM	724479100	635	42719	SH	DEFINED	15
PITNEY BOWES INC	COM	724479100	15	1000	SH	DEFINED	9
PLAINS EXPL& PRODTN CO	COM	726505100	304	6410	SH	DEFINED	15
POST PPTYS INC	COM	737464107	5140	109121	SH	DEFINED	15
POWER ONE INC NEW	COM	73930R102	597	144152	SH	DEFINED	15
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	43	625	SH	DEFINED	10
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	252930	3667241	SH	DEFINED	15
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	4642	169975	SH	DEFINED	15
PRAXAIR INC	COM	74005P104	606	5433	SH	DEFINED	10
PRAXAIR INC	COM	74005P104	120	1075	SH	DEF/OTH	10
PRAXAIR INC	COM	74005P104	5111	45824	SH	DEFINED	15
PRECISION CASTPARTS CORP	COM	740189105	436	2300	SH	DEFINED	10
PRECISION CASTPARTS CORP	COM	740189105	1863	9824	SH	DEFINED	15
PRICE T ROWE GROUP INC	COM	74144T108	30	400	SH	DEFINED	10
PRICE T ROWE GROUP INC	COM	74144T108	7	100	SH	DEF/OTH	10

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

PRICE T ROWE GROUP INC	COM	74144T108	2718	36299	SH	DEFINED	15
PRICELINE COM INC	COM NEW	741503403	5576	8103	SH	DEFINED	10
PRICELINE COM INC	COM NEW	741503403	17	25	SH	DEFINED	7
PRICELINE COM INC	DEBT 1.000% 3/1	741503AQ9	4408	4000000	SH	DEFINED	15
PROCTER & GAMBLE CO	COM	742718109	12736	165270	SH	DEFINED	10
PROCTER & GAMBLE CO	COM	742718109	1075	13946	SH	DEF/OTH	10
PROCTER & GAMBLE CO	COM	742718109	80362	1042846	SH	DEFINED	15
PROCTER & GAMBLE CO	COM	742718109	704	9130	SH	DEFINED	7
PROCTER & GAMBLE CO	COM	742718109	433	5620	SH	DEFINED	9
PROGRESSIVE CORP OHIO	COM	743315103	68	2700	SH	DEFINED	10
PROGRESSIVE CORP OHIO	COM	743315103	433	17149	SH	DEFINED	15
PROSPECT CAPITAL CORPORATION	COM	74348T102	187	17177	SH	DEFINED	15
PRUDENTIAL FINL INC	COM	744320102	4794	81263	SH	DEFINED	15
PUBLIC STORAGE	COM	74460D109	102	669	SH	DEFINED	10
PUBLIC STORAGE	COM	74460D109	47321	310670	SH	DEFINED	15
PULTE GROUP INC	COM	745867101	1595	78790	SH	DEFINED	15
QEP RES INC	COM	74733V100	38	1187	SH	DEFINED	10
QEP RES INC	COM	74733V100	1038	32596	SH	DEFINED	15
QUALCOMM INC	COM	747525103	7750	115774	SH	DEFINED	10
QUALCOMM INC	COM	747525103	268	4000	SH	DEF/OTH	10
QUALCOMM INC	COM	747525103	36270	541829	SH	DEFINED	15
QUALCOMM INC	COM	747525103	54	800	SH	DEFINED	9
QUANTA SVCS INC	COM	74762E102	4244	148504	SH	DEFINED	10
QUANTA SVCS INC	COM	74762E102	1098	38433	SH	DEFINED	15
QUESTCOR PHARMACEUTICALS INC	COM	74835Y101	359	11043	SH	DEFINED	15
RADIO ONE INC	CL D NON VTG	75040P405	1392	823724	SH	DEFINED	15
RAMBUS INC DEL	COM	750917106	449	80000	SH	DEF/OTH	10
RAMBUS INC DEL	COM	750917106	1	240	SH	DEFINED	15
RALPH LAUREN CORP	CL A	751212101	2473	14608	SH	DEFINED	15
RAMCO-GERSHENSON PPTYS TR	COM SH BEN INT	751452202	1552	92399	SH	DEFINED	15
RAYONIER INC	COM	754907103	939	15741	SH	DEFINED	10
RAYONIER INC	COM	754907103	15	250	SH	DEF/OTH	10
RAYTHEON CO	COM NEW	755111507	249	4242	SH	DEFINED	10
RAYTHEON CO	COM NEW	755111507	19	322	SH	DEF/OTH	10
RAYTHEON CO	COM NEW	755111507	4373	74391	SH	DEFINED	15
REALTY INCOME CORP	COM	756109104	405	8939	SH	DEFINED	15
RED HAT INC	COM	756577102	2326	46010	SH	DEFINED	15
REGAL BELOIT CORP	COM	758750103	684	8387	SH	DEFINED	15
REGENCY CTRS CORP	COM	758849103	6778	128103	SH	DEFINED	15
REGIONS FINL CORP NEW	COM	7591EP100	2037	248663	SH	DEFINED	15
REPUBLIC SVCS INC	COM	760759100	105	3169	SH	DEFINED	10
REPUBLIC SVCS INC	COM	760759100	1915	58028	SH	DEFINED	15
REPUBLIC SVCS INC	COM	760759100	1839	55725	SH	DEFINED	9
REYNOLDS AMERICAN INC	COM	761713106	70	1578	SH	DEFINED	10
REYNOLDS AMERICAN INC	COM	761713106	1527	34312	SH	DEFINED	15
REYNOLDS AMERICAN INC	COM	761713106	29	650	SH	DEFINED	7
ROBERT HALF INTL INC	COM	770323103	1233	32867	SH	DEFINED	15
ROBERT HALF INTL INC	COM	770323103	38	1000	SH	DEFINED	7
ROCK-TENN CO	CL A	772739207	1397	15055	SH	DEFINED	15
ROCK-TENN CO	CL A	772739207	87	935	SH	DEFINED	9
ROPER INDS INC NEW	COM	776696106	2987	23461	SH	DEFINED	15
ROSS STORES INC	COM	778296103	1056	17415	SH	DEFINED	10
ROSS STORES INC	COM	778296103	3290	54272	SH	DEFINED	15
ROUSE PPTYS INC	COM	779287101	829	45826	SH	DEFINED	15
ROYAL GOLD INC	COM	780287108	240	3373	SH	DEFINED	15
RYDER SYS INC	COM	783549108	307	5134	SH	DEFINED	15
RYLAND GROUP INC	COM	783764103	209	5018	SH	DEFINED	15
SAIC INC	COM	78390X101	1149	84782	SH	DEFINED	15
SEI INVESTMENTS CO	COM	784117103	147	5111	SH	DEFINED	10
SEI INVESTMENTS CO	COM	784117103	447	15487	SH	DEFINED	15
SLM CORP	COM	78442P106	1641	80060	SH	DEFINED	15
SPDR S&P 500 ETF TR	TR UNIT	78462F103	35514	226678	SH	DEFINED	10

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

SPDR S&P 500 ETF TR	TR UNIT	78462F103	3132	19990	SH	DEF/OTH	10
SPDR S&P 500 ETF TR	TR UNIT	78462F103	86315	550936	SH	DEFINED	15
SPX CORP	COM	784635104	71	900	SH	DEFINED	10
SPX CORP	COM	784635104	271	3437	SH	DEFINED	15
SPDR GOLD TRUST	GOLD SHS	78463V107	3658	23680	SH	DEFINED	10
SPDR GOLD TRUST	GOLD SHS	78463V107	138	891	SH	DEF/OTH	10
SPDR GOLD TRUST	GOLD SHS	78463V107	11873	76860	SH	DEFINED	15
SPDR INDEX SHS FDS	ASIA PACIF ETF	78463X301	1466	19216	SH	DEFINED	10
SPDR INDEX SHS FDS	MSCI ACWI EXUS	78463X848	4451	135172	SH	DEFINED	10
SPDR INDEX SHS FDS	MSCI ACWI EXUS	78463X848	108	3285	SH	DEF/OTH	10
SPDR INDEX SHS FDS	S&P INTL SMLCP	78463X871	419	13666	SH	DEFINED	10
SPDR INDEX SHS FDS	S&P INTL SMLCP	78463X871	5	147	SH	DEF/OTH	10
SPDR SERIES TRUST	BRC HGH YLD BD	78464A417	103	2500	SH	DEFINED	10
SPDR SERIES TRUST	BRC HGH YLD BD	78464A417	41	1000	SH	DEF/OTH	10
SPDR SERIES TRUST	BRC HGH YLD BD	78464A417	6025	146558	SH	DEFINED	15
SPDR SERIES TRUST	DJ REIT ETF	78464A607	515	6637	SH	DEFINED	10
SPDR SERIES TRUST	S&P METALS MNG	78464A755	242	6000	SH	DEFINED	15
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	1008	6935	SH	DEFINED	10
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	163	1120	SH	DEF/OTH	10
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	0	1	SH	DEFINED	15
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	43034	205196	SH	DEFINED	10
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	934	4455	SH	DEF/OTH	10
SAFEWAY INC	COM NEW	786514208	1159	44001	SH	DEFINED	15
SAGENT PHARMACEUTICALS INC	COM	786692103	518	29529	SH	DEFINED	15
SALESFORCE COM INC	NOTE 0.750% 1/1	79466LAB0	21038	10000000	SH	DEFINED	15
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	363	24000	SH	DEFINED	15
SANDISK CORP	COM	80004C101	2510	45662	SH	DEFINED	15
SANOFI	SPONSORED ADR	80105N105	380	7445	SH	DEFINED	10
SAP AG	SPON ADR	803054204	351	4359	SH	DEFINED	10
SAP AG	SPON ADR	803054204	0	1	SH	DEFINED	7
SAUL CTRS INC	COM	804395101	372	8503	SH	DEFINED	15
SCANA CORP NEW	COM	80589M102	219	4286	SH	DEFINED	10
SCANA CORP NEW	COM	80589M102	97	1900	SH	DEF/OTH	10
SCANA CORP NEW	COM	80589M102	1177	23014	SH	DEFINED	15
SCHEIN HENRY INC	COM	806407102	352	3801	SH	DEFINED	10
SCHLUMBERGER LTD	COM	806857108	5635	75246	SH	DEFINED	10
SCHLUMBERGER LTD	COM	806857108	130	1740	SH	DEF/OTH	10
SCHLUMBERGER LTD	COM	806857108	105	1400	SH	DEFINED	9
SCHWAB CHARLES CORP NEW	COM	808513105	55	3091	SH	DEFINED	10
SCHWAB CHARLES CORP NEW	COM	808513105	200	11331	SH	DEF/OTH	10
SCHWAB CHARLES CORP NEW	COM	808513105	2343	132473	SH	DEFINED	15
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	88	1375	SH	DEFINED	10
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	1336	20757	SH	DEFINED	15
SEALED AIR CORP NEW	COM	81211K100	3	110	SH	DEFINED	10
SEALED AIR CORP NEW	COM	81211K100	803	33308	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	13591	346893	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	18	455	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	15709	400940	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	213	4625	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	93	1750	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	5	100	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	9699	183000	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	4240	80000	SH	CALL	DEFINED 7
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	134	1691	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	176	2225	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	10060	126850	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	441	24225	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	9	500	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	59391	3261620	SH	DEFINED	15
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	692	22866	SH	DEFINED	10
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	51	1680	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	2104	69496	SH	DEFINED	15

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

SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	263	6730	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	61	1565	SH	DEF/OTH	10
SELECT COMFORT CORP	COM	81616X103	371	18760	SH	DEFINED	15
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	12	450	SH	DEFINED	10
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	9982	372051	SH	DEFINED	15
SEQUENOM INC	COM NEW	817337405	841	202754	SH	DEFINED	15
SHERWIN WILLIAMS CO	COM	824348106	897	5312	SH	DEFINED	10
SHERWIN WILLIAMS CO	COM	824348106	61	360	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	2464	14587	SH	DEFINED	15
SIMON PPTY GROUP INC NEW	COM	828806109	26	166	SH	DEFINED	10
SIMON PPTY GROUP INC NEW	COM	828806109	114126	719765	SH	DEFINED	15
SIRIUS XM RADIO INC	COM	82967N108	1270	412317	SH	DEFINED	15
SKYWORKS SOLUTIONS INC	COM	83088M102	5	227	SH	DEFINED	10
SKYWORKS SOLUTIONS INC	COM	83088M102	244	11089	SH	DEFINED	15
SMITH A O	COM	831865209	912	12392	SH	DEFINED	15
SMUCKER J M CO	COM NEW	832696405	6	57	SH	DEFINED	10
SMUCKER J M CO	COM NEW	832696405	59	600	SH	DEF/OTH	10
SMUCKER J M CO	COM NEW	832696405	1862	18776	SH	DEFINED	15
SNAP ON INC	COM	833034101	41	500	SH	DEFINED	10
SNAP ON INC	COM	833034101	50	600	SH	DEF/OTH	10
SNAP ON INC	COM	833034101	541	6536	SH	DEFINED	15
SOUTHERN CO	COM	842587107	677	14422	SH	DEFINED	10
SOUTHERN CO	COM	842587107	548	11680	SH	DEF/OTH	10
SOUTHERN COPPER CORP	COM	84265V105	3626	96526	SH	DEFINED	15
SOUTHWEST AIRLS CO	COM	844741108	301	22317	SH	DEFINED	15
SOUTHWESTERN ENERGY CO	COM	845467109	210	5646	SH	DEFINED	15
SOVRAN SELF STORAGE INC	COM	84610H108	526	8151	SH	DEFINED	15
SPRINT NEXTEL CORP	COM SER 1	852061100	3274	527257	SH	DEFINED	15
STANDARD PAC CORP NEW	COM	85375C101	106	12298	SH	DEFINED	15
STANLEY BLACK & DECKER INC	COM	854502101	64	787	SH	DEFINED	10
STANLEY BLACK & DECKER INC	COM	854502101	81	1000	SH	DEF/OTH	10
STANLEY BLACK & DECKER INC	COM	854502101	2272	28057	SH	DEFINED	15
STAPLES INC	COM	855030102	234	17420	SH	DEFINED	10
STAPLES INC	COM	855030102	4	300	SH	DEF/OTH	10
STAPLES INC	COM	855030102	2974	221629	SH	DEFINED	15
STAR SCIENTIFIC INC	COM	85517P101	19	11149	SH	DEFINED	15
STARBUCKS CORP	COM	855244109	810	14216	SH	DEFINED	10
STARBUCKS CORP	COM	855244109	9	160	SH	DEF/OTH	10
STARBUCKS CORP	COM	855244109	13813	242553	SH	DEFINED	15
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	10	154	SH	DEF/OTH	10
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	3223	50576	SH	DEFINED	15
STATE STR CORP	COM	857477103	288	4881	SH	DEFINED	10
STATE STR CORP	COM	857477103	4	64	SH	DEF/OTH	10
STATE STR CORP	COM	857477103	5106	86403	SH	DEFINED	15
STATOIL ASA	SPONSORED ADR	85771P102	263	10700	SH	DEF/OTH	10
STERICYCLE INC	COM	858912108	170	1597	SH	DEFINED	15
STERICYCLE INC	COM	858912108	2380	22418	SH	DEFINED	15
STILLWATER MNG CO	COM	86074Q102	490	37875	SH	DEFINED	15
STRYKER CORP	COM	863667101	452	6931	SH	DEFINED	10
STRYKER CORP	COM	863667101	74	1140	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	4283	65645	SH	DEFINED	15
STRYKER CORP	COM	863667101	1031	15800	SH	DEFINED	7
SUN CMNTYS INC	COM	866674104	3	55	SH	DEFINED	10
SUN CMNTYS INC	COM	866674104	303	6140	SH	DEFINED	15
SUNPOWER CORP	COM	867652406	1094	94814	SH	DEFINED	15
SUNSTONE HOTEL INVS INC NEW	COM	867892101	1202	97640	SH	DEFINED	15
SUNTRUST BKS INC	COM	867914103	4518	156837	SH	DEFINED	10
SUNTRUST BKS INC	COM	867914103	54	1875	SH	DEF/OTH	10
SUPERIOR ENERGY SVCS INC	COM	868157108	289	11135	SH	DEFINED	15
SYMANTEC CORP	COM	871503108	9	373	SH	DEFINED	10
SYMANTEC CORP	COM	871503108	5	200	SH	DEF/OTH	10
SYMANTEC CORP	COM	871503108	28230	1143852	SH	DEFINED	15

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

SYNOPSIS INC	COM	871607107	10	290	SH	DEFINED	10
SYNOPSIS INC	COM	871607107	284	7907	SH	DEFINED	15
SYNUTRA INTL INC	COM	87164C102	1880	400038	SH	DEFINED	15
SYSCO CORP	COM	871829107	661	18806	SH	DEFINED	10
SYSCO CORP	COM	871829107	163	4625	SH	DEF/OTH	10
SYSCO CORP	COM	871829107	340	9680	SH	DEFINED	7
SYSCO CORP	COM	871829107	23	644	SH	DEFINED	9
TECO ENERGY INC	COM	872375100	295	16560	SH	DEFINED	10
TECO ENERGY INC	COM	872375100	360	20229	SH	DEFINED	15
TJX COS INC NEW	COM	872540109	7037	150533	SH	DEFINED	10
TJX COS INC NEW	COM	872540109	57	1210	SH	DEF/OTH	10
TJX COS INC NEW	COM	872540109	8396	179592	SH	DEFINED	15
TJX COS INC NEW	COM	872540109	31	660	SH	DEFINED	9
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	494	28734	SH	DEFINED	10
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	43	2500	SH	DEF/OTH	10
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	284	16499	SH	DEFINED	9
TANGER FACTORY OUTLET CTRS I	COM	875465106	5805	160434	SH	DEFINED	15
TARGET CORP	COM	87612E106	1065	15557	SH	DEFINED	10
TARGET CORP	COM	87612E106	63	920	SH	DEF/OTH	10
TARGET CORP	COM	87612E106	11978	174989	SH	DEFINED	15
TAUBMAN CTRS INC	COM	876664103	9836	126660	SH	DEFINED	15
TELEFLEX INC	COM	879369106	248	2929	SH	DEFINED	10
TENET HEALTHCARE CORP	COM NEW	88033G407	523	10990	SH	DEFINED	15
TERADATA CORP DEL	COM	88076W103	103	1763	SH	DEFINED	10
TERADATA CORP DEL	COM	88076W103	2335	39909	SH	DEFINED	15
TERADYNE INC	COM	880770102	343	21150	SH	DEFINED	15
TESORO CORP	COM	881609101	941	16072	SH	DEFINED	15
TEXAS INSTRS INC	COM	882508104	730	20582	SH	DEFINED	10
TEXAS INSTRS INC	COM	882508104	63	1788	SH	DEF/OTH	10
TEXAS INSTRS INC	COM	882508104	9220	259854	SH	DEFINED	15
THERMO FISHER SCIENTIFIC INC	COM	883556102	6388	83516	SH	DEFINED	10
THERMO FISHER SCIENTIFIC INC	COM	883556102	25	331	SH	DEF/OTH	10
THERMO FISHER SCIENTIFIC INC	COM	883556102	4794	62674	SH	DEFINED	15
3M CO	COM	88579Y101	5173	48661	SH	DEFINED	10
3M CO	COM	88579Y101	656	6173	SH	DEF/OTH	10
3M CO	COM	88579Y101	14226	133814	SH	DEFINED	15
3M CO	COM	88579Y101	17	160	SH	DEFINED	7
TOLL BROTHERS INC	COM	889478103	75	2200	SH	DEFINED	10
TOLL BROTHERS INC	COM	889478103	291	8492	SH	DEFINED	15
TORCHMARK CORP	COM	891027104	211	3533	SH	DEFINED	15
TOTAL SYS SVCS INC	COM	891906109	343	13850	SH	DEFINED	10
TOTAL SYS SVCS INC	COM	891906109	909	36677	SH	DEFINED	15
TRACTOR SUPPLY CO	COM	892356106	887	8519	SH	DEFINED	10
TRACTOR SUPPLY CO	COM	892356106	831	7980	SH	DEFINED	15
TRANSDIGM GROUP INC	COM	893641100	835	5458	SH	DEFINED	15
TRAVELERS COMPANIES INC	COM	89417E109	251	2983	SH	DEFINED	10
TRAVELERS COMPANIES INC	COM	89417E109	38	450	SH	DEF/OTH	10
TRAVELERS COMPANIES INC	COM	89417E109	29139	346114	SH	DEFINED	15
TRAVELERS COMPANIES INC	COM	89417E109	1	6	SH	DEFINED	9
TRIPADVISOR INC	COM	896945201	995	18938	SH	DEFINED	15
TYSON FOODS INC	CL A	902494103	8	311	SH	DEFINED	10
TYSON FOODS INC	CL A	902494103	1544	62223	SH	DEFINED	15
TYSON FOODS INC	CL A	902494103	14	560	SH	DEFINED	7
UDR INC	COM	902653104	4141	171204	SH	DEFINED	15
US BANCORP DEL	COM NEW	902973304	1064	31370	SH	DEFINED	10
US BANCORP DEL	COM NEW	902973304	5	150	SH	DEF/OTH	10
US BANCORP DEL	COM NEW	902973304	15432	454808	SH	DEFINED	15
UNILEVER N V	N Y SHS NEW	904784709	326	7947	SH	DEFINED	10
UNILEVER N V	N Y SHS NEW	904784709	31	750	SH	DEF/OTH	10
UNION PAC CORP	COM	907818108	1237	8686	SH	DEFINED	10
UNION PAC CORP	COM	907818108	613	4305	SH	DEF/OTH	10
UNION PAC CORP	COM	907818108	20366	143011	SH	DEFINED	15

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

UNION PAC CORP	COM		907818108	21	145	SH	DEFINED	7
UNITED PARCEL SERVICE INC	CL B		911312106	241	2800	SH	DEFINED	10
UNITED PARCEL SERVICE INC	CL B		911312106	18164	211452	SH	DEFINED	15
UNITED PARCEL SERVICE INC	CL B		911312106	3	40	SH	DEFINED	9
UNITED STATES STL CORP NEW	COM		912909108	2667	136771	SH	DEFINED	15
UNITED STATES STL CORP NEW	NOTE	4.000% 5/1	912909AE8	2081	2000000	SH	DEFINED	15
UNITED TECHNOLOGIES CORP	COM		913017109	9339	99960	SH	DEFINED	10
UNITED TECHNOLOGIES CORP	COM		913017109	124	1330	SH	DEF/OTH	10
UNITED TECHNOLOGIES CORP	COM		913017109	56131	600781	SH	DEFINED	15
UNITED TECHNOLOGIES CORP	COM		913017109	2711	29017	SH	DEFINED	9
UNITED THERAPEUTICS CORP DEL	COM		91307C102	777	12771	SH	DEFINED	15
UNITEDHEALTH GROUP INC	COM		91324P102	127	2228	SH	DEFINED	10
UNITEDHEALTH GROUP INC	COM		91324P102	33529	586068	SH	DEFINED	15
UNUM GROUP	COM		91529Y106	493	17458	SH	DEFINED	10
UNUM GROUP	COM		91529Y106	10	345	SH	DEF/OTH	10
UNUM GROUP	COM		91529Y106	1348	47726	SH	DEFINED	15
URBAN OUTFITTERS INC	COM		917047102	1026	26497	SH	DEFINED	15
V F CORP	COM		918204108	39	235	SH	DEFINED	10
V F CORP	COM		918204108	662	3948	SH	DEFINED	15
VAALCO ENERGY INC	COM NEW		91851C201	90	11860	SH	DEFINED	15
VALE S A	ADR		91912E105	228	13187	SH	DEFINED	10
VALE S A	ADR		91912E105	13	750	SH	DEF/OTH	10
VALMONT INDS INC	COM		920253101	143	909	SH	DEFINED	10
VALMONT INDS INC	COM		920253101	140	892	SH	DEFINED	15
VALSPAR CORP	COM		920355104	220	3528	SH	DEFINED	15
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US		922042775	3017	65068	SH	DEFINED	10
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US		922042775	25	547	SH	DEF/OTH	10
VANGUARD INTL EQUITY INDEX F	FTSE EMR MKT ETF		922042858	507	11823	SH	DEFINED	10
VANGUARD INTL EQUITY INDEX F	FTSE EMR MKT ETF		922042858	135	3150	SH	DEF/OTH	10
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ETF		922042874	3673	74770	SH	DEFINED	10
VARIAN MED SYS INC	COM		92220P105	281	3907	SH	DEFINED	10
VARIAN MED SYS INC	COM		92220P105	441	6120	SH	DEFINED	15
VERISIGN INC	SDCV	3.250% 8/1	92343EAD4	14078	9500000	SH	DEFINED	15
VERIZON COMMUNICATIONS INC	COM		92343V104	9895	201316	SH	DEFINED	10
VERIZON COMMUNICATIONS INC	COM		92343V104	906	18430	SH	DEF/OTH	10
VERIZON COMMUNICATIONS INC	COM		92343V104	51022	1038079	SH	DEFINED	15
VERISK ANALYTICS INC	CL A		92345Y106	939	15242	SH	DEFINED	15
VERTEX PHARMACEUTICALS INC	COM		92532F100	103	1873	SH	DEFINED	10
VERTEX PHARMACEUTICALS INC	COM		92532F100	2403	43706	SH	DEFINED	15
VIACOM INC NEW	CL B		92553P201	316	5140	SH	DEFINED	10
VIACOM INC NEW	CL B		92553P201	6962	113245	SH	DEFINED	15
VIRGIN MEDIA INC	COM		92769L101	56246	1148582	SH	DEFINED	15
VIRGIN MEDIA INC	NOTE	6.500%11/1	92769LAB7	52563	20000000	SH	DEFINED	15
VISA INC	COM CL A		92826C839	9749	57401	SH	DEFINED	10
VISA INC	COM CL A		92826C839	297	1750	SH	DEF/OTH	10
VISA INC	COM CL A		92826C839	68	400	SH	DEFINED	9
VODAFONE GROUP PLC NEW	SPONS ADR NEW		92857W209	361	12724	SH	DEFINED	10
VODAFONE GROUP PLC NEW	SPONS ADR NEW		92857W209	23	825	SH	DEF/OTH	10
VORNADO RLTY TR	SH BEN INT		929042109	8093	96754	SH	DEFINED	15
VORNADO RLTY TR	SH BEN INT		929042109	0	1	SH	DEFINED	9
VULCAN MATLS CO	COM		929160109	1178	22788	SH	DEFINED	15
WAL-MART STORES INC	COM		931142103	10712	143150	SH	DEFINED	10
WAL-MART STORES INC	COM		931142103	215	2870	SH	DEF/OTH	10
WAL-MART STORES INC	COM		931142103	62547	835852	SH	DEFINED	15
WALGREEN CO	COM		931422109	164	3450	SH	DEFINED	10
WALGREEN CO	COM		931422109	81	1700	SH	DEF/OTH	10
WALGREEN CO	COM		931422109	9945	208569	SH	DEFINED	15
WALGREEN CO	COM		931422109	1132	23743	SH	DEFINED	7
WALTER ENERGY INC	COM		93317Q105	254	8914	SH	DEFINED	15
WASHINGTON REAL ESTATE INVT	SH BEN INT		939653101	474	17017	SH	DEFINED	15
WASTE CONNECTIONS INC	COM		941053100	158	4381	SH	DEFINED	10
WASTE CONNECTIONS INC	COM		941053100	474	13174	SH	DEFINED	15



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

WASTE MGMT INC DEL	COM	94106L109	1804	46008	SH	DEFINED	10
WASTE MGMT INC DEL	COM	94106L109	68	1745	SH	DEF/OTH	10
WATERS CORP	COM	941848103	2189	23305	SH	DEFINED	15
WELLS FARGO & CO NEW	COM	949746101	11533	311780	SH	DEFINED	10
WELLS FARGO & CO NEW	COM	949746101	237	6403	SH	DEF/OTH	10
WELLS FARGO & CO NEW	COM	949746101	43870	1185996	SH	DEFINED	15
WELLS FARGO & CO NEW	COM	949746101	81	2200	SH	DEFINED	7
WELLS FARGO & CO NEW	COM	949746101	7100	191934	SH	DEFINED	9
WESTERN DIGITAL CORP	COM	958102105	15	300	SH	DEFINED	10
WESTERN DIGITAL CORP	COM	958102105	9	182	SH	DEF/OTH	10
WESTERN DIGITAL CORP	COM	958102105	3219	64000	SH	DEFINED	9
WESTERN UN CO	COM	959802109	2092	139105	SH	DEFINED	15
WESTERN UN CO	COM	959802109	25	1642	SH	DEFINED	7
WEYERHAEUSER CO	COM	962166104	3335	106292	SH	DEFINED	15
WHIRLPOOL CORP	COM	963320106	41	350	SH	DEFINED	10
WHIRLPOOL CORP	COM	963320106	1819	15358	SH	DEFINED	15
WHITING PETE CORP NEW	COM	966387102	333	6547	SH	DEFINED	15
WHOLE FOODS MKT INC	COM	966837106	86	989	SH	DEFINED	10
WHOLE FOODS MKT INC	COM	966837106	3865	44549	SH	DEFINED	15
WILLIAMS COS INC DEL	COM	969457100	7972	212820	SH	DEFINED	15
WILLIAMS COS INC DEL	COM	969457100	9561	255237	SH	DEFINED	9
WINDSTREAM CORP	COM	97381W104	0	43	SH	DEFINED	10
WINDSTREAM CORP	COM	97381W104	1	124	SH	DEF/OTH	10
WINDSTREAM CORP	COM	97381W104	993	125218	SH	DEFINED	15
WINDSTREAM CORP	COM	97381W104	0	59	SH	DEFINED	7
WISCONSIN ENERGY CORP	COM	976657106	210	4890	SH	DEFINED	10
WISCONSIN ENERGY CORP	COM	976657106	257	6000	SH	DEF/OTH	10
WISCONSIN ENERGY CORP	COM	976657106	1722	40157	SH	DEFINED	15
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	89	4947	SH	DEFINED	10
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	306	17050	SH	DEFINED	15
WPX ENERGY INC	COM	98212B103	364	22698	SH	DEFINED	15
WRIGHT MED GROUP INC	RIGHT 03/01/2019	98235T115	27	10765	SH	DEFINED	10
WYNDHAM WORLDWIDE CORP	COM	98310W108	2141	33199	SH	DEFINED	15
XILINX INC	COM	983919101	2998	78546	SH	DEFINED	15
XEROX CORP	COM	984121103	1757	204347	SH	DEFINED	15
XYLEM INC	COM	98419M100	6	207	SH	DEFINED	10
XYLEM INC	COM	98419M100	6	200	SH	DEF/OTH	10
XYLEM INC	COM	98419M100	1044	37884	SH	DEFINED	15
YAHOO INC	COM	984332106	2646	112461	SH	DEFINED	15
YUM BRANDS INC	COM	988498101	1644	22851	SH	DEFINED	10
YUM BRANDS INC	COM	988498101	100	1385	SH	DEF/OTH	10
YUM BRANDS INC	COM	988498101	6892	95807	SH	DEFINED	15
YUM BRANDS INC	COM	988498101	43	600	SH	DEFINED	9
ZIMMER HLDGS INC	COM	98956P102	245	3256	SH	DEFINED	10
ZIMMER HLDGS INC	COM	98956P102	84	1111	SH	DEF/OTH	10
ZIMMER HLDGS INC	COM	98956P102	971	12906	SH	DEFINED	15
ZIMMER HLDGS INC	COM	98956P102	9761	129762	SH	DEFINED	9
ZIONS BANCORPORATION	COM	989701107	10	396	SH	DEFINED	10
ZIONS BANCORPORATION	COM	989701107	499	19965	SH	DEFINED	15
EATON CORP PLC	SHS	G29183103	332	5424	SH	DEFINED	10
ENSCO PLC	SHS CLASS A	G3157S106	211	3520	SH	DEFINED	10
ENSCO PLC	SHS CLASS A	G3157S106	20	325	SH	DEF/OTH	10
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	220	2395	SH	DEFINED	10