## Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 424B5

## ROYAL BANK OF SCOTLAND GROUP PLC

Form 424B5 February 20, 2013

## CALCULATION OF REGISTRATION FEE

Title of Each Class of Maximum Aggregate Amount of Registration Fee

Securities Offered Offering Price (1)
Notes \$958,000.00 \$130.67
(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933.

Filed under Rule 424(b)(5), Registration Statement No. 333-184147 Final Pricing Supplement No. 33 dated February 19, 2013 (to: Prospectus dated September 28, 2012 and Prospectus Supplement dated September 28, 2012)

		Aggregate		0.11.	NI .	C	C	C	N	1	
	CUSIP / ISIN	Principal	Price to	Selling	Net	Coupon	Coupon	Coupon	Maturity	1st Coupon	Co
	Number	Amount	Public	Commission	Proceeds	Type	Rate	Frequency	Date	Date	Aı
							2.15%				
	78012DBJ1 /						per				
1	US78012DBJ19	\$958,000	100.00%	1.50%	\$943,630	FIXED	annum	MONTHLY	02/15/2018	03/15/2013	\$

Redemption Information: Non-Callable/Non-Puttable

Lead Manager and Lead Agent: RBS Securities Inc.

Offering Dates: 02/11/2013 through

02/19/2013

Trade Date: 02/19/2013 Settlement Date: 02/22/2013

Minimum Denomination/Increments:

\$1,000.00/\$1,000.00

Initial trades settle flat and clear SDFS:

DTC Book-Entry only

DTC Number 2230 via RBS Securities

Inc.

The Royal Bank of Scotland Group plc

If the maturity date or an interest payment date for any note is not a business day (as The Royal Bank of Scotland Group plc

Prospectus dated September 28, 2012

and Prospectus Supplement dated

Retail Corporate Notes

September 28, 2012

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that term is defined in the prospectus supplement), principal, premium, if any, and interest for that note is paid on the next business day, and no interest will accrue from, and after, the maturity date or interest payment date.

The notes will be treated as fixed rate debt instruments for U.S. federal income tax purposes.

Intended to be listed on the Channel Islands Stock Exchange.

Davis Polk & Wardwell LLP has confirmed its opinion as to the legality of the notes offered by this pricing supplement as set forth under "Validity of the Notes" in the prospectus supplement dated September 28, 2012, subject to the customary assumptions set forth in the opinion of such counsel dated November 20, 2012 filed as an exhibit to a report on form 6-K by the Company on such date.