

ROYAL BANK OF SCOTLAND GROUP PLC
Form 6-K
July 08, 2008

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

Report of Foreign Private Issuer

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

For the month of July 2008

Commission File Number: 001-10306

The Royal Bank of Scotland Group plc

RBS, Gogarburn, PO Box 1000
Edinburgh EH12 1HQ

(Address of principal executive offices)

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

Form 20-F

Form 40-F

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

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

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

Yes

No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

The following information was issued as Company announcements, in London, England and is furnished pursuant to General Instruction B to the General Instructions to Form 6-K: _____

Exhibit No.1 - Rule 38.5(b)-Cable and Wireless PLC - announcement released on 30 June 2008

Exhibit No.2 - Rule 38.5(b)-BHP Billiton PLC announcement released on 30 June 2008

Exhibit No.3 - Total Voting Rights announcement released on 30 June 2008

Exhibit No. 1

**DEALINGS BY CONNECTED EXEMPT PRINCIPAL TRADERS
WITHOUT RECOGNISED INTERMEDIARY STATUS, OR WITH RI STATUS
BUT NOT DEALING IN A CLIENT-SERVING CAPACITY
(Rule 38.5(b) of the Takeover Code)**

**1.
KEY INFORMATION**

| | |
|--|--|
| Name of exempt principal trader | The Royal Bank of Scotland plc (a wholly-owned subsidiary of The Royal Bank of Scotland Group plc) |
| Company dealt in | Cable and Wireless plc |
| Class of relevant security to which the dealings being disclosed relate | ORD GBP 0.25 |
| (Note 1) Date of dealing | 27 June 2008 |

2. INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE

(a) Interests and short positions (following dealing) in the class of relevant security dealt in (Note 2)

| | Long | | Short | |
|--|----------------|-----------------|----------------|-----------------|
| | Number | (%) | Number | (%) |
| (1) Relevant securities | 919,300 | (0.0369) | 101,240 | (0.0041) |
| (2) Derivatives (other than options) | | | | |
| (3) Options and agreements to purchase/sell | | | | |
| Total | 919,300 | (0.0369) | 101,240 | (0.0041) |

(b) Interests and short positions in relevant securities of the company, other than the class dealt in (Note 2)

| Class of relevant security: | Long | | Short | |
|--|--------|-----|--------|-----|
| | Number | (%) | Number | (%) |
| (1) Relevant securities | | | | |
| (2) Derivatives (other than options) | | | | |
| (3) Options and agreements to purchase/sell | | | | |
| Total | | | | |

(c) Rights to subscribe (Note 2)

Class of relevant security: Details

3. DEALINGS (Note 3)

(a) Purchases and sales

Purchase/sale Number of securities Price per unit
(Note 4)

Sale 100,600 1.4740 GBP

(b)
Derivatives transactions (other than options)

Product name, Long/short Number of securities Price per unit
e.g. CFD (Note 5) (Note 6) (Note 4)

(c)
Options transactions in respect of existing securities

(i)
Writing, selling, purchasing or varying

| Product name, e.g. call option | Writing, selling, purchasing, varying etc. | Number of securities to which the option relates | Exercise price | Type, e.g. American, European etc. | Expiry date | Option money paid/received per unit |
|---------------------------------------|---|---|-----------------------|---|--------------------|--|
| | | (Note 6) | | | | (Note 4) |

(ii)
Exercising

Product name, e.g. call option Number of securities Exercise price per unit
(Note 4)

(d)
Other dealings (including new securities)
(Note 3)

Nature of transaction Details Price per unit (if applicable)
(Note 7)
(Note 4)

4.

OTHER INFORMATION

Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

NONE

Is a Supplemental Form 38.5(b) attached?

(Note 8)

YES

/NO

| | |
|---|--|
| Date of disclosure | 30 June 2008 |
| Contact name | Richard Hopkins |
| Telephone number | (020) 7714 4459 |
| Name of offeree/offerator with which connected | Cable and Wireless plc |
| Nature of connection (Note 9) | ABN-AMRO Hoare Govett is acting as Corporate Broker to Cable and Wireless plc regarding the potential bid for Thus Group plc. ABN-AMRO is a subsidiary of RFS Holdings N.V. in which the Royal Bank of Scotland Group plc have a 38.3% interest. |

Notes

The Notes on Form 38.5(b) can be viewed on the Takeover Panel's website at www.thetakeoverpanel.org.uk

Exhibit No. 2

**DEALINGS BY CONNECTED EXEMPT PRINCIPAL TRADERS
WITHOUT RECOGNISED INTERMEDIARY STATUS, OR WITH RI STATUS
BUT NOT DEALING IN A CLIENT-SERVING CAPACITY
(Rule 38.5(b) of the Takeover Code)**

**1.
KEY INFORMATION**

| | |
|--|--|
| Name of exempt principal trader | The Royal Bank of Scotland plc (a wholly-owned subsidiary of The Royal Bank of Scotland Group plc) |
| Company dealt in | BHP Billiton plc |
| Class of relevant security to which the dealings being disclosed relate | ORD USD 0.50 |
| (Note 1) | |
| Date of dealing | 27 June 2008 |

**2.
INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE**

(a)
Interests and short positions (following dealing) in the class of relevant security dealt in
(Note 2)

| | Long | Short |
|--|-------------------------|-------------------------|
| | Number (%) | Number (%) |
| (1) Relevant securities | 445,807 (0.0202) | 608,814 (0.0276) |
| (2) Derivatives (other than options) | | |
| (3) Options and agreements to purchase/sell | 0 (0.0) | 380,000 (0.0172) |
| Total | 445,807 (0.0202) | 988,814 (0.0448) |

(b)
Interests and short positions in relevant securities of the company, other than the class dealt in
(Note 2)

| Class of relevant security: | Long | Short |
|--|-------------------|-------------------|
| | Number (%) | Number (%) |
| (1) Relevant securities | | |
| (2) Derivatives (other than options) | | |
| (3) Options and agreements to purchase/sell | | |

Total**(c) Rights to subscribe**

(Note 2)

Class of relevant security: **Details****3.****DEALINGS**

(Note 3)

(a)**Purchases and sales**

| Purchase/sale | Number of securities | Price per unit |
|----------------------|-----------------------------|-----------------------|
| | | (Note 4) |

| | | |
|-----------------|----------------|--------------------|
| Purchase | 3,000 | 18.7500 GBP |
| Purchase | 517,800 | 18.4298 GBP |
| Purchase | 195,984 | 18.7500 GBP |
| Purchase | 1,232 | 18.7500 GBP |

(b)**Derivatives transactions (other than options)**

| Product name, | Long/short | Number of securities | Price per unit |
|----------------------|-------------------|-----------------------------|-----------------------|
| e.g. CFD | (Note 5) | (Note 6) | (Note 4) |

(c)**Options transactions in respect of existing securities****(i)****Writing, selling, purchasing or varying**

| Product name, e.g. call option | Writing, selling, purchasing, varying etc. | Number of securities which the option relates | to Exercise price | Type, e.g. American, European etc. | Expiry date | Option money paid/received per unit |
|---------------------------------------|---|--|--------------------------|---|--------------------|--|
| | | (Note 6) | | | | (Note 4) |

(ii)

Exercising

| | | |
|---------------------------------------|-----------------------------|--------------------------------|
| Product name, e.g. call option | Number of securities | Exercise price per unit |
| | | (Note 4) |

(d)
Other dealings (including new securities)
(Note 3)

| | | |
|------------------------------|----------------|---------------------------------------|
| Nature of transaction | Details | Price per unit (if applicable) |
| (Note 7) | | (Note 4) |

4.
OTHER INFORMATION

Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any other person relating to the voting rights of any relevant securities under any option referred to on this form or relating to the voting rights or future acquisition or disposal of any relevant securities to which any derivative referred to on this form is referenced. If none, this should be stated.

NONE

Is a Supplemental Form 38.5(b) attached?
(Note 8)

YES
/NO

| | |
|---------------------------|------------------------|
| Date of disclosure | 30 June 2008 |
| Contact name | Richard Hopkins |
| Telephone number | (020) 7714 4459 |
| | Rio Tinto plc |

**Name of offeree/offeror
with which connected**

Nature of connection (Note 9) ABN-AMRO is acting as defence adviser to Rio Tinto plc regarding the unsolicited offer from BHP Billiton plc. ABN-AMRO is a subsidiary of RFS Holdings N.V. in which the Royal Bank of Scotland Group plc have a 38.3% interest.

SUPPLEMENTAL FORM 8

DETAILS OF OPEN POSITIONS

(This form should be attached to Form 38.5 (a) or Form 38.5 (b), as appropriate)

OPEN POSITIONS

(Note 1)

| Product name, Written or e.g. call option purchased | Number of securities to which the option or derivative relates | Exercise price (Note 2) | Type, e.g. American, European etc. | Expiry date |
|--|---|--------------------------------|---|--------------------|
| Dec 2010 CallWritten Option | 100,000 | 1 6 . 3 5 0 0 GBP | American | 1 7 D e c 2010 |
| Dec 2010 PutWritten Option | 100,000 | 1 6 . 3 5 0 0 GBP | American | 1 7 D e c 2010 |
| Dec 2009 PutWritten Option | 180,000 | 1 8 . 0 0 0 0 GBP | American | 1 8 D e c 2009 |

Exhibit No. 3

**The Royal Bank of Scotland Group plc
Conformity with the Disclosure and Transparency Rules**

In conformity with the Disclosure and Transparency Rules The Royal Bank of Scotland Group plc ('RBSG')

hereby notifies that, as at
close of business on
27 June
2008

, its issued share capital consists of:

| Share Class and nominal value | Number of Shares issued | Voting rights per share | Total Voting rights @ 2 9/04 /2008 |
|---|--------------------------------|--------------------------------|---|
| Ordinary shares of £0.25 | 16,142,482,127 | 1 | 16,142,482,127 |
| 11% Cumulative Preference Shares of £1 | 500,000 | 4 | 2,000,000 |
| 5.5% Cumulative Preference Shares of £1 | 400,000 | 4 | 1,600,000 |
| Total: | 16,143,382,127 | | 16,146,082,127 |

of which none are held in Treasury.

The above figures may be used by shareholders of the respective classes of shares as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in their shareholding, under the FSA's Disclosure and Transparency Rules.

Signatures

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

Date: 7 July, 2008

THE ROYAL BANK OF SCOTLAND
GROUP plc (Registrant)

By: /s/ A N Taylor

Name: A N Taylor

