

ROYAL BANK OF SCOTLAND GROUP PLC  
Form 424B3  
June 07, 2012

June 6, 2012

Securities & Exchange  
Commission  
450 Fifth Street, NW  
Washington, DC 20549

Attn. Document Control

RE American Depositary  
Shares evidenced by One 1  
American Depositary Receipt  
representing Twenty 20 Ordinary  
Shares of  
Royal Bank of Scotland Form  
F6 File No 333144756.

Ladies and Gentlemen

Pursuant to Rule 424b3 under the  
Securities Act of 1933, as  
amended, on behalf of The Bank  
of New York Mellon, as  
Depositary for securities against  
which American Depositary  
Receipts are to be issued, we  
attach a copy of the new  
prospectus Prospectus reflecting  
the change in number of ordinary  
shares represented by one  
American Depositary Share the  
Ratio.

As required by Rule 424e, the  
upper right hand corner of the  
Prospectus cover page has a  
reference to Rule 424b3 and to  
the file number of the registration  
statement to which the Prospectus  
relates.

Pursuant to Section III B of the  
General Instructions to the Form  
F6 Registration Statement, the  
Prospectus consists of the ADR  
certificate with revised with  
revised ratio for The Royal Bank  
of Scotland Group plc.

The Prospectus has been revised  
to reflect the new ratio, and has  
been over stamped with

Effective June 6, 2012 the  
Company's American

Edgar Filing: ROYAL BANK OF SCOTLAND GROUP PLC - Form 424B3

Depository Share ADS Ratio  
Changed from 120 One ADS  
Representing Twenty Ordinary  
Shares to 12 One ADS  
Representing Two Ordinary  
Shares  
The Par Value of the Ordinary  
Shares is redenominated to  
GBP 1.

Please contact me with any  
questions or comments at 212  
8156915.

Margaret Keyes The Bank of  
New York Mellon ADR Division  
Encl.  
CC Paul Dudek, Esq. Office of  
International Corporate Finance

101 Barclay Street, New York NY 10286