

ROYAL BANK OF SCOTLAND GROUP PLC

Form 13F-HR

May 11, 2006

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

FORM 13F

FORM 13F COVER PAGE

Report For the Quarter Ended: March 31, 2006

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: H Campbell Esq
Title: Head of Group Secretariat
Phone: (+44) 0131 626 4099
Signature, Place and Date of Signing:

H Campbell Esq Edinburgh, Scotland May 10th, 2006

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: 3
 Form 13F Information Table Entry Total: 1116
 Form 13F Information Table Value Total: \$2,830,748,212

List of Other Included Managers:

No.	13F File Number	Name
10	028-05954	Citizens Bank
9	028-01255	National Westminster Bank plc
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	PUT/ CALL	INVSTMT DSCRETN	O MA
AFLAC INC	COM	001055102	5110	113221	SH		DEFINED	10
AFLAC INC	COM	001055102	383	8494	SH		DEF/OTH	10
AFLAC INC	COM	001055102	180	3980	SH		DEFINED	7
AGCO CORP	COM	001084102	2507	120900	SH		DEFINED	9
AT&T INC	COM	00206R102	3892	143922	SH		DEFINED	10
AT&T INC	COM	00206R102	743	27471	SH		DEF/OTH	10
AT&T INC	COM	00206R102	83671	3094355	SH		DEFINED	7
AT&T INC	COM	00206R102	818	30262	SH		DEFINED	9
ABBOTT LABS	COM	002824100	4913	115671	SH		DEFINED	10
ABBOTT LABS	COM	002824100	687	16165	SH		DEF/OTH	10
ABBOTT LABS	COM	002824100	4213	99200	SH		DEFINED	7
ABBOTT LABS	COM	002824100	8494	200000	SH	PUT	DEFINED	7
ABBOTT LABS	COM	002824100	518	12200	SH		DEFINED	9
ABBOTT LABS	COM	002824100	170	4000	SH		DEF/OTH	9
ABERCROMBIE & FITCH CO	CL A	002896207	363	6234	SH		DEFINED	10
ABERCROMBIE & FITCH CO	CL A	002896207	27	465	SH		DEF/OTH	10
ABGENIX INC	COM	00339B107	5816	258500	SH		DEFINED	7
ACTIVISION INC NEW	COM NEW	004930202	537	38946	SH		DEFINED	10
ACTIVISION INC NEW	COM NEW	004930202	22	1601	SH		DEF/OTH	10
ACTIVISION INC NEW	COM NEW	004930202	0	16	SH		DEFINED	9
ADOBE SYS INC	COM	00724F101	421	12044	SH		DEFINED	10
ADOBE SYS INC	COM	00724F101	119	3400	SH		DEF/OTH	10
ADOBE SYS INC	COM	00724F101	107	3050	SH		DEFINED	7
ADVANCED MAGNETICS INC	COM	00753P103	1207	31566	SH		DEFINED	10
AETNA INC NEW	COM	00817Y108	5416	110222	SH		DEFINED	10
AETNA INC NEW	COM	00817Y108	486	9892	SH		DEF/OTH	10
AETNA INC NEW	COM	00817Y108	369	7500	SH		DEFINED	7
AFFILIATED COMPUTER SERVICES	CL A	008190100	570	9547	SH		DEFINED	10
AFFILIATED COMPUTER SERVICES	CL A	008190100	173	2900	SH		DEF/OTH	10
AGILENT TECHNOLOGIES INC	COM	00846U101	241	6406	SH		DEFINED	10
AGILENT TECHNOLOGIES INC	COM	00846U101	106	2810	SH		DEF/OTH	10
AIR PRODS & CHEMS INC	COM	009158106	838	12468	SH		DEFINED	10
AIR PRODS & CHEMS INC	COM	009158106	347	5159	SH		DEF/OTH	10
AIRTRAN HLDGS INC	COM	00949P108	1761	97253	SH		DEFINED	9
ALBERTO CULVER CO	COM	013068101	1364	30831	SH		DEFINED	10
ALBERTO CULVER CO	COM	013068101	34	780	SH		DEF/OTH	10
ALBERTO CULVER CO	COM	013068101	1880	42500	SH		DEFINED	7
ALBERTSONS INC	COM	013104104	17	670	SH		DEFINED	10
ALBERTSONS INC	COM	013104104	100976	3933611	SH		DEFINED	7

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

ALCOA INC	COM		013817101	2702	88427	SH	DEFINED	10	
ALCOA INC	COM		013817101	306	10019	SH	DEF/OTH	10	
ALCOA INC	COM		013817101	3	100	SH	DEFINED	7	
ALLERGAN INC	COM		018490102	726	6695	SH	DEFINED	10	
ALLERGAN INC	COM		018490102	130	1200	SH	DEF/OTH	10	
ALLERGAN INC	COM		018490102	174	1600	SH	DEFINED	7	
ALLSTATE CORP	COM		020002101	1720	33005	SH	DEFINED	10	
ALLSTATE CORP	COM		020002101	251	4812	SH	DEF/OTH	10	
ALLTEL CORP	COM		020039103	4907	75778	SH	DEFINED	10	
ALLTEL CORP	COM		020039103	433	6693	SH	DEF/OTH	10	
ALLTEL CORP	COM		020039103	997	15400	SH	DEFINED	7	
ALTRIA GROUP INC	COM		02209S103	2090	29495	SH	DEFINED	10	
ALTRIA GROUP INC	COM		02209S103	1427	20136	SH	DEF/OTH	10	
ALTRIA GROUP INC	COM		02209S103	2152	30375	SH	DEFINED	7	
ALTRIA GROUP INC	COM		02209S103	3189	45000	SH	CALL	DEFINED	7
ALTRIA GROUP INC	COM		02209S103	101	1427	SH	DEFINED	9	
ALTRIA GROUP INC	COM		02209S103	99	1400	SH	DEF/OTH	9	
AMAZON COM INC	COM		023135106	4	122	SH	DEFINED	10	
AMAZON COM INC	COM		023135106	766	20980	SH	DEFINED	7	
AMAZON COM INC	COM		023135106	15	400	SH	DEFINED	9	
AMBAC FINL GROUP INC	COM		023139108	3617	45435	SH	DEFINED	10	
AMBAC FINL GROUP INC	COM		023139108	160	2013	SH	DEF/OTH	10	
AMERICAN AXLE & MFG HLDGS IN	FRNT	2.000% 2/1	024061AB9	123	159769	SH	DEFINED	9	
AMERICAN ELEC PWR INC	COM		025537101	184	5407	SH	DEFINED	10	
AMERICAN ELEC PWR INC	COM		025537101	65	1915	SH	DEF/OTH	10	
AMERICAN EXPRESS CO	COM		025816109	3236	61570	SH	DEFINED	10	
AMERICAN EXPRESS CO	COM		025816109	954	18149	SH	DEF/OTH	10	
AMERICAN EXPRESS CO	COM		025816109	3161	60153	SH	DEFINED	9	
AMERICAN EXPRESS CO	DBC	1.850%12/0	025816AS8	345	332696	SH	DEFINED	9	
AMERICAN INTL GROUP INC	COM		026874107	12610	190793	SH	DEFINED	10	
AMERICAN INTL GROUP INC	COM		026874107	6710	101535	SH	DEF/OTH	10	
AMERICAN INTL GROUP INC	COM		026874107	359	5438	SH	DEFINED	7	
AMERICAN INTL GROUP INC	COM		026874107	22471	340000	SH	CALL	DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	1224	18525	SH	DEFINED	9	
AMERICAN PWR CONVERSION CORP	COM		029066107	114	4942	SH	DEFINED	10	
AMERICAN PWR CONVERSION CORP	COM		029066107	786	34000	SH	DEFINED	7	
AMERICAN SUPERCONDUCTOR CORP	COM		030111108	148	13000	SH	DEFINED	7	
AMERIPRISE FINL INC	COM		03076C106	489	10849	SH	DEFINED	10	
AMERIPRISE FINL INC	COM		03076C106	160	3543	SH	DEF/OTH	10	
AMERIPRISE FINL INC	COM		03076C106	901	20000	SH	DEFINED	7	
AMERIPRISE FINL INC	COM		03076C106	5	110	SH	DEFINED	9	
AMGEN INC	COM		031162100	9334	128304	SH	DEFINED	10	
AMGEN INC	COM		031162100	695	9555	SH	DEF/OTH	10	
AMGEN INC	COM		031162100	924	12700	SH	DEFINED	7	
AMGEN INC	COM		031162100	2910	40000	SH	CALL	DEFINED	7
AMGEN INC	COM		031162100	36	500	SH	DEFINED	9	
AMGEN INC	NOTE	3/0	031162AL4	17	22150	SH	DEFINED	9	
AMPHENOL CORP NEW	CL A		032095101	759	14540	SH	DEFINED	10	
AMPHENOL CORP NEW	CL A		032095101	42	800	SH	DEF/OTH	10	
AMSOUTH BANCORPORATION	COM		032165102	222	8200	SH	DEFINED	10	
AMSOUTH BANCORPORATION	COM		032165102	9	350	SH	DEF/OTH	10	
ANADARKO PETE CORP	COM		032511107	447	4424	SH	DEFINED	10	
ANADARKO PETE CORP	COM		032511107	129	1277	SH	DEF/OTH	10	
ANADARKO PETE CORP	COM		032511107	596	5900	SH	DEFINED	7	
ANALOG DEVICES INC	COM		032654105	334	8732	SH	DEFINED	10	
ANALOG DEVICES INC	COM		032654105	272	7100	SH	DEF/OTH	10	
ANALOG DEVICES INC	COM		032654105	11	300	SH	DEFINED	7	
ANHEUSER BUSCH COS INC	COM		035229103	2702	63186	SH	DEFINED	10	
ANHEUSER BUSCH COS INC	COM		035229103	34	793	SH	DEF/OTH	10	
ANHEUSER BUSCH COS INC	COM		035229103	522	12200	SH	DEFINED	7	
ANTEON INTL CORP	COM		03674E108	2	35	SH	DEFINED	10	
ANTEON INTL CORP	COM		03674E108	4	71	SH	DEF/OTH	10	

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

ANTEON INTL CORP	COM	03674E108	1790	32800	SH	DEFINED	7
APACHE CORP	COM	037411105	447	6820	SH	DEFINED	10
APACHE CORP	COM	037411105	75	1140	SH	DEF/OTH	10
APACHE CORP	COM	037411105	524	8000	SH	DEFINED	7
APPLIED MATLS INC	COM	038222105	1305	74534	SH	DEFINED	10
APPLIED MATLS INC	COM	038222105	135	7690	SH	DEF/OTH	10
APPLIED MATLS INC	COM	038222105	12	700	SH	DEFINED	7
APPLIED MATLS INC	COM	038222105	84	4800	SH	DEFINED	9
AQUILA INC	COM	03840P102	757	189800	SH	DEFINED	9
ARCHER DANIELS MIDLAND CO	COM	039483102	1935	57500	SH	DEFINED	10
ARCHER DANIELS MIDLAND CO	COM	039483102	476	14160	SH	DEF/OTH	10
ARDEN RLTY INC	COM	039793104	6882	152500	SH	DEFINED	7
AUTOMATIC DATA PROCESSING IN	COM	053015103	4898	107218	SH	DEFINED	10
AUTOMATIC DATA PROCESSING IN	COM	053015103	1009	22089	SH	DEF/OTH	10
AUTONATION INC	COM	05329W102	603	28000	SH	DEFINED	7
AVAYA INC	COM	053499109	215	19029	SH	DEFINED	10
AVAYA INC	COM	053499109	10	853	SH	DEF/OTH	10
AVERY DENNISON CORP	COM	053611109	184	3150	SH	DEFINED	10
AVERY DENNISON CORP	COM	053611109	63	1075	SH	DEF/OTH	10
AVNET INC	COM	053807103	153	6020	SH	DEFINED	10
AVNET INC	COM	053807103	51	2000	SH	DEF/OTH	10
AVON PRODS INC	COM	054303102	304	9768	SH	DEFINED	10
AVON PRODS INC	COM	054303102	7	225	SH	DEF/OTH	10
BB&T CORP	COM	054937107	1246	31783	SH	DEFINED	10
BB&T CORP	COM	054937107	132	3375	SH	DEF/OTH	10
BJ SVCS CO	COM	055482103	369	10669	SH	DEFINED	10
BJ SVCS CO	COM	055482103	19	550	SH	DEF/OTH	10
BJ SVCS CO	COM	055482103	15	440	SH	DEFINED	9
BJS WHOLESALE CLUB INC	COM	05548J106	466	14795	SH	DEFINED	10
BJS WHOLESALE CLUB INC	COM	05548J106	13	400	SH	DEF/OTH	10
BP PLC	SPONSORED ADR	055622104	6203	89980	SH	DEFINED	10
BP PLC	SPONSORED ADR	055622104	1922	27876	SH	DEF/OTH	10
BP PLC	SPONSORED ADR	055622104	387	5612	SH	DEFINED	9
BAKER HUGHES INC	COM	057224107	7053	103108	SH	DEFINED	10
BAKER HUGHES INC	COM	057224107	312	4560	SH	DEF/OTH	10
BANK OF AMERICA CORPORATION	COM	060505104	13874	304663	SH	DEFINED	10
BANK OF AMERICA CORPORATION	COM	060505104	4397	96562	SH	DEF/OTH	10
BANK OF AMERICA CORPORATION	COM	060505104	723	15874	SH	DEFINED	9
BANK NEW YORK INC	COM	064057102	403	11194	SH	DEFINED	10
BANK NEW YORK INC	COM	064057102	96	2675	SH	DEF/OTH	10
BANK NEW YORK INC	COM	064057102	43	1200	SH	DEFINED	7
BARD C R INC	COM	067383109	4707	69412	SH	DEFINED	10
BARD C R INC	COM	067383109	256	3781	SH	DEF/OTH	10
BARNES & NOBLE INC	COM	067774109	1046	22606	SH	DEFINED	10
BARNES & NOBLE INC	COM	067774109	243	5263	SH	DEF/OTH	10
BARRICK GOLD CORP	COM	067901108	28	1025	SH	DEFINED	10
BARRICK GOLD CORP	COM	067901108	8	300	SH	DEF/OTH	10
BARRICK GOLD CORP	COM	067901108	461	16920	SH	DEFINED	7
BARR PHARMACEUTICALS INC	COM	068306109	2952	46871	SH	DEFINED	10
BARR PHARMACEUTICALS INC	COM	068306109	163	2582	SH	DEF/OTH	10
BAUSCH & LOMB INC	COM	071707103	285	4476	SH	DEFINED	10
BAUSCH & LOMB INC	COM	071707103	14	225	SH	DEF/OTH	10
BAXTER INTL INC	COM	071813109	575	14803	SH	DEFINED	10
BAXTER INTL INC	COM	071813109	164	4227	SH	DEF/OTH	10
BEAR STEARNS COS INC	COM	073902108	1600	11537	SH	DEFINED	10
BEAR STEARNS COS INC	COM	073902108	24	175	SH	DEF/OTH	10
BECTON DICKINSON & CO	COM	075887109	1506	24450	SH	DEFINED	10
BECTON DICKINSON & CO	COM	075887109	280	4550	SH	DEF/OTH	10
BED BATH & BEYOND INC	COM	075896100	334	8694	SH	DEFINED	10
BED BATH & BEYOND INC	COM	075896100	61	1600	SH	DEF/OTH	10
BELLSOUTH CORP	COM	079860102	2101	60639	SH	DEFINED	10
BELLSOUTH CORP	COM	079860102	747	21548	SH	DEF/OTH	10

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

BELLSOUTH CORP	COM	079860102	596	17200	SH		DEFINED	7
BELO CORP	COM SER A	080555105	2206	110970	SH		DEFINED	10
BELO CORP	COM SER A	080555105	6	300	SH		DEF/OTH	10
BEMIS INC	COM	081437105	952	30146	SH		DEFINED	10
BEMIS INC	COM	081437105	11	350	SH		DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	130	43	SH		DEFINED	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	837	278	SH		DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	12	4	SH		DEFINED	7
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	6	2	SH		DEFINED	9
BEST BUY INC	COM	086516101	5566	99519	SH		DEFINED	10
BEST BUY INC	COM	086516101	210	3747	SH		DEF/OTH	10
BEST BUY INC	COM	086516101	386	6900	SH		DEFINED	7
BIOMET INC	COM	090613100	2151	60564	SH		DEFINED	10
BIOMET INC	COM	090613100	263	7400	SH		DEF/OTH	10
BLACK & DECKER CORP	COM	091797100	300	3450	SH		DEFINED	10
BLACK & DECKER CORP	COM	091797100	70	800	SH		DEF/OTH	10
BOEING CO	COM	097023105	3638	46682	SH		DEFINED	10
BOEING CO	COM	097023105	798	10236	SH		DEF/OTH	10
BOEING CO	COM	097023105	2200	28225	SH		DEFINED	7
BOEING CO	COM	097023105	27276	350000	SH	PUT	DEFINED	7
BOEING CO	COM	097023105	55	700	SH		DEFINED	9
BORG WARNER INC	COM	099724106	439	7315	SH		DEFINED	10
BORG WARNER INC	COM	099724106	15	250	SH		DEF/OTH	10
BOTTOMLINE TECH DEL INC	COM	101388106	1116	81300	SH		DEFINED	10
BRIGGS & STRATTON CORP	COM	109043109	113	3190	SH		DEFINED	10
BRIGGS & STRATTON CORP	COM	109043109	156	4400	SH		DEF/OTH	10
BRISTOL MYERS SQUIBB CO	COM	110122108	2789	113336	SH		DEFINED	10
BRISTOL MYERS SQUIBB CO	COM	110122108	565	22942	SH		DEF/OTH	10
BRISTOL MYERS SQUIBB CO	COM	110122108	148	6000	SH		DEFINED	7
BRISTOL MYERS SQUIBB CO	COM	110122108	54	2200	SH		DEFINED	9
BROOKFIELD HOMES CORP	COM	112723101	467	9000	SH		DEFINED	7
BURLINGTON NORTHN SANTA FE C	COM	12189T104	635	7622	SH		DEFINED	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	45	544	SH		DEF/OTH	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	667	8000	SH		DEFINED	7
BURLINGTON NORTHN SANTA FE C	COM	12189T104	8333	100000	SH	CALL	DEFINED	7
BURLINGTON NORTHN SANTA FE C	COM	12189T104	8333	100000	SH	PUT	DEFINED	7
BURLINGTON RES INC	COM	122014103	219	2385	SH		DEFINED	10
BURLINGTON RES INC	COM	122014103	28	300	SH		DEF/OTH	10
BURLINGTON RES INC	COM	122014103	30033	326765	SH		DEFINED	7
CBS CORP NEW	CL B	124857202	174	7261	SH		DEFINED	10
CBS CORP NEW	CL B	124857202	32	1331	SH		DEF/OTH	10
CBS CORP NEW	CL B	124857202	24	1000	SH		DEFINED	9
CBRL GROUP INC	COM	12489V106	439	10000	SH		DEFINED	7
C D W CORP	COM	12512N105	213	3615	SH		DEFINED	10
C D W CORP	COM	12512N105	10	175	SH		DEF/OTH	10
C D W CORP	COM	12512N105	1281	21770	SH		DEFINED	7
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	316	6443	SH		DEFINED	10
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	16	325	SH		DEF/OTH	10
CIT GROUP INC	COM	125581108	1274	23795	SH		DEFINED	10
CIT GROUP INC	COM	125581108	47	875	SH		DEF/OTH	10
CSX CORP	COM	126408103	320	5345	SH		DEFINED	10
CSX CORP	COM	126408103	108	1800	SH		DEF/OTH	10
CVS CORP	COM	126650100	6898	230943	SH		DEFINED	10
CVS CORP	COM	126650100	709	23734	SH		DEF/OTH	10
CVS CORP	COM	126650100	29	970	SH		DEFINED	9
CAPITAL ONE FINL CORP	COM	14040H105	3771	46829	SH		DEFINED	10
CAPITAL ONE FINL CORP	COM	14040H105	116	1439	SH		DEF/OTH	10
CAPITAL ONE FINL CORP	COM	14040H105	147	1825	SH		DEFINED	7
CARDINAL HEALTH INC	COM	14149Y108	2249	30182	SH		DEFINED	10
CARDINAL HEALTH INC	COM	14149Y108	80	1071	SH		DEF/OTH	10
CARDINAL HEALTH INC	COM	14149Y108	303	4067	SH		DEFINED	7
CAREMARK RX INC	COM	141705103	501	10181	SH		DEFINED	10

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

CAREMARK RX INC	COM		141705103	222	4509	SH	DEFINED	9
CARNIVAL CORP	PAIRED CTF		143658300	580	12235	SH	DEFINED	10
CARNIVAL CORP	PAIRED CTF		143658300	165	3475	SH	DEF/OTH	10
CARNIVAL CORP	PAIRED CTF		143658300	47	1000	SH	DEFINED	7
CARNIVAL CORP	PAIRED CTF		143658300	156	3300	SH	DEFINED	9
CARRAMERICA RLTY CORP	COM		144418100	1628	36500	SH	DEFINED	7
CATERPILLAR INC DEL	COM		149123101	7936	110507	SH	DEFINED	10
CATERPILLAR INC DEL	COM		149123101	462	6434	SH	DEF/OTH	10
CATERPILLAR INC DEL	COM		149123101	996	13868	SH	DEFINED	7
CENDANT CORP	COM		151313103	225	12960	SH	DEFINED	10
CENDANT CORP	COM		151313103	1	63	SH	DEF/OTH	10
CENDANT CORP	COM		151313103	911	52500	SH	DEFINED	7
CENDANT CORP	COM		151313103	35	2000	SH	DEFINED	9
CHARLES RIV LABS INTL INC	COM		159864107	533	10875	SH	DEFINED	10
CHARLES RIV LABS INTL INC	COM		159864107	36	725	SH	DEF/OTH	10
CHARTER COMMUNICATIONS INC D	NOTE	5.875%11/1	16117MAE7	559	826446	SH	DEFINED	9
CHEVRON CORP NEW	COM		166764100	13564	233981	SH	DEFINED	10
CHEVRON CORP NEW	COM		166764100	2749	47416	SH	DEF/OTH	10
CHEVRON CORP NEW	COM		166764100	494	8522	SH	DEFINED	7
CHEVRON CORP NEW	COM		166764100	2459	42422	SH	DEFINED	9
CHICOS FAS INC	COM		168615102	254	6250	SH	DEFINED	10
CHICOS FAS INC	COM		168615102	37	900	SH	DEF/OTH	10
CIRCUIT CITY STORE INC	COM		172737108	274	11200	SH	DEFINED	10
CISCO SYS INC	COM		17275R102	8515	392953	SH	DEFINED	10
CISCO SYS INC	COM		17275R102	1121	51735	SH	DEF/OTH	10
CISCO SYS INC	COM		17275R102	4181	192939	SH	DEFINED	7
CISCO SYS INC	COM		17275R102	10402	480000	SH	CALL	DEFINED 7
CISCO SYS INC	COM		17275R102	1068	49269	SH	DEFINED	9
CISCO SYS INC	COM		17275R102	35	1615	SH	DEF/OTH	9
CITADEL BROADCASTING CORP	NOTE	1.875% 2/1	17285TAB2	181	222353	SH	DEFINED	9
CITIGROUP INC	COM		172967101	13722	290541	SH	DEFINED	10
CITIGROUP INC	COM		172967101	1904	40312	SH	DEF/OTH	10
CITIGROUP INC	COM		172967101	18727	396496	SH	DEFINED	7
CITIGROUP INC	COM		172967101	1165	24675	SH	DEFINED	9
CITIGROUP INC	COM		172967101	33	700	SH	DEF/OTH	9
CLEAR CHANNEL COMMUNICATIONS	COM		184502102	1	37	SH	DEFINED	10
CLEAR CHANNEL COMMUNICATIONS	COM		184502102	580	20000	SH	DEFINED	7
CLOROX CO DEL	COM		189054109	1139	19036	SH	DEFINED	10
CLOROX CO DEL	COM		189054109	100	1670	SH	DEF/OTH	10
CLOROX CO DEL	COM		189054109	96	1600	SH	DEFINED	7
COACH INC	COM		189754104	736	21285	SH	DEFINED	10
COACH INC	COM		189754104	107	3107	SH	DEF/OTH	10
COCA COLA CO	COM		191216100	3594	85830	SH	DEFINED	10
COCA COLA CO	COM		191216100	1980	47279	SH	DEF/OTH	10
COCA COLA CO	COM		191216100	21483	513093	SH	DEFINED	7
COCA COLA CO	COM		191216100	3	70	SH	DEFINED	9
COGENT INC	COM		19239Y108	187	10200	SH	DEFINED	9
COGNOS INC	COM		19244C109	2496	64176	SH	DEFINED	10
COGNOS INC	COM		19244C109	27	701	SH	DEF/OTH	10
COHERENT INC	COM		192479103	525	14951	SH	DEFINED	9
COLGATE PALMOLIVE CO	COM		194162103	592	10372	SH	DEFINED	10
COLGATE PALMOLIVE CO	COM		194162103	156	2725	SH	DEF/OTH	10
COLGATE PALMOLIVE CO	COM		194162103	8565	150000	SH	CALL	DEFINED 7
COLGATE PALMOLIVE CO	COM		194162103	19985	350000	SH	PUT	DEFINED 7
COLGATE PALMOLIVE CO	COM		194162103	230	4032	SH	DEFINED	9
COMCAST CORP NEW	CL A		20030N101	799	30551	SH	DEFINED	10
COMCAST CORP NEW	CL A		20030N101	270	10323	SH	DEF/OTH	10
COMCAST CORP NEW	CL A		20030N101	13822	528346	SH	DEFINED	7
COMCAST CORP NEW	CL A		20030N101	48	1845	SH	DEFINED	9
COMMERCE BANCORP INC NJ	COM		200519106	95	2600	SH	DEFINED	10
COMMERCE BANCORP INC NJ	COM		200519106	119	3250	SH	DEF/OTH	10
COMMUNITY HEALTH SYS INC NEW	COM		203668108	2573	71173	SH	DEFINED	9

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

COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	7102	146343	SH		DEFINED	7
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	21839	450000	SH	PUT	DEFINED	7
COMPUTER SCIENCES CORP	COM	205363104	5918	106534	SH		DEFINED	10
COMPUTER SCIENCES CORP	COM	205363104	262	4715	SH		DEF/OTH	10
COMPUTER SCIENCES CORP	COM	205363104	44	800	SH		DEFINED	7
CONOCOPHILLIPS	COM	20825C104	13389	212023	SH		DEFINED	10
CONOCOPHILLIPS	COM	20825C104	1702	26948	SH		DEF/OTH	10
CONOCOPHILLIPS	COM	20825C104	12630	200000	SH	CALL	DEFINED	7
CONOCOPHILLIPS	COM	20825C104	7704	122000	SH	PUT	DEFINED	7
CONSOLIDATED EDISON INC	COM	209115104	120	2755	SH		DEFINED	10
CONSOLIDATED EDISON INC	COM	209115104	245	5631	SH		DEF/OTH	10
CONSOLIDATED EDISON INC	COM	209115104	81780	1880000	SH		DEFINED	7
CONSTELLATION BRANDS INC	CL A	21036P108	3548	141630	SH		DEFINED	10
CONSTELLATION BRANDS INC	CL A	21036P108	230	9196	SH		DEF/OTH	10
CONSTAR INTL INC NEW	COM	21036U107	42	12500	SH		DEFINED	9
CONSTELLATION ENERGY GROUP I	COM	210371100	2658	48579	SH		DEFINED	10
CONSTELLATION ENERGY GROUP I	COM	210371100	266	4860	SH		DEF/OTH	10
CONSTELLATION ENERGY GROUP I	COM	210371100	607	11100	SH		DEFINED	7
CONSTELLATION ENERGY GROUP I	COM	210371100	8	140	SH		DEFINED	9
CORNING INC	COM	219350105	220	8154	SH		DEFINED	10
CORNING INC	COM	219350105	128	4770	SH		DEF/OTH	10
CORNING INC	COM	219350105	2229	82800	SH		DEFINED	7
CYPRESS SEMICONDUCTOR CORP	COM	232806109	30	1750	SH		DEFINED	10
CYPRESS SEMICONDUCTOR CORP	COM	232806109	12	700	SH		DEF/OTH	10
CYPRESS SEMICONDUCTOR CORP	COM	232806109	334	19700	SH		DEFINED	7
CYPRESS SEMICONDUCTOR CORP	NOTE 1.250% 6/1	232806AH2	172	137930	SH		DEFINED	9
DRS TECHNOLOGIES INC	COM	23330X100	456	8315	SH		DEFINED	10
DRS TECHNOLOGIES INC	COM	23330X100	13	238	SH		DEF/OTH	10
DRS TECHNOLOGIES INC	COM	23330X100	439	7999	SH		DEFINED	7
DST SYS INC DEL	COM	233326107	508	8765	SH		DEFINED	10
DST SYS INC DEL	COM	233326107	23	400	SH		DEF/OTH	10
DTE ENERGY CO	COM	233331107	352	8771	SH		DEFINED	10
DTE ENERGY CO	COM	233331107	28	700	SH		DEF/OTH	10
DANAHER CORP DEL	COM	235851102	307	4833	SH		DEFINED	10
DANAHER CORP DEL	COM	235851102	99	1550	SH		DEF/OTH	10
DANAHER CORP DEL	COM	235851102	57	900	SH		DEFINED	7
DANAHER CORP DEL	COM	235851102	2996	47150	SH		DEFINED	9
DARDEN RESTAURANTS INC	COM	237194105	300	7300	SH		DEFINED	10
DARDEN RESTAURANTS INC	COM	237194105	203	4950	SH		DEF/OTH	10
DEAN FOODS CO NEW	COM	242370104	195	5025	SH		DEFINED	10
DEAN FOODS CO NEW	COM	242370104	53	1375	SH		DEF/OTH	10
DELL INC	COM	24702R101	892	29965	SH		DEFINED	10
DELL INC	COM	24702R101	132	4420	SH		DEF/OTH	10
DELL INC	COM	24702R101	1609	54050	SH		DEFINED	7
DELL INC	COM	24702R101	540	18139	SH		DEFINED	9
DENTSPLY INTL INC NEW	COM	249030107	3645	62682	SH		DEFINED	10
DENTSPLY INTL INC NEW	COM	249030107	389	6695	SH		DEF/OTH	10
DEVON ENERGY CORP NEW	COM	25179M103	1070	17491	SH		DEFINED	10
DEVON ENERGY CORP NEW	COM	25179M103	70	1148	SH		DEF/OTH	10
DISNEY WALT CO	COM DISNEY	254687106	5120	183585	SH		DEFINED	10
DISNEY WALT CO	COM DISNEY	254687106	263	9429	SH		DEF/OTH	10
DISNEY WALT CO	COM DISNEY	254687106	11	400	SH		DEFINED	7
DOMINION RES INC VA NEW	COM	25746U109	1372	19880	SH		DEFINED	10
DOMINION RES INC VA NEW	COM	25746U109	322	4658	SH		DEF/OTH	10
DONNELLEY R R & SONS CO	COM	257867101	3392	103666	SH		DEFINED	10
DONNELLEY R R & SONS CO	COM	257867101	465	14205	SH		DEF/OTH	10
DOVER CORP	COM	260003108	930	19150	SH		DEFINED	10
DOVER SADDLERY INC	COM	260412101	2383	301651	SH		DEFINED	10
DOW CHEM CO	COM	260543103	782	19266	SH		DEFINED	10
DOW CHEM CO	COM	260543103	190	4691	SH		DEF/OTH	10
DOW CHEM CO	COM	260543103	1749	43070	SH		DEFINED	7
DOW CHEM CO	COM	260543103	41	1000	SH		DEFINED	9

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

DU PONT E I DE NEMOURS & CO	COM		263534109	2340	55442	SH	DEFINED	10
DU PONT E I DE NEMOURS & CO	COM		263534109	757	17945	SH	DEF/OTH	10
DU PONT E I DE NEMOURS & CO	COM		263534109	194	4600	SH	DEFINED	7
DU PONT E I DE NEMOURS & CO	COM		263534109	427	10123	SH	DEFINED	9
DUKE ENERGY CORP	COM		264399106	4541	155778	SH	DEFINED	10
DUKE ENERGY CORP	COM		264399106	462	15835	SH	DEF/OTH	10
DUKE ENERGY CORP	COM		264399106	1294	44400	SH	DEFINED	7
DUN & BRADSTREET CORP DEL NE	COM		26483E100	429	5590	SH	DEFINED	10
DUN & BRADSTREET CORP DEL NE	COM		26483E100	25	325	SH	DEF/OTH	10
DYCOM INDS INC	COM		267475101	384	18050	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	5	940	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	993	206900	SH	DEFINED	9
DYNEGY INC NEW	SDCV	4.750% 8/1	26816QAB7	2720	2000000	SH	DEFINED	9
E M C CORP MASS	COM		268648102	418	30650	SH	DEFINED	10
E M C CORP MASS	COM		268648102	67	4950	SH	DEF/OTH	10
E M C CORP MASS	COM		268648102	129	9450	SH	DEFINED	7
EOG RES INC	COM		26875P101	699	9715	SH	DEFINED	10
EASTMAN KODAK CO	COM		277461109	11	400	SH	DEFINED	10
EASTMAN KODAK CO	COM		277461109	2858	100496	SH	DEFINED	7
EASTMAN KODAK CO	COM		277461109	711	25000	SH	PUT	DEFINED 7
EASTMAN KODAK CO	NOTE	3.375%10/1	277461BE8	5319	5000000	SH	DEFINED	9
EATON CORP	COM		278058102	830	11374	SH	DEFINED	10
EATON CORP	COM		278058102	60	825	SH	DEF/OTH	10
EATON CORP	COM		278058102	55	750	SH	DEFINED	9
EBAY INC	COM		278642103	2	52	SH	DEFINED	10
EBAY INC	COM		278642103	254	6512	SH	DEFINED	7
EBAY INC	COM		278642103	225	5758	SH	DEFINED	9
ECOLAB INC	COM		278865100	6711	175676	SH	DEFINED	10
ECOLAB INC	COM		278865100	508	13308	SH	DEF/OTH	10
EDUCATION MGMT CORP	COM		28139T101	1816	43650	SH	DEFINED	7
EDWARDS AG INC	COM		281760108	107	2149	SH	DEFINED	10
EDWARDS AG INC	COM		281760108	108	2175	SH	DEF/OTH	10
ELDORADO GOLD CORP NEW	COM		284902103	130	27300	SH	DEFINED	7
ELECTRONIC ARTS INC	COM		285512109	566	10350	SH	DEFINED	10
ELECTRONIC DATA SYS NEW	COM		285661104	162	6045	SH	DEFINED	10
ELECTRONIC DATA SYS NEW	COM		285661104	19	700	SH	DEF/OTH	10
ELECTRONIC DATA SYS NEW	COM		285661104	4263	158879	SH	DEFINED	9
EMERSON ELEC CO	COM		291011104	1784	21332	SH	DEFINED	10
EMERSON ELEC CO	COM		291011104	542	6475	SH	DEF/OTH	10
ENERGY CONVERSION DEVICES IN	COM		292659109	413	8400	SH	DEFINED	7
ENERGIZER HLDGS INC	COM		29266R108	307	5800	SH	DEFINED	10
ENERGIZER HLDGS INC	COM		29266R108	63	1192	SH	DEF/OTH	10
ENTERGY CORP NEW	COM		29364G103	2087	30272	SH	DEFINED	10
ENTERGY CORP NEW	COM		29364G103	158	2286	SH	DEF/OTH	10
ENTERGY CORP NEW	COM		29364G103	69	1000	SH	DEFINED	7
EQUITABLE RES INC	COM		294549100	3187	87284	SH	DEFINED	10
EQUITABLE RES INC	COM		294549100	212	5800	SH	DEF/OTH	10
EURONET WORLDWIDE INC	DBCV	1.625%12/1	298736AD1	1228	1000000	SH	DEFINED	9
EVERGREEN SOLAR INC	COM		30033R108	262	17000	SH	DEFINED	7
EXELON CORP	COM		30161N101	2453	46362	SH	DEFINED	10
EXELON CORP	COM		30161N101	353	6678	SH	DEF/OTH	10
EXELON CORP	COM		30161N101	3069	58016	SH	DEFINED	9
EXPRESS SCRIPTS INC	COM		302182100	2406	27367	SH	DEFINED	10
EXPRESS SCRIPTS INC	COM		302182100	182	2070	SH	DEF/OTH	10
EXXON MOBIL CORP	COM		30231G102	30438	500127	SH	DEFINED	10
EXXON MOBIL CORP	COM		30231G102	11902	195556	SH	DEF/OTH	10
EXXON MOBIL CORP	COM		30231G102	1145	18812	SH	DEFINED	7
EXXON MOBIL CORP	COM		30231G102	2194	36049	SH	DEFINED	9
EXXON MOBIL CORP	COM		30231G102	100	1650	SH	DEF/OTH	9
FPL GROUP INC	COM		302571104	4126	102787	SH	DEFINED	10
FPL GROUP INC	COM		302571104	794	19775	SH	DEF/OTH	10
FAIR ISAAC CORP	COM		303250104	1029	25971	SH	DEFINED	10

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

FAIR ISAAC CORP	COM	303250104	156	3950	SH	DEF/OTH	10
FAIRMONT HOTELS RESORTS INC	COM	305204109	912	20400	SH	DEFINED	7
FEDERAL HOME LN MTG CORP	COM	313400301	961	15758	SH	DEFINED	10
FEDERAL HOME LN MTG CORP	COM	313400301	230	3775	SH	DEF/OTH	10
FEDERAL HOME LN MTG CORP	COM	313400301	470	7700	SH	DEFINED	7
FEDERAL NATL MTG ASSN	COM	313586109	415	8070	SH	DEFINED	10
FEDERAL NATL MTG ASSN	COM	313586109	61	1185	SH	DEF/OTH	10
FEDERAL NATL MTG ASSN	COM	313586109	43	840	SH	DEFINED	9
FEDERATED DEPT STORES INC DE	COM	31410H101	1138	15594	SH	DEFINED	10
FEDERATED DEPT STORES INC DE	COM	31410H101	82	1124	SH	DEF/OTH	10
FEDEX CORP	COM	31428X106	2782	24631	SH	DEFINED	10
FEDEX CORP	COM	31428X106	234	2073	SH	DEF/OTH	10
FIDELITY NATL TITLE GROUP IN	CL A	31620R105	248	10900	SH	DEFINED	7
FIRST DATA CORP	COM	319963104	1389	29669	SH	DEFINED	10
FIRST DATA CORP	COM	319963104	337	7193	SH	DEF/OTH	10
FIRST DATA CORP	COM	319963104	1358	29011	SH	DEFINED	7
FISERV INC	COM	337738108	4172	98053	SH	DEFINED	10
FISERV INC	COM	337738108	323	7591	SH	DEF/OTH	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	40	5080	SH	DEFINED	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	9	1186	SH	DEF/OTH	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	28	3500	SH	DEFINED	7
FORD MTR CO DEL	COM PAR \$0.01	345370860	147	18481	SH	DEFINED	9
FOREST OIL CORP	COM PAR \$0.01	346091705	744	20000	SH	DEFINED	7
FORTUNE BRANDS INC	COM	349631101	640	7940	SH	DEFINED	10
FORTUNE BRANDS INC	COM	349631101	185	2300	SH	DEF/OTH	10
GANNETT INC	COM	364730101	230	3845	SH	DEFINED	10
GANNETT INC	COM	364730101	24	400	SH	DEF/OTH	10
GAP INC DEL	COM	364760108	210	11220	SH	DEFINED	10
GAP INC DEL	COM	364760108	35	1875	SH	DEF/OTH	10
GEN-PROBE INC NEW	COM	36866T103	733	13300	SH	DEFINED	7
GEN-PROBE INC NEW	COM	36866T103	38	688	SH	DEFINED	9
GENCORP INC	COM	368682100	257	12500	SH	DEFINED	7
GENERAL DYNAMICS CORP	COM	369550108	531	8298	SH	DEFINED	10
GENERAL DYNAMICS CORP	COM	369550108	145	2266	SH	DEF/OTH	10
GENERAL ELECTRIC CO	COM	369604103	31235	898070	SH	DEFINED	10
GENERAL ELECTRIC CO	COM	369604103	10363	297945	SH	DEF/OTH	10
GENERAL ELECTRIC CO	COM	369604103	3796	109156	SH	DEFINED	7
GENERAL ELECTRIC CO	COM	369604103	2643	75984	SH	DEFINED	9
GENERAL ELECTRIC CO	COM	369604103	374	10755	SH	DEF/OTH	9
GENERAL MLS INC	COM	370334104	2076	40971	SH	DEFINED	10
GENERAL MLS INC	COM	370334104	332	6550	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	5	224	SH	DEFINED	10
GENERAL MTRS CORP	COM	370442105	144	6753	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	85089	4000400	SH	DEFINED	7
GENZYME CORP	COM	372917104	264	3925	SH	DEFINED	10
GENZYME CORP	COM	372917104	76	1132	SH	DEF/OTH	10
GETTY IMAGES INC	COM	374276103	455	6080	SH	DEFINED	10
GETTY IMAGES INC	COM	374276103	11	142	SH	DEF/OTH	10
GILEAD SCIENCES INC	COM	375558103	6	100	SH	DEFINED	10
GILEAD SCIENCES INC	COM	375558103	1592	25581	SH	DEFINED	9
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	277	5288	SH	DEFINED	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	533	10191	SH	DEF/OTH	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	31	600	SH	DEFINED	9
GOLDEN WEST FINL CORP DEL	COM	381317106	186	2740	SH	DEFINED	10
GOLDEN WEST FINL CORP DEL	COM	381317106	27	400	SH	DEF/OTH	10
GOLDMAN SACHS GROUP INC	COM	38141G104	5531	35240	SH	DEFINED	10
GOLDMAN SACHS GROUP INC	COM	38141G104	484	3086	SH	DEF/OTH	10
GOLDMAN SACHS GROUP INC	COM	38141G104	3108	19800	SH	DEFINED	7
GOLDMAN SACHS GROUP INC	COM	38141G104	55	350	SH	DEFINED	9
GOODRICH CORP	COM	382388106	3842	88101	SH	DEFINED	10
GOODRICH CORP	COM	382388106	321	7360	SH	DEF/OTH	10
GRAINGER W W INC	COM	384802104	4477	59417	SH	DEFINED	10

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

GRAINGER W W INC	COM	384802104	255	3383	SH	DEF/OTH	10
GTECH HLDGS CORP	COM	400518106	563	16536	SH	DEFINED	10
GTECH HLDGS CORP	COM	400518106	165	4850	SH	DEF/OTH	10
GTECH HLDGS CORP	COM	400518106	3487	102400	SH	DEFINED	7
GUIDANT CORP	COM	401698105	3	35	SH	DEFINED	10
GUIDANT CORP	COM	401698105	6783	86900	SH	DEFINED	7
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2916	53500	SH	DEFINED	9
HNI CORP	COM	404251100	558	9460	SH	DEFINED	10
HNI CORP	COM	404251100	12	200	SH	DEF/OTH	10
HAEMONETICS CORP	COM	405024100	810	15962	SH	DEFINED	10
HAEMONETICS CORP	COM	405024100	15	295	SH	DEF/OTH	10
HALLIBURTON CO	COM	406216101	279	3818	SH	DEFINED	10
HALLIBURTON CO	COM	406216101	402	5504	SH	DEF/OTH	10
HANOVER INS GROUP INC	COM	410867105	780	14875	SH	DEFINED	10
HANOVER INS GROUP INC	COM	410867105	18	350	SH	DEF/OTH	10
HARLEY DAVIDSON INC	COM	412822108	493	9511	SH	DEFINED	10
HARLEY DAVIDSON INC	COM	412822108	73	1400	SH	DEF/OTH	10
HARRIS CORP DEL	COM	413875105	227	4805	SH	DEFINED	10
HARRIS CORP DEL	COM	413875105	30	625	SH	DEF/OTH	10
HARTFORD FINL SVCS GROUP INC	COM	416515104	4684	58148	SH	DEFINED	10
HARTFORD FINL SVCS GROUP INC	COM	416515104	361	4486	SH	DEF/OTH	10
HAWAIIAN HOLDINGS INC	COM	419879101	1436	275610	SH	DEFINED	9
HEALTH MGMT ASSOC INC NEW	CL A	421933102	304	14100	SH	DEFINED	10
HEALTH MGMT ASSOC INC NEW	CL A	421933102	28	1300	SH	DEF/OTH	10
HEADWATERS INC	COM	42210P102	3363	84515	SH	DEFINED	9
HERSHEY CO	COM	427866108	3567	68295	SH	DEFINED	10
HERSHEY CO	COM	427866108	370	7085	SH	DEF/OTH	10
HERSHEY CO	COM	427866108	46	876	SH	DEFINED	9
HEWLETT PACKARD CO	COM	428236103	7389	224577	SH	DEFINED	10
HEWLETT PACKARD CO	COM	428236103	1211	36814	SH	DEF/OTH	10
HEWLETT PACKARD CO	COM	428236103	280	8500	SH	DEFINED	7
HEWLETT PACKARD CO	COM	428236103	107	3265	SH	DEFINED	9
HILTON HOTELS CORP	COM	432848109	379	14901	SH	DEFINED	10
HILTON HOTELS CORP	COM	432848109	2520	98976	SH	DEFINED	9
HOME DEPOT INC	COM	437076102	5196	122847	SH	DEFINED	10
HOME DEPOT INC	COM	437076102	608	14362	SH	DEF/OTH	10
HOME DEPOT INC	COM	437076102	1081	25546	SH	DEFINED	7
HOME DEPOT INC	COM	437076102	3162	74746	SH	DEFINED	9
HONEYWELL INTL INC	COM	438516106	467	10920	SH	DEFINED	10
HONEYWELL INTL INC	COM	438516106	444	10384	SH	DEF/OTH	10
HONEYWELL INTL INC	COM	438516106	1283	30000	SH	DEFINED	7
HOSPIRA INC	COM	441060100	122	3095	SH	DEFINED	10
HOSPIRA INC	COM	441060100	44	1112	SH	DEF/OTH	10
HOSPIRA INC	COM	441060100	304	7700	SH	DEFINED	7
HOSPIRA INC	COM	441060100	17	443	SH	DEFINED	9
HOSPIRA INC	COM	441060100	8	200	SH	DEF/OTH	9
ILLINOIS TOOL WKS INC	COM	452308109	1295	13447	SH	DEFINED	10
ILLINOIS TOOL WKS INC	COM	452308109	92	955	SH	DEF/OTH	10
ILLINOIS TOOL WKS INC	COM	452308109	1523	15814	SH	DEFINED	7
IMATION CORP	COM	45245A107	587	13681	SH	DEFINED	10
IMATION CORP	COM	45245A107	24	560	SH	DEF/OTH	10
IMAX CORP	COM	45245E109	162	16000	SH	DEFINED	7
INDEPENDENCE CMNTY BK CORP	COM	453414104	2353	56462	SH	DEFINED	7
INTEL CORP	COM	458140100	8492	436408	SH	DEFINED	10
INTEL CORP	COM	458140100	1083	55661	SH	DEF/OTH	10
INTEL CORP	COM	458140100	17143	880939	SH	DEFINED	7
INTEL CORP	COM	458140100	777	39905	SH	DEFINED	9
INTERNATIONAL BUSINESS MACHS	COM	459200101	10604	128582	SH	DEFINED	10
INTERNATIONAL BUSINESS MACHS	COM	459200101	2327	28217	SH	DEF/OTH	10
INTERNATIONAL BUSINESS MACHS	COM	459200101	207041	2510505	SH	DEFINED	7
INTERNATIONAL BUSINESS MACHS	COM	459200101	573	6951	SH	DEFINED	9
INTERNATIONAL BUSINESS MACHS	COM	459200101	24	285	SH	DEF/OTH	9

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

INTERSIL CORP	CL A	46069S109	282	9735	SH	DEFINED	10
INTUITIVE SURGICAL INC	COM NEW	46120E602	236	2000	SH	DEFINED	10
INVITROGEN CORP	COM	46185R100	256	3655	SH	DEFINED	10
INVITROGEN CORP	COM	46185R100	12	175	SH	DEF/OTH	10
ISHARES INC	MSCI AUSTRALIA	464286103	1146	57218	SH	DEFINED	9
ISHARES INC	MSCI CDA INDEX	464286509	440	18600	SH	DEFINED	9
ISHARES INC	MSCI EMU INDEX	464286608	9702	111327	SH	DEFINED	9
ISHARES INC	MSCI PAC J IDX	464286665	82	786	SH	DEFINED	10
ISHARES INC	MSCI PAC J IDX	464286665	37	355	SH	DEF/OTH	10
ISHARES INC	MSCI PAC J IDX	464286665	3308	31524	SH	DEFINED	9
ISHARES INC	MSCI UTD KINGD	464286699	42	2100	SH	DEFINED	10
ISHARES INC	MSCI UTD KINGD	464286699	3146	156075	SH	DEFINED	9
ISHARES INC	MSCI TAIWAN	464286731	6194	486577	SH	DEFINED	9
ISHARES INC	MSCI S KOREA	464286772	919	19700	SH	DEFINED	9
ISHARES INC	MSCI MALAYSIA	464286830	3	400	SH	DEFINED	10
ISHARES INC	MSCI MALAYSIA	464286830	292	39100	SH	DEFINED	9
ISHARES INC	MSCI JAPAN	464286848	2924	203043	SH	DEFINED	10
ISHARES INC	MSCI JAPAN	464286848	161	11187	SH	DEF/OTH	10
ISHARES INC	MSCI JAPAN	464286848	10422	723771	SH	DEFINED	9
ISHARES TR	DJ SEL DIV INX	464287168	34	540	SH	DEFINED	10
ISHARES TR	DJ SEL DIV INX	464287168	259	4125	SH	DEFINED	9
ISHARES TR	S&P 500 INDEX	464287200	1920	14780	SH	DEFINED	10
ISHARES TR	S&P 500 INDEX	464287200	16503	127022	SH	DEFINED	9
ISHARES TR	LEHMAN AGG BND	464287226	463	4675	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	1788	18062	SH	DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	217	2187	SH	DEF/OTH	10
ISHARES TR	MSCI EMERG MKT	464287234	1010	10201	SH	DEFINED	9
ISHARES TR	MSCI EAFE IDX	464287465	10493	161623	SH	DEFINED	10
ISHARES TR	MSCI EAFE IDX	464287465	1429	22010	SH	DEF/OTH	10
ISHARES TR	MSCI EAFE IDX	464287465	846	13025	SH	DEFINED	9
ISHARES TR	RUSSELL MCP VL	464287473	1945	14580	SH	DEFINED	10
ISHARES TR	RUSSELL MCP VL	464287473	786	5890	SH	DEF/OTH	10
ISHARES TR	RUSSELL MIDCAP	464287499	849	8972	SH	DEFINED	10
ISHARES TR	RUSSELL MIDCAP	464287499	19	200	SH	DEF/OTH	10
ISHARES TR	S&P MIDCAP 400	464287507	1711	21580	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	2938	40192	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	386	5275	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 VALU	464287630	2747	36759	SH	DEFINED	10
ISHARES TR	RUSL 2000 VALU	464287630	244	3260	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 GROW	464287648	214	2681	SH	DEFINED	10
ISHARES TR	RUSL 2000 GROW	464287648	287	3603	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	2345	30873	SH	DEFINED	10
ISHARES TR	RUSSELL 2000	464287655	148	1945	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	409	5381	SH	DEFINED	9
ISHARES TR	S&P MIDCP VALU	464287705	906	11810	SH	DEFINED	10
ISHARES TR	S&P MIDCP VALU	464287705	192	2500	SH	DEF/OTH	10
ISHARES TR	DJ US TECH SEC	464287721	2128	40720	SH	DEFINED	9
ISHARES TR	DJ US FINL SEC	464287788	274	2600	SH	DEFINED	9
ISHARES TR	S&P SMLCAP 600	464287804	6267	96070	SH	DEFINED	10
ISHARES TR	S&P SMLCAP 600	464287804	965	14799	SH	DEF/OTH	10
ISHARES TR	S&P SMLCAP 600	464287804	5785	88681	SH	DEFINED	9
ISHARES TR	CONS GOODS IDX	464287812	2644	49119	SH	DEFINED	9
ITRON INC	COM	465741106	239	4000	SH	DEFINED	7
JDS UNIPHASE CORP	COM	46612J101	4	1000	SH	DEFINED	10
JDS UNIPHASE CORP	COM	46612J101	125	30000	SH	DEFINED	7
JDS UNIPHASE CORP	COM	46612J101	10	2500	SH	DEFINED	9
JP MORGAN CHASE & CO	COM	46625H100	10030	240885	SH	DEFINED	10
JP MORGAN CHASE & CO	COM	46625H100	1833	44013	SH	DEF/OTH	10
JP MORGAN CHASE & CO	COM	46625H100	3197	76785	SH	DEFINED	7
JP MORGAN CHASE & CO	COM	46625H100	11243	270000	SH	PUT	DEFINED 7
JP MORGAN CHASE & CO	COM	46625H100	3640	87420	SH	DEFINED	9
JABIL CIRCUIT INC	COM	466313103	1085	25315	SH	DEFINED	10

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

JABIL CIRCUIT INC	COM		466313103	2	45	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM		478160104	18049	304772	SH	DEFINED	10
JOHNSON & JOHNSON	COM		478160104	4170	70420	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM		478160104	1672	28230	SH	DEFINED	7
JOHNSON & JOHNSON	COM		478160104	2438	41163	SH	DEFINED	9
JOHNSON CTLS INC	COM		478366107	4814	63404	SH	DEFINED	10
JOHNSON CTLS INC	COM		478366107	1334	17575	SH	DEF/OTH	10
JUNIPER NETWORKS INC	COM		48203R104	26	1340	SH	DEFINED	10
JUNIPER NETWORKS INC	COM		48203R104	4475	234030	SH	DEFINED	7
KFX INC	COM		48245L107	355	19500	SH	DEFINED	7
KERR MCGEE CORP	COM		492386107	239	2500	SH	DEFINED	7
KEYSPAN CORP	COM		49337W100	378	9246	SH	DEFINED	10
KEYSPAN CORP	COM		49337W100	53	1300	SH	DEF/OTH	10
KEYSPAN CORP	COM		49337W100	1730	42336	SH	DEFINED	7
KIMBERLY CLARK CORP	COM		494368103	1816	31421	SH	DEFINED	10
KIMBERLY CLARK CORP	COM		494368103	399	6905	SH	DEF/OTH	10
KIMBERLY CLARK CORP	COM		494368103	303	5250	SH	DEFINED	7
KIMBERLY CLARK CORP	COM		494368103	277	4800	SH	DEFINED	9
KINDER MORGAN INC KANS	COM		49455P101	1318	14328	SH	DEFINED	10
KINDER MORGAN INC KANS	COM		49455P101	129	1400	SH	DEF/OTH	10
KING PHARMACEUTICALS INC	COM		495582108	1144	66300	SH	DEFINED	9
KNIGHT RIDDER INC	COM		499040103	126	2000	SH	DEFINED	10
KNIGHT RIDDER INC	COM		499040103	1169	18500	SH	DEFINED	7
KOMAG INC	COM NEW		500453204	262	5500	SH	DEFINED	9
KOOKMIN BK NEW	SPONSORED ADR		50049M109	11	130	SH	DEFINED	7
KOOKMIN BK NEW	SPONSORED ADR		50049M109	7266	84961	SH	DEFINED	9
KOREA ELECTRIC PWR	SPONSORED ADR		500631106	2592	120000	SH	DEFINED	9
LG PHILIP LCD CO LTD	SPONS ADR REP		50186V102	1907	84000	SH	DEFINED	9
LSI LOGIC CORP	COM		502161102	351	30400	SH	DEFINED	7
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	2982	34762	SH	DEFINED	10
L-3 COMMUNICATIONS HLDGS INC	COM		502424104	233	2715	SH	DEF/OTH	10
LAFARGE NORTH AMERICA INC	COM		505862102	1772	21099	SH	DEFINED	7
LAMAR ADVERTISING CO	CL A		512815101	2720	51700	SH	DEFINED	9
LAUDER ESTEE COS INC	CL A		518439104	1141	30682	SH	DEFINED	10
LAUDER ESTEE COS INC	CL A		518439104	93	2491	SH	DEF/OTH	10
LEGG MASON INC	COM		524901105	3220	25695	SH	DEFINED	10
LEGG MASON INC	COM		524901105	234	1865	SH	DEF/OTH	10
LEHMAN BROS HLDGS INC	COM		524908100	3791	26233	SH	DEFINED	10
LEHMAN BROS HLDGS INC	COM		524908100	189	1310	SH	DEF/OTH	10
LEHMAN BROS HLDGS INC	COM		524908100	433	2999	SH	DEFINED	9
LENNAR CORP	CL A		526057104	240	3975	SH	DEFINED	10
LEVEL 3 COMMUNICATIONS INC	NOTE	2.875% 7/1	52729NBA7	2234	2500000	SH	DEFINED	9
LEVEL 3 COMMUNICATIONS INC	NOTE	10.000% 5/0	52729NBE9	1555	1000000	SH	DEFINED	9
LEXAR MEDIA INC	COM		52886P104	86	10000	SH	DEFINED	7
LILLY ELI & CO	COM		532457108	1336	24168	SH	DEFINED	10
LILLY ELI & CO	COM		532457108	68	1224	SH	DEF/OTH	10
LILLY ELI & CO	COM		532457108	1442	26070	SH	DEFINED	7
LIMITED BRANDS INC	COM		532716107	303	12385	SH	DEFINED	10
LIMITED BRANDS INC	COM		532716107	12	500	SH	DEF/OTH	10
LIN TELEVISION CORP	SDEB	2.500% 5/1	532776AL5	61	67060	SH	DEFINED	9
LINCOLN NATL CORP IND	COM		534187109	979	17935	SH	DEFINED	10
LINCOLN NATL CORP IND	COM		534187109	51	935	SH	DEF/OTH	10
LINCOLN NATL CORP IND	COM		534187109	55	1000	SH	DEFINED	7
LOCKHEED MARTIN CORP	COM		539830109	493	6558	SH	DEFINED	10
LORAL SPACE & COMMUNICATNS L	COM		543881106	5234	182062	SH	DEFINED	9
LOUISIANA PAC CORP	COM		546347105	1319	48480	SH	DEFINED	10
LOUISIANA PAC CORP	COM		546347105	75	2770	SH	DEF/OTH	10
LOWES COS INC	COM		548661107	2694	41814	SH	DEFINED	10
LOWES COS INC	COM		548661107	503	7806	SH	DEF/OTH	10
LOWES COS INC	COM		548661107	142	2200	SH	DEFINED	7
LUCENT TECHNOLOGIES INC	COM		549463107	28	9087	SH	DEFINED	10
LUCENT TECHNOLOGIES INC	COM		549463107	8	2671	SH	DEF/OTH	10

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

LUCENT TECHNOLOGIES INC	COM	549463107	0	100	SH	DEFINED	9
LUCENT TECHNOLOGIES INC	DBCV 2.750% 6/1	549463AH0	1777	1602564	SH	DEFINED	9
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	907	33000	SH	DEFINED	7
M & T BK CORP	COM	55261F104	357	3125	SH	DEFINED	10
MANPOWER INC	COM	56418H100	523	9150	SH	DEFINED	10
MANPOWER INC	COM	56418H100	44	775	SH	DEF/OTH	10
MANULIFE FINL CORP	COM	56501R106	213	3386	SH	DEFINED	10
MANULIFE FINL CORP	COM	56501R106	6	100	SH	DEF/OTH	10
MARATHON OIL CORP	COM	565849106	1260	16536	SH	DEFINED	10
MARATHON OIL CORP	COM	565849106	147	1925	SH	DEF/OTH	10
MARINER ENERGY INC	COM	56845T305	533	26000	SH	DEFINED	7
MARSH & MCLENNAN COS INC	COM	571748102	309	10526	SH	DEFINED	10
MARSH & MCLENNAN COS INC	COM	571748102	81	2760	SH	DEFINED	9
MARSH & MCLENNAN COS INC	COM	571748102	844	28752	SH	DEF/OTH	9
MARSHALL & ILSLEY CORP	COM	571834100	1685	38668	SH	DEFINED	10
MARSHALL & ILSLEY CORP	COM	571834100	34	772	SH	DEF/OTH	10
MARSHALL & ILSLEY CORP	COM	571834100	10	240	SH	DEFINED	7
MARRIOTT INTL INC NEW	CL A	571903202	340	4957	SH	DEFINED	10
MARRIOTT INTL INC NEW	CL A	571903202	39	575	SH	DEF/OTH	10
MAXTOR CORP	COM NEW	577729205	3161	330600	SH	DEFINED	7
MAYTAG CORP	COM	578592107	9	400	SH	DEFINED	10
MAYTAG CORP	COM	578592107	4	200	SH	DEF/OTH	10
MAYTAG CORP	COM	578592107	1450	68000	SH	DEFINED	7
MAYTAG CORP	COM	578592107	328	15400	SH	DEFINED	9
MCCORMICK & CO INC	COM NON VTG	579780206	2276	67229	SH	DEFINED	10
MCCORMICK & CO INC	COM NON VTG	579780206	23	674	SH	DEF/OTH	10
MCDONALDS CORP	COM	580135101	1958	56999	SH	DEFINED	10
MCDONALDS CORP	COM	580135101	449	13058	SH	DEF/OTH	10
MCDONALDS CORP	COM	580135101	291	8460	SH	DEFINED	9
MCGRAW HILL COS INC	COM	580645109	9076	157514	SH	DEFINED	10
MCGRAW HILL COS INC	COM	580645109	902	15661	SH	DEF/OTH	10
MCKESSON CORP	COM	58155Q103	688	13196	SH	DEFINED	10
MCKESSON CORP	COM	58155Q103	78	1500	SH	DEF/OTH	10
MEADWESTVACO CORP	COM	583334107	18	663	SH	DEFINED	10
MEADWESTVACO CORP	COM	583334107	956	35000	SH	DEFINED	9
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	609	10645	SH	DEFINED	10
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	280	4891	SH	DEF/OTH	10
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	24	417	SH	DEFINED	9
MEDICSIGHT INC	COM NEW	58470A205	56	12166	SH	DEFINED	7
MEDTRONIC INC	COM	585055106	2240	44135	SH	DEFINED	10
MEDTRONIC INC	COM	585055106	189	3726	SH	DEF/OTH	10
MEDTRONIC INC	COM	585055106	467	9205	SH	DEFINED	7
MELLON FINL CORP	COM	58551A108	431	12115	SH	DEFINED	10
MERCANTILE BANKSHARES CORP	COM	587405101	2347	61037	SH	DEFINED	10
MERCANTILE BANKSHARES CORP	COM	587405101	51	1321	SH	DEF/OTH	10
MERCK & CO INC	COM	589331107	957	27175	SH	DEFINED	10
MERCK & CO INC	COM	589331107	626	17775	SH	DEF/OTH	10
MERCK & CO INC	COM	589331107	158382	4495666	SH	DEFINED	7
MERCK & CO INC	COM	589331107	24	681	SH	DEFINED	9
MERRILL LYNCH & CO INC	COM	590188108	6433	81681	SH	DEFINED	10
MERRILL LYNCH & CO INC	COM	590188108	559	7096	SH	DEF/OTH	10
MERRILL LYNCH & CO INC	COM	590188108	146	1858	SH	DEFINED	9
METLIFE INC	COM	59156R108	4425	91486	SH	DEFINED	10
METLIFE INC	COM	59156R108	423	8739	SH	DEF/OTH	10
MICROSOFT CORP	COM	594918104	13474	495196	SH	DEFINED	10
MICROSOFT CORP	COM	594918104	1920	70565	SH	DEF/OTH	10
MICROSOFT CORP	COM	594918104	44	1600	SH	DEFINED	7
MICROSOFT CORP	COM	594918104	1012	37197	SH	DEFINED	9
MIDCAP SPDR TR	UNIT SER 1	595635103	21842	150881	SH	DEFINED	10
MIDCAP SPDR TR	UNIT SER 1	595635103	976	6739	SH	DEF/OTH	10
MIRANT CORP NEW	COM	60467R100	2208	88300	SH	DEFINED	7
MIRANT CORP NEW	COM	60467R100	7393	295738	SH	DEFINED	9

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

MODINE MFG CO	COM	607828100	425	14405	SH	DEFINED	10
MODINE MFG CO	COM	607828100	12	400	SH	DEF/OTH	10
MOHAWK INDS INC	COM	608190104	1108	13727	SH	DEFINED	10
MOHAWK INDS INC	COM	608190104	26	325	SH	DEF/OTH	10
MOLEX INC	CL A	608554200	21	700	SH	DEFINED	10
MOLEX INC	CL A	608554200	1304	43892	SH	DEFINED	7
MONSANTO CO NEW	COM	61166W101	314	3709	SH	DEFINED	10
MONSANTO CO NEW	COM	61166W101	84	988	SH	DEF/OTH	10
MONSANTO CO NEW	COM	61166W101	0	1	SH	DEFINED	9
MOODYS CORP	COM	615369105	83	1159	SH	DEFINED	10
MOODYS CORP	COM	615369105	57	800	SH	DEF/OTH	10
MOODYS CORP	COM	615369105	125	1750	SH	DEFINED	7
MORGAN STANLEY	COM NEW	617446448	3177	50576	SH	DEFINED	10
MORGAN STANLEY	COM NEW	617446448	274	4363	SH	DEF/OTH	10
MORGAN STANLEY	COM NEW	617446448	39	622	SH	DEFINED	9
MOTOROLA INC	COM	620076109	6328	276231	SH	DEFINED	10
MOTOROLA INC	COM	620076109	427	18626	SH	DEF/OTH	10
MOTOROLA INC	COM	620076109	75	3284	SH	DEFINED	7
MOTOROLA INC	COM	620076109	3276	142995	SH	DEFINED	9
MYLAN LABS INC	COM	628530107	721	30805	SH	DEFINED	10
MYLAN LABS INC	COM	628530107	149	6355	SH	DEF/OTH	10
NCR CORP NEW	COM	62886E108	5313	127142	SH	DEFINED	10
NCR CORP NEW	COM	62886E108	171	4102	SH	DEF/OTH	10
NTL INC NEW	COM	62941W101	585	20100	SH	DEFINED	7
NASDAQ 100 TR	UNIT SER 1	631100104	343	8175	SH	DEFINED	10
NASDAQ 100 TR	UNIT SER 1	631100104	8	200	SH	DEF/OTH	10
NASDAQ 100 TR	UNIT SER 1	631100104	1031	24600	SH	DEFINED	9
NATIONAL CITY CORP	COM	635405103	1040	29802	SH	DEFINED	10
NATIONAL CITY CORP	COM	635405103	97	2775	SH	DEF/OTH	10
NATIONAL CITY CORP	COM	635405103	66	1900	SH	DEFINED	7
NATIONAL FUEL GAS CO N J	COM	636180101	863	26378	SH	DEFINED	10
NATIONAL FUEL GAS CO N J	COM	636180101	58	1775	SH	DEF/OTH	10
NEW HAMPSHIRE THRIFT BANCSHS	COM	644722100	159	10000	SH	DEFINED	10
NEWMONT MINING CORP	COM	651639106	238	4589	SH	DEFINED	10
NEWMONT MINING CORP	COM	651639106	638	12298	SH	DEFINED	7
NEWMONT MINING CORP	COM	651639106	52	1000	SH	DEFINED	9
NEWS CORP	CL A	65248E104	141	8486	SH	DEFINED	10
NEWS CORP	CL A	65248E104	274	16500	SH	DEFINED	7
NEWS CORP	CL B	65248E203	5	300	SH	DEF/OTH	10
NEWS CORP	CL B	65248E203	9	494	SH	DEFINED	7
NEWS CORP	CL B	65248E203	1685	95980	SH	DEFINED	9
NEXTEL PARTNERS INC	CL A	65333F107	1034	36500	SH	DEFINED	7
NIKE INC	CL B	654106103	405	4755	SH	DEFINED	10
NIKE INC	CL B	654106103	423	4968	SH	DEFINED	9
NOKIA CORP	SPONSORED ADR	654902204	284	13694	SH	DEFINED	10
NOKIA CORP	SPONSORED ADR	654902204	23	1125	SH	DEF/OTH	10
NOKIA CORP	SPONSORED ADR	654902204	15	700	SH	DEFINED	7
NOKIA CORP	SPONSORED ADR	654902204	8	400	SH	DEFINED	9
NORDSTROM INC	COM	655664100	2311	58976	SH	DEFINED	10
NORDSTROM INC	COM	655664100	329	8394	SH	DEF/OTH	10
NORDSTROM INC	COM	655664100	1537	39238	SH	DEFINED	9
NORFOLK SOUTHERN CORP	COM	655844108	367	6780	SH	DEFINED	10
NORFOLK SOUTHERN CORP	COM	655844108	260	4800	SH	DEF/OTH	10
NORTEL NETWORKS CORP NEW	COM	656568102	65	21300	SH	DEFINED	10
NORTEL NETWORKS CORP NEW	COM	656568102	1	400	SH	DEFINED	9
NORTH FORK BANCORPORATION NY	COM	659424105	267	9273	SH	DEFINED	10
NORTH FORK BANCORPORATION NY	COM	659424105	102	3525	SH	DEF/OTH	10
NORTH FORK BANCORPORATION NY	COM	659424105	3768	130700	SH	DEFINED	7
NORTHROP GRUMMAN CORP	COM	666807102	893	13083	SH	DEFINED	10
NORTHROP GRUMMAN CORP	COM	666807102	278	4069	SH	DEF/OTH	10
NORTHWAY FINL INC	COM	667270102	229	6000	SH	DEFINED	10
NORTHWESTERN CORP	*W EXP 99/99/999	668074115	89	15788	SH	DEFINED	9

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

NORTHWESTERN CORP	COM NEW	668074305	3151	101179	SH	DEFINED	9
NSTAR	COM	67019E107	221	7710	SH	DEFINED	10
NSTAR	COM	67019E107	50	1742	SH	DEF/OTH	10
NUCOR CORP	COM	670346105	1631	15562	SH	DEFINED	10
NUCOR CORP	COM	670346105	260	2482	SH	DEF/OTH	10
NUCOR CORP	COM	670346105	100	950	SH	DEFINED	7
NUVEEN MUN VALUE FD INC	COM	670928100	145	14885	SH	DEFINED	10
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	198	13189	SH	DEFINED	10
02DIESEL CORP	COM	67106S100	9	12000	SH	DEFINED	7
OCCIDENTAL PETE CORP DEL	COM	674599105	280	3017	SH	DEFINED	10
OCCIDENTAL PETE CORP DEL	COM	674599105	51	550	SH	DEF/OTH	10
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	482	3285	SH	DEFINED	9
OLIN CORP	COM PAR \$1	680665205	227	10550	SH	DEFINED	10
OLIN CORP	COM PAR \$1	680665205	23	1050	SH	DEF/OTH	10
OMNICOM GROUP INC	COM	681919106	3320	39877	SH	DEFINED	10
OMNICOM GROUP INC	COM	681919106	138	1660	SH	DEF/OTH	10
OMNICOM GROUP INC	COM	681919106	37	450	SH	DEFINED	7
OMNICOM GROUP INC	COM	681919106	277	3325	SH	DEFINED	9
ORACLE CORP	COM	68389X105	250	18226	SH	DEFINED	10
ORACLE CORP	COM	68389X105	113	8232	SH	DEF/OTH	10
ORACLE CORP	COM	68389X105	7	518	SH	DEFINED	7
ORACLE CORP	COM	68389X105	155	11352	SH	DEFINED	9
PHH CORP	COM NEW	693320202	7	254	SH	DEFINED	10
PHH CORP	COM NEW	693320202	0	3	SH	DEF/OTH	10
PHH CORP	COM NEW	693320202	198	7400	SH	DEFINED	7
PHH CORP	COM NEW	693320202	5	200	SH	DEFINED	9
PNC FINL SVCS GROUP INC	COM	693475105	2626	39014	SH	DEFINED	10
PNC FINL SVCS GROUP INC	COM	693475105	184	2739	SH	DEF/OTH	10
PNC FINL SVCS GROUP INC	COM	693475105	2093	31100	SH	DEFINED	7
PPG INDS INC	COM	693506107	799	12605	SH	DEFINED	10
PPG INDS INC	COM	693506107	226	3575	SH	DEF/OTH	10
PPL CORP	COM	69351T106	156	5295	SH	DEFINED	10
PPL CORP	COM	69351T106	86	2940	SH	DEF/OTH	10
PACCAR INC	COM	693718108	401	5694	SH	DEFINED	10
PACCAR INC	COM	693718108	11	150	SH	DEF/OTH	10
PALL CORP	COM	696429307	390	12500	SH	DEFINED	10
PALL CORP	COM	696429307	23	750	SH	DEF/OTH	10
PANAMSAT HLDG CORP	COM	69831Y105	2482	100000	SH	DEFINED	9
PANERA BREAD CO	CL A	69840W108	1560	20745	SH	DEFINED	10
PANERA BREAD CO	CL A	69840W108	17	225	SH	DEF/OTH	10
PEABODY ENERGY CORP	COM	704549104	209	4150	SH	DEFINED	10
PEABODY ENERGY CORP	COM	704549104	30	600	SH	DEF/OTH	10
PENNICHUCK CORP	COM NEW	708254206	192	7606	SH	DEFINED	10
PENNICHUCK CORP	COM NEW	708254206	28	1120	SH	DEF/OTH	10
PEP BOYS MANNY MOE & JACK	NOTE 4.250% 6/0	713278AP4	66	67191	SH	DEFINED	9
PEPCO HOLDINGS INC	COM	713291102	239	10492	SH	DEFINED	10
PEPCO HOLDINGS INC	COM	713291102	9	400	SH	DEF/OTH	10
PEPSICO INC	COM	713448108	14631	253182	SH	DEFINED	10
PEPSICO INC	COM	713448108	3215	55640	SH	DEF/OTH	10
PEPSICO INC	COM	713448108	69	1200	SH	DEFINED	7
PEPSICO INC	COM	713448108	139	2400	SH	DEFINED	9
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	9	100	SH	DEF/OTH	10
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	4469	51569	SH	DEFINED	7
PETSMART INC	COM	716768106	255	9050	SH	DEFINED	10
PFIZER INC	COM	717081103	9417	377888	SH	DEFINED	10
PFIZER INC	COM	717081103	2051	82314	SH	DEF/OTH	10
PFIZER INC	COM	717081103	1029	41297	SH	DEFINED	7
PFIZER INC	COM	717081103	768	30814	SH	DEFINED	9
PFIZER INC	COM	717081103	18	740	SH	DEF/OTH	9
PHELPS DODGE CORP	COM	717265102	670	8317	SH	DEFINED	10
PHELPS DODGE CORP	COM	717265102	143	1778	SH	DEF/OTH	10
PITNEY BOWES INC	COM	724479100	475	11060	SH	DEFINED	10

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

PITNEY BOWES INC	COM		724479100	258	6000	SH	DEF/OTH	10
PIXAR	COM		725811103	2444	38103	SH	DEFINED	7
PIXELWORKS INC	SDCV	1.750% 5/1	72581MAB3	86	123188	SH	DEFINED	9
PLAINS EXPL& PRODTN CO	COM		726505100	313	8100	SH	DEFINED	7
PLUM CREEK TIMBER CO INC	COM		729251108	76	2060	SH	DEFINED	10
PLUM CREEK TIMBER CO INC	COM		729251108	223	6045	SH	DEF/OTH	10
POLARIS INDS INC	COM		731068102	329	6034	SH	DEFINED	10
POPULAR INC	COM		733174106	424	20437	SH	DEFINED	10
POPULAR INC	COM		733174106	102	4900	SH	DEF/OTH	10
PRAXAIR INC	COM		74005P104	520	9425	SH	DEFINED	10
PRAXAIR INC	COM		74005P104	157	2850	SH	DEF/OTH	10
PRAXAIR INC	COM		74005P104	607	11000	SH	DEFINED	7
PROCTER & GAMBLE CO	COM		742718109	18063	313437	SH	DEFINED	10
PROCTER & GAMBLE CO	COM		742718109	2392	41498	SH	DEF/OTH	10
PROCTER & GAMBLE CO	COM		742718109	674	11700	SH	DEFINED	7
PROCTER & GAMBLE CO	COM		742718109	271	4705	SH	DEFINED	9
PROCTER & GAMBLE CO	COM		742718109	81	1400	SH	DEF/OTH	9
PROGRESS ENERGY INC	COM		743263105	326	7403	SH	DEFINED	10
PROGRESS ENERGY INC	COM		743263105	64	1465	SH	DEF/OTH	10
PROGRESS ENERGY INC	COM		743263105	57174	1300000	SH	DEFINED	7
PROLOGIS	SH BEN INT		743410102	160500	3000000	SH	DEFINED	7
PRUDENTIAL FINL INC	COM		744320102	177	2329	SH	DEFINED	10
PRUDENTIAL FINL INC	COM		744320102	140	1849	SH	DEF/OTH	10
PULTE HOMES INC	COM		745867101	814	21178	SH	DEFINED	10
QUALCOMM INC	COM		747525103	1990	39320	SH	DEFINED	10
QUALCOMM INC	COM		747525103	429	8467	SH	DEF/OTH	10
QUEST DIAGNOSTICS INC	COM		74834L100	4607	89810	SH	DEFINED	10
QUEST DIAGNOSTICS INC	COM		74834L100	340	6627	SH	DEF/OTH	10
QUESTAR CORP	COM		748356102	396	5659	SH	DEFINED	10
QUESTAR CORP	COM		748356102	261	3725	SH	DEF/OTH	10
QWEST COMMUNICATIONS INTL IN	COM		749121109	68	9996	SH	DEFINED	10
QWEST COMMUNICATIONS INTL IN	COM		749121109	5	709	SH	DEF/OTH	10
RAYTHEON CO	COM NEW		755111507	418	9121	SH	DEFINED	10
RAYTHEON CO	COM NEW		755111507	36	791	SH	DEF/OTH	10
REGIONS FINANCIAL CORP NEW	COM		7591EP100	284	8071	SH	DEFINED	10
RESEARCH IN MOTION LTD	COM		760975102	886	10440	SH	DEFINED	7
ROCKWELL AUTOMATION INC	COM		773903109	2837	39459	SH	DEFINED	10
ROCKWELL AUTOMATION INC	COM		773903109	55	761	SH	DEF/OTH	10
ROHM & HAAS CO	COM		775371107	2140	43785	SH	DEFINED	10
ROHM & HAAS CO	COM		775371107	105	2139	SH	DEF/OTH	10
ROSS STORES INC	COM		778296103	450	15427	SH	DEFINED	10
ROSS STORES INC	COM		778296103	12	400	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	454	7295	SH	DEFINED	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	51	825	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A		780259206	42	680	SH	DEFINED	9
SEI INVESTMENTS CO	COM		784117103	340	8385	SH	DEFINED	10
SEI INVESTMENTS CO	COM		784117103	11	275	SH	DEF/OTH	10
SLM CORP	COM		78442P106	420	8085	SH	DEFINED	10
SLM CORP	COM		78442P106	106	2050	SH	DEF/OTH	10
SPDR TR	UNIT SER 1		78462F103	33960	261571	SH	DEFINED	10
SPDR TR	UNIT SER 1		78462F103	4760	36664	SH	DEF/OTH	10
SPDR TR	UNIT SER 1		78462F103	3923	30220	SH	DEFINED	9
SAFECO CORP	COM		786429100	434	8640	SH	DEFINED	10
SAFECO CORP	COM		786429100	13	250	SH	DEF/OTH	10
ST JUDE MED INC	DBCV	2.800%12/1	790849AB9	38	38752	SH	DEFINED	9
ST PAUL TRAVELERS INC	COM		792860108	29	705	SH	DEFINED	10
ST PAUL TRAVELERS INC	COM		792860108	23	560	SH	DEF/OTH	10
ST PAUL TRAVELERS INC	COM		792860108	149	3563	SH	DEFINED	9
SCHEIN HENRY INC	COM		806407102	901	18834	SH	DEFINED	10
SCHEIN HENRY INC	COM		806407102	17	350	SH	DEF/OTH	10
SCHERING PLOUGH CORP	COM		806605101	290	15257	SH	DEFINED	10
SCHERING PLOUGH CORP	COM		806605101	114	6000	SH	DEF/OTH	10

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

SCHLUMBERGER LTD	COM	806857108	6824	53915	SH	DEFINED	10
SCHLUMBERGER LTD	COM	806857108	1018	8041	SH	DEF/OTH	10
SCHLUMBERGER LTD	COM	806857108	63	500	SH	DEFINED	9
SCHWAB CHARLES CORP NEW	COM	808513105	226	13151	SH	DEFINED	10
SCHWAB CHARLES CORP NEW	COM	808513105	343	19943	SH	DEF/OTH	10
SCRIPPS E W CO OHIO	CL A	811054204	446	9975	SH	DEFINED	10
SCRIPPS E W CO OHIO	CL A	811054204	4	100	SH	DEF/OTH	10
SEARS HLDGS CORP	COM	812350106	71	540	SH	DEFINED	10
SEARS HLDGS CORP	COM	812350106	269	2040	SH	DEFINED	7
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	11	200	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	277	5100	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	3755	169580	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	135	6100	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	247	5000	SH	DEFINED	10
SHERWIN WILLIAMS CO	COM	824348106	124	2500	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	49	1000	SH	DEFINED	7
SIX FLAGS INC	NOTE 4.500% 5/1	83001PAJ8	55	31750	SH	DEFINED	9
SMITHFIELD FOODS INC	COM	832248108	300	10215	SH	DEFINED	10
SMITHFIELD FOODS INC	COM	832248108	11	375	SH	DEF/OTH	10
SMITHFIELD FOODS INC	COM	832248108	396	13500	SH	DEFINED	9
SOLECTRON CORP	COM	834182107	6	1500	SH	DEFINED	10
SOLECTRON CORP	COM	834182107	290	72400	SH	DEFINED	9
SOUTHERN CO	COM	842587107	1355	41351	SH	DEFINED	10
SOUTHERN CO	COM	842587107	551	16809	SH	DEF/OTH	10
SOVEREIGN BANCORP INC	COM	845905108	1067	48680	SH	DEFINED	10
SOVEREIGN BANCORP INC	COM	845905108	33	1500	SH	DEF/OTH	10
SPRINT NEXTEL CORP	COM FON	852061100	609	23556	SH	DEFINED	10
SPRINT NEXTEL CORP	COM FON	852061100	133	5153	SH	DEF/OTH	10
SPRINT NEXTEL CORP	COM FON	852061100	855	33091	SH	DEFINED	7
SPRINT NEXTEL CORP	COM FON	852061100	98	3809	SH	DEFINED	9
STANLEY WKS	COM	854616109	191	3775	SH	DEFINED	10
STANLEY WKS	COM	854616109	157	3100	SH	DEF/OTH	10
STANLEY WKS	COM	854616109	6	125	SH	DEF/OTH	9
STAPLES INC	COM	855030102	6195	242738	SH	DEFINED	10
STAPLES INC	COM	855030102	894	35048	SH	DEF/OTH	10
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	3677	54289	SH	DEFINED	10
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	86	1264	SH	DEF/OTH	10
STATE STR CORP	COM	857477103	2790	46171	SH	DEFINED	10
STATE STR CORP	COM	857477103	269	4455	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	184	4141	SH	DEFINED	10
STRYKER CORP	COM	863667101	122	2755	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	1581	35650	SH	DEFINED	7
SUN LIFE FINL INC	COM	866796105	37	861	SH	DEFINED	10
SUN LIFE FINL INC	COM	866796105	316	7425	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM	866810104	39	7643	SH	DEFINED	10
SUN MICROSYSTEMS INC	COM	866810104	16	3150	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM	866810104	13	2606	SH	DEFINED	7
SUNCOR ENERGY INC	COM	867229106	17	225	SH	DEF/OTH	10
SUNCOR ENERGY INC	COM	867229106	312	4050	SH	DEFINED	7
SUNTRUST BKS INC	COM	867914103	1949	26784	SH	DEFINED	10
SUNTRUST BKS INC	COM	867914103	386	5300	SH	DEF/OTH	10
SYMANTEC CORP	COM	871503108	764	45367	SH	DEFINED	10
SYMANTEC CORP	COM	871503108	223	13255	SH	DEF/OTH	10
SYMANTEC CORP	COM	871503108	3771	224080	SH	DEFINED	7
SYMMETRY MED INC	COM	871546206	1424	67136	SH	DEFINED	9
SYSCO CORP	COM	871829107	2887	90065	SH	DEFINED	10
SYSCO CORP	COM	871829107	583	18175	SH	DEF/OTH	10
SYSCO CORP	COM	871829107	971	30300	SH	DEFINED	7
TECO ENERGY INC	COM	872375100	166	10271	SH	DEFINED	10
TECO ENERGY INC	COM	872375100	26	1600	SH	DEF/OTH	10
TECO ENERGY INC	COM	872375100	29016	1800000	SH	DEFINED	7
TJX COS INC NEW	COM	872540109	278	11202	SH	DEFINED	10

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

TJX COS INC NEW	COM		872540109	51	2050	SH	DEF/OTH	10
TJX COS INC NEW	COM		872540109	174	7000	SH	DEFINED	9
TXU CORP	COM		873168108	790	17645	SH	DEFINED	10
TXU CORP	COM		873168108	189	4220	SH	DEF/OTH	10
TXU CORP	COM		873168108	13	300	SH	DEFINED	9
TARGET CORP	COM		87612E106	4211	80956	SH	DEFINED	10
TARGET CORP	COM		87612E106	502	9654	SH	DEF/OTH	10
TARGET CORP	COM		87612E106	1711	32900	SH	DEFINED	7
TELEFLEX INC	COM		879369106	353	4935	SH	DEFINED	10
TELEFLEX INC	COM		879369106	16	225	SH	DEF/OTH	10
TESORO CORP	COM		881609101	387	5665	SH	DEFINED	7
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	67	1623	SH	DEFINED	10
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	12	300	SH	DEF/OTH	10
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	124	3000	SH	DEFINED	7
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	41	1000	SH	DEFINED	9
TEXAS INSTRS INC	COM		882508104	9164	282233	SH	DEFINED	10
TEXAS INSTRS INC	COM		882508104	817	25160	SH	DEF/OTH	10
TEXTRON INC	COM		883203101	716	7665	SH	DEFINED	10
TEXTRON INC	COM		883203101	103	1100	SH	DEF/OTH	10
THERMO ELECTRON CORP	COM		883556102	3665	98811	SH	DEFINED	10
THERMO ELECTRON CORP	COM		883556102	175	4718	SH	DEF/OTH	10
3M CO	COM		88579Y101	9623	127138	SH	DEFINED	10
3M CO	COM		88579Y101	1525	20150	SH	DEF/OTH	10
3M CO	COM		88579Y101	703	9284	SH	DEFINED	7
3M CO	COM		88579Y101	663	8755	SH	DEFINED	9
TIDEWATER INC	COM		886423102	1048	18980	SH	DEFINED	10
TIDEWATER INC	COM		886423102	91	1650	SH	DEF/OTH	10
TIME WARNER INC	COM		887317105	969	57694	SH	DEFINED	10
TIME WARNER INC	COM		887317105	107	6350	SH	DEF/OTH	10
TIME WARNER INC	COM		887317105	1025	61050	SH	DEFINED	7
TIME WARNER INC	COM		887317105	84	5000	SH	DEFINED	9
TODCO	CL A		88889T107	12	300	SH	DEFINED	10
TODCO	CL A		88889T107	1576	40000	SH	DEFINED	9
TRANSOCEAN SEDCO FOREX INC	DBCV	1.500% 5/1	893830AD1	203	180375	SH	DEFINED	9
TUPPERWARE BRANDS CORP	COM		899896104	254	12326	SH	DEFINED	10
TUPPERWARE BRANDS CORP	COM		899896104	37	1800	SH	DEF/OTH	10
TYCO INTL LTD NEW	COM		902124106	691	25708	SH	DEFINED	10
TYCO INTL LTD NEW	COM		902124106	310	11525	SH	DEF/OTH	10
TYCO INTL LTD NEW	COM		902124106	930	34600	SH	DEFINED	7
TYCO INTL LTD NEW	COM		902124106	55	2036	SH	DEFINED	9
UICI	COM		902737105	3037	82100	SH	DEFINED	7
US BANCORP DEL	COM NEW		902973304	1392	45634	SH	DEFINED	10
US BANCORP DEL	COM NEW		902973304	2	50	SH	DEF/OTH	10
US BANCORP DEL	COM NEW		902973304	236	7751	SH	DEFINED	7
USEC INC	COM		90333E108	121	10000	SH	DEFINED	9
ULTRA PETROLEUM CORP	COM		903914109	2	33	SH	DEFINED	7
ULTRA PETROLEUM CORP	COM		903914109	517	8300	SH	DEFINED	7
UNION PAC CORP	COM		907818108	905	9690	SH	DEFINED	10
UNION PAC CORP	COM		907818108	666	7130	SH	DEF/OTH	10
UNITED MICROELECTRONICS CORP	SPONSORED ADR		910873207	5547	1626734	SH	DEFINED	9
UNITED PARCEL SERVICE INC	CL B		911312106	371	4679	SH	DEFINED	10
UNITED PARCEL SERVICE INC	CL B		911312106	28	349	SH	DEF/OTH	10
UNITED PARCEL SERVICE INC	CL B		911312106	337	4250	SH	DEFINED	7
UNITED TECHNOLOGIES CORP	COM		913017109	8812	152016	SH	DEFINED	10
UNITED TECHNOLOGIES CORP	COM		913017109	923	15925	SH	DEF/OTH	10
UNITED TECHNOLOGIES CORP	COM		913017109	418	7210	SH	DEFINED	9
UNITEDHEALTH GROUP INC	COM		91324P102	7203	128950	SH	DEFINED	10
UNITEDHEALTH GROUP INC	COM		91324P102	670	11986	SH	DEF/OTH	10
UNITEDHEALTH GROUP INC	COM		91324P102	335	6000	SH	DEFINED	7
UNIVISION COMMUNICATIONS INC	CL A		914906102	203	5875	SH	DEFINED	10
UNIVISION COMMUNICATIONS INC	CL A		914906102	10	300	SH	DEF/OTH	10
UNIVISION COMMUNICATIONS INC	CL A		914906102	689	20000	SH	DEFINED	7

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

VALERO ENERGY CORP NEW	COM	91913Y100	131	2185	SH	DEFINED	10
VALERO ENERGY CORP NEW	COM	91913Y100	1203	20122	SH	DEFINED	9
VARIAN MED SYS INC	COM	92220P105	1204	21438	SH	DEFINED	10
VARIAN MED SYS INC	COM	92220P105	104	1850	SH	DEF/OTH	10
VANGUARD INDEX FDS	STK MRK VIPERS	922908769	513	3956	SH	DEFINED	10
VANGUARD INDEX FDS	STK MRK VIPERS	922908769	38	291	SH	DEF/OTH	10
VERISIGN INC	COM	92343E102	2	75	SH	DEFINED	10
VERISIGN INC	COM	92343E102	2573	107247	SH	DEFINED	7
VERIZON COMMUNICATIONS	COM	92343V104	4740	139178	SH	DEFINED	10
VERIZON COMMUNICATIONS	COM	92343V104	2014	59143	SH	DEF/OTH	10
VERIZON COMMUNICATIONS	COM	92343V104	170378	5002300	SH	DEFINED	7
VERIZON COMMUNICATIONS	COM	92343V104	189	5548	SH	DEFINED	9
VIACOM INC NEW	CL B	92553P201	319	8232	SH	DEFINED	10
VIACOM INC NEW	CL B	92553P201	45	1150	SH	DEF/OTH	10
VIACOM INC NEW	CL B	92553P201	49	1271	SH	DEFINED	9
VISHAY INTERTECHNOLOGY INC	COM	928298108	156	10950	SH	DEFINED	10
VISHAY INTERTECHNOLOGY INC	COM	928298108	838	58850	SH	DEFINED	9
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	607	29047	SH	DEFINED	10
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	238	11410	SH	DEF/OTH	10
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	10	500	SH	DEFINED	9
WACHOVIA CORP 2ND NEW	COM	929903102	3570	63695	SH	DEFINED	10
WACHOVIA CORP 2ND NEW	COM	929903102	610	10891	SH	DEF/OTH	10
WAL MART STORES INC	COM	931142103	5649	119574	SH	DEFINED	10
WAL MART STORES INC	COM	931142103	495	10474	SH	DEF/OTH	10
WAL MART STORES INC	COM	931142103	16631	352046	SH	DEFINED	7
WAL MART STORES INC	COM	931142103	35	750	SH	DEFINED	9
WALGREEN CO	COM	931422109	2440	56563	SH	DEFINED	10
WALGREEN CO	COM	931422109	278	6440	SH	DEF/OTH	10
WALGREEN CO	COM	931422109	12	275	SH	DEFINED	7
WALGREEN CO	COM	931422109	30	700	SH	DEFINED	9
WASHINGTON MUT INC	COM	939322103	400	9396	SH	DEFINED	10
WASHINGTON MUT INC	COM	939322103	70	1648	SH	DEF/OTH	10
WASHINGTON TR BANCORP	COM	940610108	67	2400	SH	DEFINED	10
WASHINGTON TR BANCORP	COM	940610108	512	18225	SH	DEF/OTH	10
WASTE CONNECTIONS INC	COM	941053100	1070	26884	SH	DEFINED	10
WASTE CONNECTIONS INC	COM	941053100	18	450	SH	DEF/OTH	10
WASTE MGMT INC DEL	COM	94106L109	439	12425	SH	DEFINED	10
WASTE MGMT INC DEL	COM	94106L109	5	150	SH	DEF/OTH	10
WELLCARE HEALTH PLANS INC	COM	94946T106	2470	54355	SH	DEFINED	9
WELLPOINT INC	COM	94973V107	2104	27173	SH	DEFINED	10
WELLPOINT INC	COM	94973V107	250	3235	SH	DEF/OTH	10
WELLPOINT INC	COM	94973V107	89	1150	SH	DEFINED	7
WELLS FARGO & CO NEW	COM	949746101	6862	107439	SH	DEFINED	10
WELLS FARGO & CO NEW	COM	949746101	651	10185	SH	DEF/OTH	10
WELLS FARGO & CO NEW	COM	949746101	36	559	SH	DEFINED	7
WENDYS INTL INC	COM	950590109	643	10365	SH	DEFINED	10
WEYERHAEUSER CO	COM	962166104	1163	16053	SH	DEFINED	10
WEYERHAEUSER CO	COM	962166104	45	625	SH	DEF/OTH	10
WILLIAMS COS INC DEL	COM	969457100	11	500	SH	DEFINED	10
WILLIAMS COS INC DEL	COM	969457100	661	30905	SH	DEFINED	9
WILMINGTON TRUST CORP	COM	971807102	1025	23634	SH	DEFINED	10
WISCONSIN ENERGY CORP	COM	976657106	326	8141	SH	DEFINED	10
WISCONSIN ENERGY CORP	COM	976657106	132	3300	SH	DEF/OTH	10
WRIGLEY WM JR CO	COM	982526105	3094	48349	SH	DEFINED	10
WRIGLEY WM JR CO	COM	982526105	142	2217	SH	DEF/OTH	10
WYETH	COM	983024100	2525	52043	SH	DEFINED	10
WYETH	COM	983024100	1957	40326	SH	DEF/OTH	10
WYETH	COM	983024100	85	1760	SH	DEFINED	9
XEROX CORP	COM	984121103	8	530	SH	DEFINED	10
XEROX CORP	COM	984121103	23	1500	SH	DEF/OTH	10
XEROX CORP	COM	984121103	836	55000	SH	DEFINED	9
YAHOO INC	COM	984332106	138	4291	SH	DEFINED	10

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

YAHOO INC	COM	984332106	32	1000	SH	DEF/OTH	10
YAHOO INC	COM	984332106	386	11960	SH	DEFINED	7
YAHOO INC	COM	984332106	30	936	SH	DEFINED	9
YUM BRANDS INC	COM	988498101	345	7070	SH	DEFINED	10
YUM BRANDS INC	COM	988498101	186	3800	SH	DEF/OTH	10
ZIMMER HLDGS INC	COM	98956P102	2305	34094	SH	DEFINED	10
ZIMMER HLDGS INC	COM	98956P102	457	6756	SH	DEF/OTH	10
ZIMMER HLDGS INC	COM	98956P102	15	220	SH	DEFINED	9
GLOBALSANTAFE CORP	SHS	G3930E101	4862	80037	SH	DEFINED	10
GLOBALSANTAFE CORP	SHS	G3930E101	195	3211	SH	DEF/OTH	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	4141	99101	SH	DEFINED	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	396	9476	SH	DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	3341	46672	SH	DEFINED	10
NABORS INDUSTRIES LTD	SHS	G6359F103	222	3103	SH	DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	2039	28480	SH	DEFINED	9
TRANSOCEAN INC	ORD	G90078109	136	1693	SH	DEFINED	10
TRANSOCEAN INC	ORD	G90078109	2	25	SH	DEFINED	7
TRANSOCEAN INC	ORD	G90078109	1124	14000	SH	DEFINED	9
WEATHERFORD INTERNATIONAL LT	COM	G95089101	547	11948	SH	DEFINED	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	24	525	SH	DEF/OTH	10
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	274	6512	SH	DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	1111	107340	SH	DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	92	8925	SH	DEF/OTH	10