

ROYAL BANK OF SCOTLAND GROUP PLC

Form 13F-HR

February 13, 2009

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

FORM 13F

FORM 13F COVER PAGE

Report For the Quarter Ended: December 31, 2008

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 February 10, 2009

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: 1979
 Form 13F Information Table Value Total: \$34,520,320,348

List of Other Included Managers:

No.	13F File Number	Name
15	028-09000	ABN Amro Bank N.V.
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
AAR CORP	COM	000361105	446	24221	SH		DEFINED	10
AFLAC INC	COM	001055102	3853	84055	SH		DEFINED	10
AFLAC INC	COM	001055102	345	7520	SH		DEF/OTH	10
AFLAC INC	COM	001055102	1536	33500	SH		DEFINED	15
AFLAC INC	COM	001055102	107	2330	SH		DEFINED	7
AGCO CORP	COM	001084102	173	7318	SH		DEFINED	10
AGCO CORP	COM	001084102	714	30250	SH		DEFINED	15
AES CORP	COM	00130H105	7	865	SH		DEFINED	10
AES CORP	COM	00130H105	2393	290382	SH		DEFINED	15
AK STL HLDG CORP	COM	001547108	93	10009	SH		DEFINED	15
AMAG PHARMACEUTICALS INC	COM	00163U106	359	10000	SH		DEFINED	10
AMR CORP	COM	001765106	580	54373	SH		DEFINED	15
AT&T INC	COM	00206R102	10687	374967	SH		DEFINED	10
AT&T INC	COM	00206R102	1447	50779	SH		DEF/OTH	10
AT&T INC	COM	00206R102	26227	920239	SH		DEFINED	15
AT&T INC	COM	00206R102	3205	112469	SH		DEFINED	9
ABBOTT LABS	COM	002824100	7690	144080	SH		DEFINED	10
ABBOTT LABS	COM	002824100	1002	18777	SH		DEF/OTH	10
ABBOTT LABS	COM	002824100	17284	323857	SH		DEFINED	15
ABBOTT LABS	COM	002824100	6257	117230	SH	CALL	DEFINED	7
ABBOTT LABS	COM	002824100	5070	95000	SH	PUT	DEFINED	7
ABBOTT LABS	COM	002824100	415	7770	SH		DEFINED	9
ABBOTT LABS	COM	002824100	32	600	SH		DEF/OTH	9
ACTIVISION BLIZZARD INC	COM	00507V109	222	25742	SH		DEFINED	10
ACTIVISION BLIZZARD INC	COM	00507V109	12	1400	SH		DEF/OTH	10
ACTIVISION BLIZZARD INC	COM	00507V109	0	32	SH		DEFINED	9
ADOBE SYS INC	COM	00724F101	178	8364	SH		DEFINED	10
ADOBE SYS INC	COM	00724F101	17	820	SH		DEF/OTH	10
ADOBE SYS INC	COM	00724F101	879	41300	SH		DEFINED	15
ADOBE SYS INC	COM	00724F101	10	450	SH		DEFINED	7
ADOBE SYS INC	COM	00724F101	29	1382	SH		DEFINED	9
ADVANCED TECHNOLOGY ACQU COR	COM	007556103	9167	1212502	SH		DEFINED	15
ADVANCED MICRO DEVICES INC	COM	007903107	2855	1321812	SH		DEFINED	15
AEGON N V	NY REGISTRY SH	007924103	858	141900	SH		DEFINED	15
AETNA INC NEW	COM	00817Y108	181	6334	SH		DEFINED	10
AETNA INC NEW	COM	00817Y108	52	1830	SH		DEF/OTH	10
AETNA INC NEW	COM	00817Y108	952	33399	SH		DEFINED	15
AFFILIATED COMPUTER SERVICES	CL A	008190100	23	500	SH		DEF/OTH	10

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

AFFILIATED COMPUTER SERVICES	CL A	008190100	322	7000	SH	DEFINED	15
AFFYMETRIX INC	COM	00826T108	416	139275	SH	DEFINED	15
AGILENT TECHNOLOGIES INC	COM	00846U101	89	5681	SH	DEFINED	10
AGILENT TECHNOLOGIES INC	COM	00846U101	42	2688	SH	DEF/OTH	10
AGILENT TECHNOLOGIES INC	COM	00846U101	393	25125	SH	DEFINED	15
AIR PRODS & CHEMS INC	COM	009158106	717	14271	SH	DEFINED	10
AIR PRODS & CHEMS INC	COM	009158106	197	3912	SH	DEF/OTH	10
AIR PRODS & CHEMS INC	COM	009158106	754	15000	SH	DEFINED	15
AKAMAI TECHNOLOGIES INC	COM	00971T101	86	5700	SH	DEFINED	10
AKAMAI TECHNOLOGIES INC	COM	00971T101	8	500	SH	DEF/OTH	10
AKAMAI TECHNOLOGIES INC	COM	00971T101	228	15077	SH	DEFINED	15
ALBERTO CULVER CO NEW	COM	013078100	2553	104158	SH	DEFINED	10
ALBERTO CULVER CO NEW	COM	013078100	180	7362	SH	DEF/OTH	10
ALCOA INC	COM	013817101	1590	141186	SH	DEFINED	10
ALCOA INC	COM	013817101	87	7695	SH	DEF/OTH	10
ALCOA INC	COM	013817101	1030	91464	SH	DEFINED	15
ALCOA INC	COM	013817101	1733	153894	SH	CALL	DEFINED 7
ALCOA INC	COM	013817101	88	7852	SH	DEFINED	9
ALEXANDER & BALDWIN INC	COM	014482103	544	21726	SH	DEFINED	15
ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	9759	161730	SH	DEFINED	15
ALEXION PHARMACEUTICALS INC	COM	015351109	589	16283	SH	DEFINED	15
ALLEGHENY ENERGY INC	COM	017361106	20	600	SH	DEFINED	10
ALLEGHENY ENERGY INC	COM	017361106	411	12125	SH	DEFINED	15
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	162	6356	SH	DEFINED	10
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	1	50	SH	DEF/OTH	10
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	228	8913	SH	DEFINED	15
ALLERGAN INC	COM	018490102	500	12406	SH	DEFINED	10
ALLERGAN INC	COM	018490102	127	3150	SH	DEF/OTH	10
ALLERGAN INC	COM	018490102	1930	47873	SH	DEFINED	15
ALLERGAN INC	COM	018490102	13	320	SH	DEFINED	7
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1176	25267	SH	DEFINED	10
ALLIANCE DATA SYSTEMS CORP	COM	018581108	14	300	SH	DEF/OTH	10
ALLIANCE DATA SYSTEMS CORP	COM	018581108	118	2526	SH	DEFINED	15
ALLIED CAP CORP NEW	COM	01903Q108	65	24160	SH	DEFINED	15
ALLSTATE CORP	COM	020002101	485	14807	SH	DEFINED	10
ALLSTATE CORP	COM	020002101	122	3717	SH	DEF/OTH	10
ALLSTATE CORP	COM	020002101	1261	38500	SH	DEFINED	15
ALTERA CORP	COM	021441100	42	2500	SH	DEFINED	10
ALTERA CORP	COM	021441100	10	600	SH	DEF/OTH	10
ALTERA CORP	COM	021441100	790	47284	SH	DEFINED	15
ALTERNATIVE ASSET MGMT ACQU	COM	02149U101	21517	2328712	SH	DEFINED	15
ALTRIA GROUP INC	COM	02209S103	178	11831	SH	DEFINED	10
ALTRIA GROUP INC	COM	02209S103	284	18886	SH	DEF/OTH	10
ALTRIA GROUP INC	COM	02209S103	10203	677489	SH	DEFINED	15
ALTRIA GROUP INC	COM	02209S103	62	4125	SH	DEFINED	7
ALTRIA GROUP INC	COM	02209S103	20	1300	SH	DEFINED	9
ALTUS PHARMACEUTICALS INC	COM	02216N105	27	50000	SH	DEFINED	15
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276109	1578	116800	SH	DEFINED	15
AMAZON COM INC	COM	023135106	50	975	SH	DEFINED	10
AMAZON COM INC	COM	023135106	2834	55262	SH	DEFINED	15
AMAZON COM INC	COM	023135106	51	1000	SH	DEFINED	7
AMAZON COM INC	COM	023135106	233	4537	SH	DEFINED	9
AMBAC FINL GROUP INC	COM	023139108	1	835	SH	DEFINED	10
AMBAC FINL GROUP INC	COM	023139108	0	140	SH	DEF/OTH	10
AMBAC FINL GROUP INC	COM	023139108	13	10200	SH	DEFINED	15
AMEDISYS INC	COM	023436108	1744	42189	SH	DEFINED	9
AMEREN CORP	COM	023608102	22	666	SH	DEFINED	10
AMEREN CORP	COM	023608102	503	15125	SH	DEFINED	15
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	14	450	SH	DEFINED	10
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	1208	38978	SH	DEFINED	15
AMERICAN CAP LTD	COM	02503Y103	3	1000	SH	DEFINED	10
AMERICAN CAP LTD	COM	02503Y103	117	36008	SH	DEFINED	15

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

AMERICAN ELEC PWR INC	COM	025537101	110	3295	SH		DEFINED	10
AMERICAN ELEC PWR INC	COM	025537101	85	2564	SH		DEF/OTH	10
AMERICAN ELEC PWR INC	COM	025537101	965	29000	SH		DEFINED	15
AMERICAN EXPRESS CO	COM	025816109	649	35012	SH		DEFINED	10
AMERICAN EXPRESS CO	COM	025816109	277	14923	SH		DEF/OTH	10
AMERICAN EXPRESS CO	COM	025816109	13756	741554	SH		DEFINED	15
AMERICAN INTL GROUP INC	COM	026874107	9	5604	SH		DEFINED	10
AMERICAN INTL GROUP INC	COM	026874107	56	35889	SH		DEF/OTH	10
AMERICAN INTL GROUP INC	COM	026874107	1512	963054	SH		DEFINED	15
AMERICAN INTL GROUP INC	COM	026874107	10	6300	SH	PUT	DEFINED	7
AMERICAN TOWER CORP	CL A	029912201	663	22606	SH		DEFINED	10
AMERICAN TOWER CORP	CL A	029912201	841	28690	SH		DEFINED	15
AMERICAN TOWER CORP	CL A	029912201	22	741	SH		DEFINED	9
AMERICAN WTR WKS CO INC NEW	COM	030420103	23376	1119521	SH		DEFINED	15
AMERISOURCEBERGEN CORP	COM	03073E105	39	1104	SH		DEFINED	10
AMERISOURCEBERGEN CORP	COM	03073E105	19	523	SH		DEF/OTH	10
AMERISOURCEBERGEN CORP	COM	03073E105	799	22403	SH		DEFINED	15
AMERIPRISE FINL INC	COM	03076C106	138	5920	SH		DEFINED	10
AMERIPRISE FINL INC	COM	03076C106	61	2629	SH		DEF/OTH	10
AMERIPRISE FINL INC	COM	03076C106	410	17547	SH		DEFINED	15
AMGEN INC	COM	031162100	3171	54914	SH		DEFINED	10
AMGEN INC	COM	031162100	199	3440	SH		DEF/OTH	10
AMGEN INC	COM	031162100	5569	96439	SH		DEFINED	15
AMGEN INC	COM	031162100	2166	37509	SH	CALL	DEFINED	7
AMGEN INC	COM	031162100	5429	94017	SH		DEFINED	9
AMGEN INC	COM	031162100	64	1100	SH		DEF/OTH	9
AMPHENOL CORP NEW	CL A	032095101	449	18741	SH		DEFINED	10
AMPHENOL CORP NEW	CL A	032095101	41	1700	SH		DEF/OTH	10
AMPHENOL CORP NEW	CL A	032095101	303	12625	SH		DEFINED	15
AMYLIN PHARMACEUTICALS INC	COM	032346108	535	49285	SH		DEFINED	15
ANADARKO PETE CORP	COM	032511107	287	7442	SH		DEFINED	10
ANADARKO PETE CORP	COM	032511107	59	1536	SH		DEF/OTH	10
ANADARKO PETE CORP	COM	032511107	1678	43525	SH		DEFINED	15
ANADARKO PETE CORP	COM	032511107	5783	150000	SH	PUT	DEFINED	7
ANALOG DEVICES INC	COM	032654105	3	150	SH		DEF/OTH	10
ANALOG DEVICES INC	COM	032654105	11889	625096	SH		DEFINED	15
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	6762	244034	SH		DEFINED	15
AON CORP	COM	037389103	944	20673	SH		DEFINED	10
AON CORP	COM	037389103	114	2500	SH		DEF/OTH	10
AON CORP	COM	037389103	885	19375	SH		DEFINED	15
APACHE CORP	COM	037411105	356	4773	SH		DEFINED	10
APACHE CORP	COM	037411105	136	1830	SH		DEF/OTH	10
APACHE CORP	COM	037411105	1924	25814	SH		DEFINED	15
APARTMENT INVT & MGMT CO	CL A	03748R101	133	11475	SH		DEFINED	15
APOLLO GROUP INC	CL A	037604105	5	70	SH		DEFINED	10
APOLLO GROUP INC	CL A	037604105	6318	82459	SH		DEFINED	15
APOLLO INVT CORP	COM	03761U106	155	16676	SH		DEFINED	15
APPLE INC	COM	037833100	1437	16840	SH		DEFINED	10
APPLE INC	COM	037833100	27	317	SH		DEF/OTH	10
APPLE INC	COM	037833100	11056	129542	SH		DEFINED	15
APPLE INC	COM	037833100	17	200	SH		DEFINED	7
APPLIED MATLS INC	COM	038222105	140	13778	SH		DEFINED	10
APPLIED MATLS INC	COM	038222105	29	2830	SH		DEF/OTH	10
APPLIED MATLS INC	COM	038222105	2832	279598	SH		DEFINED	15
APPLIED MATLS INC	COM	038222105	3	333	SH		DEFINED	7
AQUA AMERICA INC	COM	03836W103	243	11801	SH		DEFINED	10
AQUA AMERICA INC	COM	03836W103	103	5010	SH		DEF/OTH	10
AQUA AMERICA INC	COM	03836W103	16269	790136	SH		DEFINED	15
ARCH COAL INC	COM	039380100	1	84	SH		DEFINED	10
ARCH COAL INC	COM	039380100	826	50708	SH		DEFINED	15
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	3490	141927	SH		DEFINED	15
ARCHER DANIELS MIDLAND CO	COM	039483102	963	33417	SH		DEFINED	10

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

ARCHER DANIELS MIDLAND CO	COM	039483102	81	2800	SH	DEF/OTH	10
ARCHER DANIELS MIDLAND CO	COM	039483102	30286	1050519	SH	DEFINED	15
ARCHER DANIELS MIDLAND CO	COM	039483102	1545	53598	SH	DEFINED	9
ART TECHNOLOGY GROUP INC	COM	04289L107	89	46278	SH	DEFINED	10
ART TECHNOLOGY GROUP INC	COM	04289L107	18	9200	SH	DEF/OTH	10
ART TECHNOLOGY GROUP INC	COM	04289L107	10	4929	SH	DEFINED	15
ARTHROCARE CORP	COM	043136100	117	24569	SH	DEFINED	15
ASIA TIME CORP	COM	04519U109	2456	2885714	SH	DEFINED	15
ASSURANT INC	COM	04621X108	255	8500	SH	DEFINED	15
ASTRAZENECA PLC	SPONSORED ADR	046353108	51	1250	SH	DEFINED	10
ASTRAZENECA PLC	SPONSORED ADR	046353108	209	5088	SH	DEFINED	15
ASYST TECHNOLOGY CORP	COM	04648X107	298	1192941	SH	DEFINED	15
ATLAS ACQUISITION HLDGS CORP	COM	049162100	8330	919400	SH	DEFINED	15
ATEMEL CORP	COM	049513104	2	500	SH	DEFINED	10
ATEMEL CORP	COM	049513104	39	12551	SH	DEFINED	15
AUTODESK INC	COM	052769106	33	1700	SH	DEFINED	10
AUTODESK INC	COM	052769106	319	16250	SH	DEFINED	15
AUTOMATIC DATA PROCESSING IN	COM	053015103	6280	159633	SH	DEFINED	10
AUTOMATIC DATA PROCESSING IN	COM	053015103	763	19404	SH	DEF/OTH	10
AUTOMATIC DATA PROCESSING IN	COM	053015103	1436	36500	SH	DEFINED	15
AUTOZONE INC	COM	053332102	3009	21574	SH	DEFINED	10
AUTOZONE INC	COM	053332102	244	1753	SH	DEF/OTH	10
AUTOZONE INC	COM	053332102	800	5736	SH	DEFINED	15
AVALONBAY CMNTYS INC	COM	053484101	575	9485	SH	DEFINED	15
AVENTINE RENEWABLE ENERGY	COM	05356X403	45	69519	SH	DEFINED	15
AVERY DENNISON CORP	COM	053611109	42	1275	SH	DEFINED	10
AVERY DENNISON CORP	COM	053611109	16	500	SH	DEF/OTH	10
AVERY DENNISON CORP	COM	053611109	250	7625	SH	DEFINED	15
AVON PRODS INC	COM	054303102	461	19200	SH	DEFINED	10
AVON PRODS INC	COM	054303102	63	2620	SH	DEF/OTH	10
AVON PRODS INC	COM	054303102	1713	71284	SH	DEFINED	15
AXA	SPONSORED ADR	054536107	35	1545	SH	DEFINED	10
AXA	SPONSORED ADR	054536107	1000	44500	SH	DEFINED	15
BB&T CORP	COM	054937107	83	3018	SH	DEFINED	10
BB&T CORP	COM	054937107	14	525	SH	DEF/OTH	10
BB&T CORP	COM	054937107	1105	40244	SH	DEFINED	15
BHP BILLITON PLC	SPONSORED ADR	05545E209	1659	43000	SH	DEFINED	15
BJ SVCS CO	COM	055482103	17	1461	SH	DEFINED	10
BJ SVCS CO	COM	055482103	2	210	SH	DEF/OTH	10
BJ SVCS CO	COM	055482103	606	51912	SH	DEFINED	15
BJ SVCS CO	COM	055482103	16	1350	SH	DEFINED	7
BP PLC	SPONSORED ADR	055622104	2804	59982	SH	DEFINED	10
BP PLC	SPONSORED ADR	055622104	1221	26119	SH	DEF/OTH	10
BP PLC	SPONSORED ADR	055622104	5478	117206	SH	DEFINED	15
BP PLC	SPONSORED ADR	055622104	262	5612	SH	DEFINED	9
BPW ACQUISITION CORP	COM	055637102	10551	1176200	SH	DEFINED	15
BPZ RESOURCES INC	COM	055639108	242	37855	SH	DEFINED	15
BMC SOFTWARE INC	COM	055921100	20	750	SH	DEFINED	10
BMC SOFTWARE INC	COM	055921100	363	13500	SH	DEFINED	15
BAKER HUGHES INC	COM	057224107	2256	70350	SH	DEFINED	10
BAKER HUGHES INC	COM	057224107	145	4517	SH	DEF/OTH	10
BAKER HUGHES INC	COM	057224107	2268	70716	SH	DEFINED	15
BAKER HUGHES INC	COM	057224107	6651	207400	SH	PUT	DEFINED 7
BALL CORP	COM	058498106	137	3300	SH	DEFINED	10
BALL CORP	COM	058498106	281	6750	SH	DEFINED	15
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	3271	331385	SH	DEFINED	15
BANCO ITAU HLDG FINANCIERA S	SP ADR 500 PFD	059602201	1454	125320	SH	DEFINED	15
BANCO MACRO SA	SPON ADR B	05961W105	292	26958	SH	DEFINED	15
BANCO SANTANDER SA	ADR	05964H105	37	3950	SH	DEFINED	10
BANCO SANTANDER SA	ADR	05964H105	3200	337180	SH	DEFINED	15
BANK OF AMERICA CORPORATION	COM	060505104	5425	385332	SH	DEFINED	10
BANK OF AMERICA CORPORATION	COM	060505104	950	67451	SH	DEF/OTH	10

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

BANK OF AMERICA CORPORATION	COM		060505104	13627	967815	SH	DEFINED	15
BANK OF AMERICA CORPORATION	COM		060505104	482	34266	SH	DEFINED	9
BANK OF NEW YORK MELLON CORP	COM		064058100	589	20774	SH	DEFINED	10
BANK OF NEW YORK MELLON CORP	COM		064058100	16	565	SH	DEF/OTH	10
BANK OF NEW YORK MELLON CORP	COM		064058100	2334	82375	SH	DEFINED	15
BARD C R INC	COM		067383109	2950	35013	SH	DEFINED	10
BARD C R INC	COM		067383109	337	4004	SH	DEF/OTH	10
BARD C R INC	COM		067383109	600	7125	SH	DEFINED	15
BARCLAYS BK PLC	DJAIG CMDT ETN		06738C778	1459	41459	SH	DEFINED	10
BARCLAYS BK PLC	DJAIG CMDT ETN		06738C778	56	1593	SH	DEFINED	15
BARCLAYS BK PLC	IPMS INDIA ETN		06739F291	9	300	SH	DEFINED	10
BARCLAYS BK PLC	IPMS INDIA ETN		06739F291	9939	314125	SH	DEFINED	15
BARCLAYS BANK PLC	ADR PFD SR 5		06739H362	285	19000	SH	DEFINED	10
BAXTER INTL INC	COM		071813109	629	11744	SH	DEFINED	10
BAXTER INTL INC	COM		071813109	213	3982	SH	DEF/OTH	10
BAXTER INTL INC	COM		071813109	2391	44618	SH	DEFINED	15
BEAZER HOMES USA INC	COM		07556Q105	34	21262	SH	DEFINED	15
BECTON DICKINSON & CO	COM		075887109	5257	76869	SH	DEFINED	10
BECTON DICKINSON & CO	COM		075887109	511	7467	SH	DEF/OTH	10
BECTON DICKINSON & CO	COM		075887109	1197	17500	SH	DEFINED	15
BED BATH & BEYOND INC	COM		075896100	6	225	SH	DEFINED	10
BED BATH & BEYOND INC	COM		075896100	473	18625	SH	DEFINED	15
BELO CORP	COM SER A		080555105	96	61828	SH	DEFINED	10
BELO CORP	COM SER A		080555105	1	521	SH	DEF/OTH	10
BEMIS INC	COM		081437105	71	2987	SH	DEFINED	10
BEMIS INC	COM		081437105	169	7125	SH	DEFINED	15
BERKLEY W R CORP	COM		084423102	931	30029	SH	DEFINED	15
BERKSHIRE HATHAWAY INC DEL	CL A		084670108	10	1	SH	DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL A		084670108	850	85	SH	DEFINED	15
BERKSHIRE HATHAWAY INC DEL	CL B		084670207	887	276	SH	DEFINED	10
BERKSHIRE HATHAWAY INC DEL	CL B		084670207	900	280	SH	DEF/OTH	10
BERKSHIRE HATHAWAY INC DEL	CL B		084670207	1732	539	SH	DEFINED	15
BERKSHIRE HATHAWAY INC DEL	CL B		084670207	161	50	SH	DEFINED	9
BEST BUY INC	COM		086516101	145	5155	SH	DEFINED	10
BEST BUY INC	COM		086516101	23	833	SH	DEF/OTH	10
BEST BUY INC	COM		086516101	1209	42999	SH	DEFINED	15
BIOGEN IDEC INC	COM		09062X103	133	2796	SH	DEFINED	10
BIOGEN IDEC INC	COM		09062X103	5	110	SH	DEF/OTH	10
BIOGEN IDEC INC	COM		09062X103	1743	36605	SH	DEFINED	15
BLACKROCK MUNI 2018 TERM TR	COM		09248C106	488	37630	SH	DEFINED	10
BLACKROCK MUN 2020 TERM TR	COM SHS		09249X109	869	82200	SH	DEFINED	10
BLACKSTONE GROUP L P	COM UNIT LTD		09253U108	69	10558	SH	DEFINED	15
BLOCK H & R INC	COM		093671105	554	24375	SH	DEFINED	15
BOEING CO	COM		097023105	758	17768	SH	DEFINED	10
BOEING CO	COM		097023105	319	7466	SH	DEF/OTH	10
BOEING CO	COM		097023105	12115	283928	SH	DEFINED	15
BOEING CO	COM		097023105	102	2400	SH	DEFINED	7
BOEING CO	COM		097023105	26	600	SH	DEFINED	9
BOSTON PROPERTIES INC	COM		101121101	765	13907	SH	DEFINED	15
BOSTON PPTYS LTD PARTNERSHIP	NOTE	3.750% 5/1	10112RAG9	27431	35000000	SH	DEFINED	15
BOSTON SCIENTIFIC CORP	COM		101137107	1	100	SH	DEFINED	10
BOSTON SCIENTIFIC CORP	COM		101137107	835	107875	SH	DEFINED	15
BRISTOL MYERS SQUIBB CO	COM		110122108	1986	85434	SH	DEFINED	10
BRISTOL MYERS SQUIBB CO	COM		110122108	465	19986	SH	DEF/OTH	10
BRISTOL MYERS SQUIBB CO	COM		110122108	3816	164138	SH	DEFINED	15
BRISTOL MYERS SQUIBB CO	COM		110122108	116	5000	SH	DEFINED	9
BROADCOM CORP	CL A		111320107	662	38991	SH	DEFINED	15
BROADRIDGE FINL SOLUTIONS IN	COM		11133T103	199	15832	SH	DEFINED	10
BROADRIDGE FINL SOLUTIONS IN	COM		11133T103	12	932	SH	DEF/OTH	10
BROWN FORMAN CORP	CL B		115637209	6	125	SH	DEFINED	10
BROWN FORMAN CORP	CL B		115637209	360	7000	SH	DEFINED	15
BURGER KING HLDGS INC	COM		121208201	29	1200	SH	DEFINED	10

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

BURGER KING HLDGS INC	COM	121208201	13	535	SH	DEFINED	15
BURGER KING HLDGS INC	COM	121208201	236	9900	SH	DEFINED	9
BURLINGTON NORTHN SANTA FE C	COM	12189T104	688	9086	SH	DEFINED	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	51	675	SH	DEF/OTH	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	1795	23704	SH	DEFINED	15
CBS CORP NEW	CL B	124857202	8	1004	SH	DEFINED	10
CBS CORP NEW	CL B	124857202	8	942	SH	DEF/OTH	10
CBS CORP NEW	CL B	124857202	726	88621	SH	DEFINED	15
CB RICHARD ELLIS GROUP INC	CL A	12497T101	10	2402	SH	DEFINED	10
CB RICHARD ELLIS GROUP INC	CL A	12497T101	170	39330	SH	DEFINED	15
CF INDS HLDGS INC	COM	125269100	1354	27538	SH	DEFINED	15
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	490	8899	SH	DEFINED	10
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	667	12125	SH	DEFINED	15
CIGNA CORP	COM	125509109	111	6567	SH	DEFINED	10
CIGNA CORP	COM	125509109	8	480	SH	DEF/OTH	10
CIGNA CORP	COM	125509109	333	19750	SH	DEFINED	15
CIT GROUP INC	COM	125581108	1	275	SH	DEFINED	10
CIT GROUP INC	COM	125581108	0	100	SH	DEF/OTH	10
CIT GROUP INC	COM	125581108	181	39875	SH	DEFINED	15
CME GROUP INC	COM	12572Q105	2	10	SH	DEFINED	10
CME GROUP INC	COM	12572Q105	1041	5004	SH	DEFINED	15
CME GROUP INC	COM	12572Q105	4785	22993	SH	DEFINED	9
CMS ENERGY CORP	COM	125896100	164	16250	SH	DEFINED	15
CSX CORP	COM	126408103	36	1100	SH	DEFINED	10
CSX CORP	COM	126408103	52	1600	SH	DEF/OTH	10
CSX CORP	COM	126408103	1142	35165	SH	DEFINED	15
CVS CAREMARK CORPORATION	COM	126650100	4070	141628	SH	DEFINED	10
CVS CAREMARK CORPORATION	COM	126650100	191	6634	SH	DEF/OTH	10
CVS CAREMARK CORPORATION	COM	126650100	2964	103125	SH	DEFINED	15
CVS CAREMARK CORPORATION	COM	126650100	6	200	SH	DEFINED	7
CA INC	COM	12673P105	523	28250	SH	DEFINED	15
CAMECO CORP	COM	13321L108	4689	271800	SH	CALL	DEFINED 7
CAMECO CORP	COM	13321L108	2175	126115	SH	DEFINED	9
CAMECO CORP	COM	13321L108	38	2200	SH	DEF/OTH	9
CAMERON INTERNATIONAL CORP	COM	13342B105	1050	51207	SH	DEFINED	15
CAMPBELL SOUP CO	COM	134429109	125	4150	SH	DEFINED	10
CAMPBELL SOUP CO	COM	134429109	9	300	SH	DEF/OTH	10
CAMPBELL SOUP CO	COM	134429109	443	14750	SH	DEFINED	15
CAMPBELL SOUP CO	COM	134429109	42	1400	SH	DEFINED	9
CAPITAL ONE FINL CORP	COM	14040H105	65	2028	SH	DEFINED	10
CAPITAL ONE FINL CORP	COM	14040H105	6	175	SH	DEF/OTH	10
CAPITAL ONE FINL CORP	COM	14040H105	932	29225	SH	DEFINED	15
CAPITOL ACQUISITION CORP DEL	COM	14055E104	12075	1326974	SH	DEFINED	15
CAPITALSOURCE INC	COM	14055X102	61	13100	SH	DEFINED	9
CAPSTONE TURBINE CORP	COM	14067D102	48	56723	SH	DEFINED	15
CARDINAL HEALTH INC	COM	14149Y108	17	497	SH	DEFINED	10
CARDINAL HEALTH INC	COM	14149Y108	67	1950	SH	DEF/OTH	10
CARDINAL HEALTH INC	COM	14149Y108	892	25875	SH	DEFINED	15
CARDINAL HEALTH INC	COM	14149Y108	29	837	SH	DEFINED	7
CATERPILLAR INC DEL	COM	149123101	2673	59844	SH	DEFINED	10
CATERPILLAR INC DEL	COM	149123101	198	4443	SH	DEF/OTH	10
CATERPILLAR INC DEL	COM	149123101	3264	73080	SH	DEFINED	15
CATERPILLAR INC DEL	COM	149123101	107	2400	SH	DEFINED	9
CELERA CORP	COM	15100E106	637	57236	SH	DEFINED	15
CELGENE CORP	COM	151020104	37	665	SH	DEFINED	10
CELGENE CORP	COM	151020104	4688	84798	SH	DEFINED	15
CEMEX SAB DE CV	SPON ADR NEW	151290889	163	17861	SH	DEFINED	15
CENTERPOINT ENERGY INC	COM	15189T107	1	74	SH	DEFINED	10
CENTERPOINT ENERGY INC	COM	15189T107	312	24750	SH	DEFINED	15
CENTEX CORP	COM	152312104	1365	128263	SH	DEFINED	15
CENTRAIS ELETRICAS BRASILEIR	SPON ADR PFD B	15234Q108	237	22240	SH	DEFINED	15
CENTURYTEL INC	COM	156700106	40	1471	SH	DEFINED	10

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

CENTURYTEL INC	COM	156700106	84	3075	SH	DEF/OTH	10
CENTURYTEL INC	COM	156700106	198	7250	SH	DEFINED	15
CENTURYTEL INC	COM	156700106	13	480	SH	DEFINED	7
CEPHALON INC	COM	156708109	132	1715	SH	DEFINED	10
CEPHALON INC	COM	156708109	15	200	SH	DEF/OTH	10
CEPHALON INC	COM	156708109	1067	13849	SH	DEFINED	15
CERNER CORP	COM	156782104	304	7895	SH	DEFINED	10
CERNER CORP	COM	156782104	15	378	SH	DEFINED	15
CHAMPION ENTERPRISES INC	COM	158496109	272	486323	SH	DEFINED	15
CHARLES RIV LABS INTL INC	COM	159864107	108	4133	SH	DEFINED	10
CHARLES RIV LABS INTL INC	COM	159864107	13	500	SH	DEF/OTH	10
CHARLES RIV LABS INTL INC	COM	159864107	1507	57500	SH	DEFINED	15
CHART INDS INC	COM PAR \$0.01	16115Q308	406	38209	SH	DEFINED	10
CHESAPEAKE ENERGY CORP	COM	165167107	742	45869	SH	DEFINED	15
CHESAPEAKE ENERGY CORP	COM	165167107	58	3600	SH	DEFINED	7
CHEVRON CORP NEW	COM	166764100	10343	139833	SH	DEFINED	10
CHEVRON CORP NEW	COM	166764100	2879	38915	SH	DEF/OTH	10
CHEVRON CORP NEW	COM	166764100	17470	236177	SH	DEFINED	15
CHEVRON CORP NEW	COM	166764100	216	2920	SH	DEFINED	7
CHEVRON CORP NEW	COM	166764100	32	435	SH	DEFINED	9
CHINA ARCHITECTURAL ENGR INC	COM	16937S102	10835	4404516	SH	DEFINED	15
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	2140	46131	SH	DEFINED	15
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	900	19400	SH	DEFINED	9
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	32	625	SH	DEFINED	10
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	13	250	SH	DEF/OTH	10
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	2161	42503	SH	DEFINED	15
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	1424	28000	SH	DEFINED	9
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	18208	294671	SH	DEFINED	15
CHINA HLDGS ACQUISITION CORP	COM	16942N106	6415	720000	SH	DEFINED	15
CHINA UNICOM (HONG KONG) LTD	SPONSORED ADR	16945R104	2457	201387	SH	DEFINED	15
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	894	14427	SH	DEFINED	10
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	12	200	SH	DEF/OTH	10
CHUBB CORP	COM	171232101	355	6965	SH	DEFINED	10
CHUBB CORP	COM	171232101	20	400	SH	DEF/OTH	10
CHUBB CORP	COM	171232101	1346	26387	SH	DEFINED	15
CHURCH & DWIGHT INC	COM	171340102	161	2867	SH	DEFINED	10
CHURCH & DWIGHT INC	COM	171340102	6	100	SH	DEF/OTH	10
CHURCH & DWIGHT INC	COM	171340102	2834	50500	SH	DEFINED	15
CHURCHILL VENTURES LTD	COM	17157P109	6013	738696	SH	DEFINED	15
CIENA CORP	COM NEW	171779309	1568	233977	SH	DEFINED	15
CINCINNATI FINL CORP	COM	172062101	338	11625	SH	DEFINED	15
CISCO SYS INC	COM	17275R102	6371	390832	SH	DEFINED	10
CISCO SYS INC	COM	17275R102	647	39670	SH	DEF/OTH	10
CISCO SYS INC	COM	17275R102	61007	3742736	SH	DEFINED	15
CISCO SYS INC	COM	17275R102	75	4625	SH	DEFINED	7
CISCO SYS INC	COM	17275R102	2553	156646	SH	DEFINED	9
CISCO SYS INC	COM	17275R102	65	4000	SH	DEF/OTH	9
CINTAS CORP	COM	172908105	52	2233	SH	DEFINED	10
CINTAS CORP	COM	172908105	218	9375	SH	DEFINED	15
CITIGROUP INC	COM	172967101	1128	168153	SH	DEFINED	10
CITIGROUP INC	COM	172967101	228	33950	SH	DEF/OTH	10
CITIGROUP INC	COM	172967101	33963	5061552	SH	DEFINED	15
CITIGROUP INC	COM	172967101	10065	1500000	SH	CALL	DEFINED 7
CITIGROUP INC	COM	172967101	13182	1964500	SH	PUT	DEFINED 7
CITIGROUP INC	COM	172967101	109	16173	SH	DEFINED	9
CITRIX SYS INC	COM	177376100	306	13000	SH	DEFINED	15
CLOROX CO DEL	COM	189054109	550	9892	SH	DEFINED	10
CLOROX CO DEL	COM	189054109	49	875	SH	DEF/OTH	10
CLOROX CO DEL	COM	189054109	556	10000	SH	DEFINED	15
CLOROX CO DEL	COM	189054109	83	1500	SH	DEFINED	7
COACH INC	COM	189754104	51	2455	SH	DEFINED	10
COACH INC	COM	189754104	26	1257	SH	DEF/OTH	10

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

COACH INC	COM	189754104	1338	64398	SH	DEFINED	15
COCA COLA CO	COM	191216100	5373	118691	SH	DEFINED	10
COCA COLA CO	COM	191216100	1637	36152	SH	DEF/OTH	10
COCA COLA CO	COM	191216100	15658	345871	SH	DEFINED	15
COCA COLA CO	COM	191216100	68	1500	SH	DEFINED	7
COCA COLA CO	COM	191216100	3859	85248	SH	CALL	DEFINED 7
COCA COLA CO	COM	191216100	202	4460	SH	DEFINED	9
COCA COLA ENTERPRISES INC	COM	191219104	4	370	SH	DEFINED	10
COCA COLA ENTERPRISES INC	COM	191219104	274	22750	SH	DEFINED	15
COEUR D ALENE MINES CORP IDA	COM	192108108	7641	8683384	SH	DEFINED	15
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	107	5919	SH	DEFINED	10
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	4	230	SH	DEF/OTH	10
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	377	20875	SH	DEFINED	15
COHEN & STEERS WRLDWD RLT IN	COM	19248J100	37	10542	SH	DEFINED	10
COLGATE PALMOLIVE CO	COM	194162103	1258	18352	SH	DEFINED	10
COLGATE PALMOLIVE CO	COM	194162103	147	2150	SH	DEF/OTH	10
COLGATE PALMOLIVE CO	COM	194162103	15124	220656	SH	DEFINED	15
COLGATE PALMOLIVE CO	COM	194162103	274	4000	SH	DEFINED	7
COLGATE PALMOLIVE CO	COM	194162103	276	4032	SH	DEFINED	9
COLUMBUS ACQUISITION CORP	COM	198851107	3575	469400	SH	DEFINED	15
COMCAST CORP NEW	CL A	20030N101	126	7445	SH	DEFINED	10
COMCAST CORP NEW	CL A	20030N101	75	4471	SH	DEF/OTH	10
COMCAST CORP NEW	CL A	20030N101	3549	210263	SH	DEFINED	15
COMCAST CORP NEW	CL A	20030N101	495	29303	SH	DEFINED	9
COMERICA INC	COM	200340107	215	10830	SH	DEFINED	15
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	2569	186936	SH	DEFINED	15
COMPANHIA SIDERURGICA NACION	SPONSORED ADR	20440W105	2288	178598	SH	DEFINED	15
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	908	85269	SH	DEFINED	15
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	139	11451	SH	DEFINED	10
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	7	600	SH	DEF/OTH	10
COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	9256	764349	SH	DEFINED	15
COMPANHIA DE SANEAMENTO BASI	SPONSORED ADR	20441A102	10130	418411	SH	DEFINED	15
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	869	19606	SH	DEFINED	15
COMPANIA DE MINAS BUENAVENTU	SPONSORED ADR	204448104	13689	687202	SH	DEFINED	15
COMPANIA DE TELECOMUNICS CHI	SPON ADR NEW	204449300	111	18000	SH	DEFINED	15
COMPUTER SCIENCES CORP	COM	205363104	75	2133	SH	DEFINED	10
COMPUTER SCIENCES CORP	COM	205363104	7	200	SH	DEF/OTH	10
COMPUTER SCIENCES CORP	COM	205363104	436	12396	SH	DEFINED	15
COMPUWARE CORP	COM	205638109	126	18738	SH	DEFINED	15
CONAGRA FOODS INC	COM	205887102	36	2170	SH	DEFINED	10
CONAGRA FOODS INC	COM	205887102	530	32125	SH	DEFINED	15
CONOCOPHILLIPS	COM	20825C104	5116	98762	SH	DEFINED	10
CONOCOPHILLIPS	COM	20825C104	957	18484	SH	DEF/OTH	10
CONOCOPHILLIPS	COM	20825C104	10400	200771	SH	DEFINED	15
CONOCOPHILLIPS	COM	20825C104	20720	400000	SH	CALL	DEFINED 7
CONOCOPHILLIPS	COM	20825C104	6216	120000	SH	PUT	DEFINED 7
CONSOL ENERGY INC	COM	20854P109	4702	164513	SH	DEFINED	15
CONSOLIDATED EDISON INC	COM	209115104	66	1695	SH	DEFINED	10
CONSOLIDATED EDISON INC	COM	209115104	210	5387	SH	DEF/OTH	10
CONSOLIDATED EDISON INC	COM	209115104	764	19625	SH	DEFINED	15
CONSTELLATION BRANDS INC	CL A	21036P108	157	9973	SH	DEFINED	10
CONSTELLATION BRANDS INC	CL A	21036P108	26	1638	SH	DEF/OTH	10
CONSTELLATION BRANDS INC	CL A	21036P108	243	15400	SH	DEFINED	15
CONSTELLATION ENERGY GROUP I	COM	210371100	258	10278	SH	DEFINED	10
CONSTELLATION ENERGY GROUP I	COM	210371100	28	1135	SH	DEF/OTH	10
CONSTELLATION ENERGY GROUP I	COM	210371100	323	12875	SH	DEFINED	15
COPART INC	COM	217204106	738	27124	SH	DEFINED	10
CORN PRODS INTL INC	COM	219023108	5	160	SH	DEFINED	10
CORN PRODS INTL INC	COM	219023108	458	15868	SH	DEFINED	15
CORNING INC	COM	219350105	360	37770	SH	DEFINED	10
CORNING INC	COM	219350105	73	7608	SH	DEF/OTH	10
CORNING INC	COM	219350105	3215	337331	SH	DEFINED	15

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

COSTCO WHSL CORP NEW	COM	22160K105	189	3603	SH	DEFINED	10
COSTCO WHSL CORP NEW	COM	22160K105	16	312	SH	DEF/OTH	10
COSTCO WHSL CORP NEW	COM	22160K105	1654	31500	SH	DEFINED	15
COVANCE INC	COM	222816100	3	59	SH	DEFINED	10
COVANCE INC	COM	222816100	5	100	SH	DEF/OTH	10
COVANCE INC	COM	222816100	317	6877	SH	DEFINED	15
COVANTA HLDG CORP	COM	22282E102	11279	513637	SH	DEFINED	15
COVENTRY HEALTH CARE INC	COM	222862104	176	11814	SH	DEFINED	15
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	7	250	SH	DEFINED	10
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	283	10000	SH	DEFINED	15
CREE INC	COM	225447101	24	1500	SH	DEFINED	10
CREE INC	COM	225447101	138	8725	SH	DEFINED	15
CRESUD S A C I F Y A	SPONSORED ADR	226406106	440	49150	SH	DEFINED	15
CRUCCELL N V	SPONSORED ADR	228769105	152	10000	SH	DEFINED	15
CUMMINS INC	COM	231021106	388	14500	SH	DEFINED	15
D R HORTON INC	COM	23331A109	2	250	SH	DEFINED	10
D R HORTON INC	COM	23331A109	2155	304826	SH	DEFINED	15
DST SYS INC DEL	COM	233326107	290	7646	SH	DEFINED	10
DST SYS INC DEL	COM	233326107	32	850	SH	DEF/OTH	10
DTE ENERGY CO	COM	233331107	49	1378	SH	DEFINED	10
DTE ENERGY CO	COM	233331107	21	600	SH	DEF/OTH	10
DTE ENERGY CO	COM	233331107	419	11750	SH	DEFINED	15
DANAHER CORP DEL	COM	235851102	351	6195	SH	DEFINED	10
DANAHER CORP DEL	COM	235851102	116	2042	SH	DEF/OTH	10
DANAHER CORP DEL	COM	235851102	1221	21576	SH	DEFINED	15
DANAHER CORP DEL	COM	235851102	568	10041	SH	DEFINED	9
DARDEN RESTAURANTS INC	COM	237194105	92	3278	SH	DEFINED	10
DARDEN RESTAURANTS INC	COM	237194105	101	3600	SH	DEF/OTH	10
DARDEN RESTAURANTS INC	COM	237194105	282	10000	SH	DEFINED	15
DARLING INTL INC	COM	237266101	94	17193	SH	DEFINED	15
DAVITA INC	COM	23918K108	372	7500	SH	DEFINED	15
DEAN FOODS CO NEW	COM	242370104	2	138	SH	DEFINED	10
DEAN FOODS CO NEW	COM	242370104	198	11000	SH	DEFINED	15
DEERE & CO	COM	244199105	410	10700	SH	DEFINED	10
DEERE & CO	COM	244199105	72	1880	SH	DEF/OTH	10
DEERE & CO	COM	244199105	5253	137093	SH	DEFINED	15
DEERE & CO	COM	244199105	8	210	SH	DEFINED	7
DEKANIA CORP	COM	24488U104	3848	389834	SH	DEFINED	15
DEL MONTE FOODS CO	COM	24522P103	2	310	SH	DEFINED	10
DEL MONTE FOODS CO	COM	24522P103	324	45313	SH	DEFINED	15
DELL INC	COM	24702R101	45	4382	SH	DEFINED	10
DELL INC	COM	24702R101	10	1000	SH	DEF/OTH	10
DELL INC	COM	24702R101	7366	719327	SH	DEFINED	15
DELL INC	COM	24702R101	5	500	SH	DEFINED	9
DENDREON CORP	COM	24823Q107	169	37000	SH	DEFINED	15
DENTSPLY INTL INC NEW	COM	249030107	3895	137919	SH	DEFINED	10
DENTSPLY INTL INC NEW	COM	249030107	390	13803	SH	DEF/OTH	10
DENTSPLY INTL INC NEW	COM	249030107	304	10750	SH	DEFINED	15
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	1	133	SH	DEFINED	10
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	73	14901	SH	DEFINED	15
DEVON ENERGY CORP NEW	COM	25179M103	1189	18097	SH	DEFINED	10
DEVON ENERGY CORP NEW	COM	25179M103	45	678	SH	DEF/OTH	10
DEVON ENERGY CORP NEW	COM	25179M103	2897	44094	SH	DEFINED	15
DIAGEO P L C	SPON ADR NEW	25243Q205	85	1503	SH	DEFINED	10
DIAGEO P L C	SPON ADR NEW	25243Q205	867	15281	SH	DEFINED	15
DIAMONDS TR	UNIT SER 1	252787106	5839	66712	SH	DEFINED	10
DIAMONDS TR	UNIT SER 1	252787106	256	2924	SH	DEF/OTH	10
DIGITAL RLTY TR INC	COM	253868103	305	9273	SH	DEFINED	15
DIRECTV GROUP INC	COM	25459L106	6	246	SH	DEFINED	10
DIRECTV GROUP INC	COM	25459L106	1	49	SH	DEF/OTH	10
DIRECTV GROUP INC	COM	25459L106	899	39250	SH	DEFINED	15
DISNEY WALT CO	COM DISNEY	254687106	4684	206449	SH	DEFINED	10

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

DISNEY WALT CO	COM DISNEY	254687106	394	17386	SH	DEF/OTH	10
DISNEY WALT CO	COM DISNEY	254687106	6420	282939	SH	DEFINED	15
DISCOVER FINL SVCS	COM	254709108	47	4938	SH	DEFINED	10
DISCOVER FINL SVCS	COM	254709108	2	178	SH	DEF/OTH	10
DISCOVER FINL SVCS	COM	254709108	429	44982	SH	DEFINED	15
DISH NETWORK CORP	CL A	25470M109	44	4000	SH	DEF/OTH	10
DISH NETWORK CORP	CL A	25470M109	431	38870	SH	DEFINED	15
DR REDDYS LABS LTD	ADR	256135203	1866	190394	SH	DEFINED	15
DOMINION RES INC VA NEW	COM	25746U109	2404	67071	SH	DEFINED	10
DOMINION RES INC VA NEW	COM	25746U109	349	9731	SH	DEF/OTH	10
DOMINION RES INC VA NEW	COM	25746U109	1497	41758	SH	DEFINED	15
DONNELLEY R R & SONS CO	COM	257867101	90	6661	SH	DEFINED	10
DONNELLEY R R & SONS CO	COM	257867101	60	4400	SH	DEF/OTH	10
DONNELLEY R R & SONS CO	COM	257867101	204	15050	SH	DEFINED	15
DOVER CORP	COM	260003108	533	16190	SH	DEFINED	10
DOVER CORP	COM	260003108	440	13375	SH	DEFINED	15
DOVER CORP	COM	260003108	1514	46000	SH	DEFINED	7
DOW CHEM CO	COM	260543103	527	34919	SH	DEFINED	10
DOW CHEM CO	COM	260543103	71	4681	SH	DEF/OTH	10
DOW CHEM CO	COM	260543103	1681	111386	SH	DEFINED	15
DOW CHEM CO	COM	260543103	661	43800	SH	DEFINED	7
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	383	23567	SH	DEFINED	15
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	42	2564	SH	DEFINED	7
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	69	4222	SH	DEF/OTH	7
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	244	15040	SH	DEFINED	9
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	34	2110	SH	DEF/OTH	9
DU PONT E I DE NEMOURS & CO	COM	263534109	1210	47828	SH	DEFINED	10
DU PONT E I DE NEMOURS & CO	COM	263534109	362	14325	SH	DEF/OTH	10
DU PONT E I DE NEMOURS & CO	COM	263534109	3429	135528	SH	DEFINED	15
DUKE REALTY CORP	COM NEW	264411505	121	11032	SH	DEFINED	15
DUKE ENERGY CORP NEW	COM	26441C105	532	35439	SH	DEFINED	10
DUKE ENERGY CORP NEW	COM	26441C105	158	10501	SH	DEF/OTH	10
DUKE ENERGY CORP NEW	COM	26441C105	132955	8857765	SH	DEFINED	15
DUKE ENERGY CORP NEW	COM	26441C105	75	5000	SH	DEFINED	9
DUN & BRADSTREET CORP DEL NE	COM	26483E100	249	3220	SH	DEFINED	10
DUN & BRADSTREET CORP DEL NE	COM	26483E100	8	100	SH	DEF/OTH	10
DUN & BRADSTREET CORP DEL NE	COM	26483E100	1328	17196	SH	DEFINED	15
DYCOM INDS INC	COM	267475101	111	13550	SH	DEFINED	10
DYNEGY INC DEL	CL A	26817G102	73	36375	SH	DEFINED	15
E M C CORP MASS	COM	268648102	224	21400	SH	DEFINED	10
E M C CORP MASS	COM	268648102	17	1625	SH	DEF/OTH	10
E M C CORP MASS	COM	268648102	4628	442033	SH	DEFINED	15
E M C CORP MASS	COM	268648102	6	575	SH	DEFINED	9
ENSCO INTL INC	COM	26874Q100	101	3549	SH	DEFINED	10
ENSCO INTL INC	COM	26874Q100	996	35098	SH	DEFINED	15
EOG RES INC	COM	26875P101	270	4058	SH	DEFINED	10
EOG RES INC	COM	26875P101	1456	21861	SH	DEFINED	15
E TRADE FINANCIAL CORP	COM	269246104	68	59173	SH	DEFINED	15
EAST WEST BANCORP INC	COM	27579R104	310	19400	SH	DEFINED	15
EASTMAN CHEM CO	COM	277432100	20	630	SH	DEFINED	10
EASTMAN CHEM CO	COM	277432100	16	500	SH	DEF/OTH	10
EASTMAN CHEM CO	COM	277432100	166	5250	SH	DEFINED	15
EASTMAN KODAK CO	COM	277461109	4	650	SH	DEFINED	10
EASTMAN KODAK CO	COM	277461109	127	19250	SH	DEFINED	15
EATON CORP	COM	278058102	474	9527	SH	DEFINED	10
EATON CORP	COM	278058102	30	600	SH	DEF/OTH	10
EATON CORP	COM	278058102	690	13875	SH	DEFINED	15
EBAY INC	COM	278642103	15	1040	SH	DEFINED	10
EBAY INC	COM	278642103	1724	123490	SH	DEFINED	15
EBAY INC	COM	278642103	24	1750	SH	DEFINED	9
ECHELON CORP	COM	27874N105	106	12982	SH	DEFINED	15
ECOLAB INC	COM	278865100	5107	145300	SH	DEFINED	10

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

ECOLAB INC	COM	278865100	437	12428	SH	DEF/OTH	10
ECOLAB INC	COM	278865100	422	12000	SH	DEFINED	15
EDISON INTL	COM	281020107	70	2173	SH	DEFINED	10
EDISON INTL	COM	281020107	3	105	SH	DEF/OTH	10
EDISON INTL	COM	281020107	11190	348375	SH	DEFINED	15
EL PASO CORP	COM	28336L109	2	222	SH	DEFINED	10
EL PASO CORP	COM	28336L109	3	369	SH	DEF/OTH	10
EL PASO CORP	COM	28336L109	895	114282	SH	DEFINED	15
ELECTRONIC ARTS INC	COM	285512109	8	525	SH	DEFINED	10
ELECTRONIC ARTS INC	COM	285512109	395	24642	SH	DEFINED	15
EMBARQ CORP	COM	29078E105	1	33	SH	DEFINED	10
EMBARQ CORP	COM	29078E105	5	147	SH	DEF/OTH	10
EMBARQ CORP	COM	29078E105	21950	610412	SH	DEFINED	15
EMBARQ CORP	COM	29078E105	4	104	SH	DEFINED	7
EMERSON ELEC CO	COM	291011104	4958	135435	SH	DEFINED	10
EMERSON ELEC CO	COM	291011104	307	8375	SH	DEF/OTH	10
EMERSON ELEC CO	COM	291011104	2018	55125	SH	DEFINED	15
EMPRESA NACIONAL DE ELCTRCID	SPONSORED ADR	29244T101	350	10455	SH	DEFINED	15
ENCANA CORP	COM	292505104	18	394	SH	DEFINED	10
ENCANA CORP	COM	292505104	342	7360	SH	DEF/OTH	10
ENCANA CORP	COM	292505104	31	663	SH	DEFINED	9
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	909	35132	SH	DEFINED	15
ENERGY CONVERSION DEVICES IN	COM	292659109	4107	162909	SH	DEFINED	15
ENERGIZER HLDGS INC	COM	29266R108	314	5793	SH	DEFINED	10
ENERGIZER HLDGS INC	COM	29266R108	67	1242	SH	DEF/OTH	10
ENERSIS S A	SPONSORED ADR	29274F104	336	26338	SH	DEFINED	15
ENERNOC INC	COM	292764107	127	17085	SH	DEFINED	15
ENTERGY CORP NEW	COM	29364G103	1617	19452	SH	DEFINED	10
ENTERGY CORP NEW	COM	29364G103	87	1050	SH	DEF/OTH	10
ENTERGY CORP NEW	COM	29364G103	1133	13625	SH	DEFINED	15
ENTERGY CORP NEW	COM	29364G103	37	443	SH	DEFINED	7
ENTERPRISE ACQUISITION CORP	COM	29365R108	11413	1244600	SH	DEFINED	15
ENTERPRISE PRODS PARTNERS L	COM	293792107	460	22214	SH	DEFINED	15
ENTERTAINMENT PPTYS TR	PFD C CNV 5.75%	29380T402	3918	307300	SH	DEFINED	15
EQUIFAX INC	COM	294429105	34	1300	SH	DEFINED	10
EQUIFAX INC	COM	294429105	242	9125	SH	DEFINED	15
EQUITABLE RES INC	COM	294549100	1147	34183	SH	DEFINED	10
EQUITABLE RES INC	COM	294549100	91	2700	SH	DEF/OTH	10
EQUITABLE RES INC	COM	294549100	315	9375	SH	DEFINED	15
EQUITY RESIDENTIAL	SH BEN INT	29476L107	21	700	SH	DEF/OTH	10
EQUITY RESIDENTIAL	SH BEN INT	29476L107	1095	36736	SH	DEFINED	15
ERICSSON L M TEL CO	ADR B SEK 10	294821608	781	100000	SH	DEFINED	15
ERICSSON L M TEL CO	ADR B SEK 10	294821608	9	1200	SH	DEFINED	9
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	33	531	SH	DEFINED	10
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	3648	57920	SH	DEFINED	15
EVERGREEN ENERGY INC	COM	30024B104	21	76091	SH	DEFINED	15
EVERGREEN SOLAR INC	COM	30033R108	74	23126	SH	DEFINED	15
EVOTEC AG	SPONSORED ADS	30050E105	33	16076	SH	DEFINED	15
EXELON CORP	COM	30161N101	4142	74480	SH	DEFINED	10
EXELON CORP	COM	30161N101	331	5946	SH	DEF/OTH	10
EXELON CORP	COM	30161N101	3857	69354	SH	DEFINED	15
EXELON CORP	COM	30161N101	1505	27065	SH	DEFINED	9
EXPEDIA INC DEL	COM	30212P105	172	20903	SH	DEFINED	15
EXPEDITORS INTL WASH INC	COM	302130109	315	9460	SH	DEFINED	10
EXPEDITORS INTL WASH INC	COM	302130109	507	15250	SH	DEFINED	15
EXPRESS SCRIPTS INC	COM	302182100	459	8354	SH	DEFINED	10
EXPRESS SCRIPTS INC	COM	302182100	13	240	SH	DEF/OTH	10
EXPRESS SCRIPTS INC	COM	302182100	2076	37751	SH	DEFINED	15
EXXON MOBIL CORP	COM	30231G102	31613	396008	SH	DEFINED	10
EXXON MOBIL CORP	COM	30231G102	10175	127464	SH	DEF/OTH	10
EXXON MOBIL CORP	COM	30231G102	57186	716351	SH	DEFINED	15
EXXON MOBIL CORP	COM	30231G102	342	4289	SH	DEFINED	7

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

EXXON MOBIL CORP	COM	30231G102	1880	23544	SH	DEFINED	9
FLIR SYS INC	COM	302445101	805	26230	SH	DEFINED	10
FLIR SYS INC	COM	302445101	359	11710	SH	DEFINED	15
FLIR SYS INC	COM	302445101	70	2270	SH	DEFINED	7
F M C CORP	COM NEW	302491303	299	6683	SH	DEFINED	10
F M C CORP	COM NEW	302491303	6	133	SH	DEF/OTH	10
FMC TECHNOLOGIES INC	COM	30249U101	228	9574	SH	DEFINED	15
FPL GROUP INC	COM	302571104	5448	108253	SH	DEFINED	10
FPL GROUP INC	COM	302571104	686	13622	SH	DEF/OTH	10
FPL GROUP INC	COM	302571104	1534	30471	SH	DEFINED	15
FAMILY DLR STORES INC	COM	307000109	1125	43166	SH	DEFINED	10
FAMILY DLR STORES INC	COM	307000109	55	2125	SH	DEF/OTH	10
FAMILY DLR STORES INC	COM	307000109	281	10781	SH	DEFINED	15
FASTENAL CO	COM	311900104	5	150	SH	DEFINED	10
FASTENAL CO	COM	311900104	7	200	SH	DEF/OTH	10
FASTENAL CO	COM	311900104	322	9250	SH	DEFINED	15
FEDERAL HOME LN MTG CORP	COM	313400301	80	109743	SH	DEFINED	15
FEDERAL NATL MTG ASSN	COM	313586109	0	1	SH	DEFINED	10
FEDERAL NATL MTG ASSN	COM	313586109	125	164708	SH	DEFINED	15
FEDEX CORP	COM	31428X106	1204	18768	SH	DEFINED	10
FEDEX CORP	COM	31428X106	44	680	SH	DEF/OTH	10
FEDEX CORP	COM	31428X106	1500	23375	SH	DEFINED	15
FIDELITY NATL INFORMATION SV	COM	31620M106	7	400	SH	DEFINED	10
FIDELITY NATL INFORMATION SV	COM	31620M106	222	13625	SH	DEFINED	15
FIDELITY NATIONAL FINANCIAL	CL A	31620R105	1799	101360	SH	DEFINED	15
FIFTH THIRD BANCORP	COM	316773100	2	200	SH	DEFINED	10
FIFTH THIRD BANCORP	COM	316773100	345	41804	SH	DEFINED	15
FIRST HORIZON NATL CORP	COM	320517105	22	2099	SH	DEFINED	10
FIRST HORIZON NATL CORP	COM	320517105	156	14750	SH	DEFINED	15
FIRST SOLAR INC	COM	336433107	37399	271084	SH	DEFINED	15
FISERV INC	COM	337738108	2906	79911	SH	DEFINED	10
FISERV INC	COM	337738108	127	3488	SH	DEF/OTH	10
FISERV INC	COM	337738108	418	11500	SH	DEFINED	15
FIRSTENERGY CORP	COM	337932107	113	2334	SH	DEFINED	10
FIRSTENERGY CORP	COM	337932107	24	500	SH	DEF/OTH	10
FIRSTENERGY CORP	COM	337932107	4173	85907	SH	DEFINED	15
FLUOR CORP NEW	COM	343412102	2959	65938	SH	DEFINED	10
FLUOR CORP NEW	COM	343412102	230	5130	SH	DEF/OTH	10
FLUOR CORP NEW	COM	343412102	1200	26739	SH	DEFINED	15
FLUOR CORP NEW	COM	343412102	1997	44517	SH	DEFINED	9
FLUOR CORP NEW	COM	343412102	54	1200	SH	DEF/OTH	9
FLOWSERVE CORP	COM	34354P105	206	4000	SH	DEFINED	15
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	612	67352	SH	DEFINED	15
FORD MTR CO DEL	COM PAR \$0.01	345370860	685	299027	SH	DEFINED	15
FOREST LABS INC	COM	345838106	25	1000	SH	DEFINED	10
FOREST LABS INC	COM	345838106	3598	141251	SH	DEFINED	15
FORTRESS INVESTMENT GROUP LL	CL A	34958B106	29	28600	SH	DEFINED	15
FORTUNE BRANDS INC	COM	349631101	197	4767	SH	DEFINED	10
FORTUNE BRANDS INC	COM	349631101	95	2300	SH	DEF/OTH	10
FORTUNE BRANDS INC	COM	349631101	444	10750	SH	DEFINED	15
FRANKLIN RES INC	COM	354613101	369	5789	SH	DEFINED	10
FRANKLIN RES INC	COM	354613101	18	280	SH	DEF/OTH	10
FRANKLIN RES INC	COM	354613101	694	10875	SH	DEFINED	15
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	105	4297	SH	DEFINED	10
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	56	2309	SH	DEF/OTH	10
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	2133	87286	SH	DEFINED	15
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	12	500	SH	PUT	DEFINED 7
FRONTIER COMMUNICATIONS CORP	COM	35906A108	196	22375	SH	DEFINED	15
FUEL TECH INC	COM	359523107	106	10000	SH	DEFINED	9
FUELCELL ENERGY INC	COM	35952H106	134	34438	SH	DEFINED	15
GATX CORP	COM	361448103	6	200	SH	DEFINED	10
GATX CORP	COM	361448103	809	26108	SH	DEFINED	15

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

GHL ACQUISITION CORP	COM	36172H108	5426	602900	SH	DEFINED	15	
GAMESTOP CORP NEW	CL A	36467W109	346	15954	SH	DEFINED	10	
GAMESTOP CORP NEW	CL A	36467W109	8	380	SH	DEF/OTH	10	
GAMESTOP CORP NEW	CL A	36467W109	255	11750	SH	DEFINED	15	
GANNETT INC	COM	364730101	10	1200	SH	DEFINED	10	
GANNETT INC	COM	364730101	4951	618819	SH	DEFINED	15	
GAP INC DEL	COM	364760108	13	990	SH	DEFINED	10	
GAP INC DEL	COM	364760108	17	1250	SH	DEF/OTH	10	
GAP INC DEL	COM	364760108	449	33500	SH	DEFINED	15	
GENENTECH INC	COM NEW	368710406	62	753	SH	DEFINED	10	
GENENTECH INC	COM NEW	368710406	31	370	SH	DEF/OTH	10	
GENENTECH INC	COM NEW	368710406	1360	16398	SH	DEFINED	15	
GENENTECH INC	COM NEW	368710406	912	11000	SH	DEFINED	7	
GENENTECH INC	COM NEW	368710406	43	513	SH	DEFINED	9	
GENERAL DYNAMICS CORP	COM	369550108	343	5957	SH	DEFINED	10	
GENERAL DYNAMICS CORP	COM	369550108	292	5066	SH	DEF/OTH	10	
GENERAL DYNAMICS CORP	COM	369550108	2524	43829	SH	DEFINED	15	
GENERAL ELECTRIC CO	COM	369604103	10655	657727	SH	DEFINED	10	
GENERAL ELECTRIC CO	COM	369604103	3602	222333	SH	DEF/OTH	10	
GENERAL ELECTRIC CO	COM	369604103	24339	1502396	SH	DEFINED	15	
GENERAL ELECTRIC CO	COM	369604103	232	14330	SH	DEFINED	7	
GENERAL ELECTRIC CO	COM	369604103	23328	1440000	SH	PUT	DEFINED	7
GENERAL ELECTRIC CO	COM	369604103	1505	92930	SH	DEFINED	9	
GENERAL ELECTRIC CO	COM	369604103	95	5850	SH	DEF/OTH	9	
GENERAL GROWTH PPTYS INC	COM	370021107	1	500	SH	DEFINED	10	
GENERAL GROWTH PPTYS INC	COM	370021107	19	14913	SH	DEFINED	15	
GENERAL MLS INC	COM	370334104	5727	94271	SH	DEFINED	10	
GENERAL MLS INC	COM	370334104	496	8163	SH	DEF/OTH	10	
GENERAL MLS INC	COM	370334104	1537	25300	SH	DEFINED	15	
GENERAL MTRS CORP	COM	370442105	1	225	SH	DEFINED	10	
GENERAL MTRS CORP	COM	370442105	326	101840	SH	DEFINED	15	
GENUINE PARTS CO	COM	372460105	28	750	SH	DEFINED	10	
GENUINE PARTS CO	COM	372460105	71	1875	SH	DEF/OTH	10	
GENUINE PARTS CO	COM	372460105	435	11500	SH	DEFINED	15	
GENWORTH FINL INC	COM CL A	37247D106	88	31125	SH	DEFINED	15	
GENZYME CORP	COM	372917104	3066	46197	SH	DEFINED	10	
GENZYME CORP	COM	372917104	258	3893	SH	DEF/OTH	10	
GENZYME CORP	COM	372917104	2554	38476	SH	DEFINED	15	
GERDAU S A	SPONSORED ADR	373737105	2135	323520	SH	DEFINED	15	
GILEAD SCIENCES INC	COM	375558103	1770	34606	SH	DEFINED	10	
GILEAD SCIENCES INC	COM	375558103	224	4385	SH	DEF/OTH	10	
GILEAD SCIENCES INC	COM	375558103	17785	347778	SH	DEFINED	15	
GILEAD SCIENCES INC	COM	375558103	4693	91771	SH	DEFINED	9	
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	196	5250	SH	DEFINED	10	
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	220	5900	SH	DEF/OTH	10	
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	7379	197977	SH	DEFINED	15	
GLOBAL BRANDS ACQUISITION CO	COM	378982102	11542	1257310	SH	DEFINED	15	
GLOBAL CONSUMER ACQST CORP	COM	378983100	8353	915436	SH	DEFINED	15	
GLOBAL INDS LTD	COM	379336100	39	11233	SH	DEFINED	15	
GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	139	32935	SH	DEFINED	15	
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	7883	793836	SH	DEFINED	15	
GOLDCORP INC NEW	COM	380956409	2538	80500	SH	DEFINED	9	
GOLDEN POND HEALTHCARE INC	COM	38116J109	6952	961555	SH	DEFINED	15	
GOLDMAN SACHS GROUP INC	COM	38141G104	1846	21870	SH	DEFINED	10	
GOLDMAN SACHS GROUP INC	COM	38141G104	201	2381	SH	DEF/OTH	10	
GOLDMAN SACHS GROUP INC	COM	38141G104	3848	45602	SH	DEFINED	15	
GOLDMAN SACHS GROUP INC	COM	38141G104	127	1503	SH	DEFINED	9	
GOODRICH CORP	COM	382388106	3148	85043	SH	DEFINED	10	
GOODRICH CORP	COM	382388106	74	2000	SH	DEF/OTH	10	
GOODRICH CORP	COM	382388106	385	10403	SH	DEFINED	15	
GOODYEAR TIRE & RUBR CO	COM	382550101	58	9713	SH	DEFINED	10	
GOODYEAR TIRE & RUBR CO	COM	382550101	4	600	SH	DEF/OTH	10	

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

GOODYEAR TIRE & RUBR CO	COM	382550101	121	20252	SH	DEFINED	15
GOOGLE INC	CL A	38259P508	1499	4871	SH	DEFINED	10
GOOGLE INC	CL A	38259P508	62	200	SH	DEF/OTH	10
GOOGLE INC	CL A	38259P508	8283	26924	SH	DEFINED	15
GRAINGER W W INC	COM	384802104	1328	16841	SH	DEFINED	10
GRAINGER W W INC	COM	384802104	99	1250	SH	DEF/OTH	10
GRAINGER W W INC	COM	384802104	365	4625	SH	DEFINED	15
GRUPO FINANCIERO GALICIA S A	SP ADR 10 SH B	399909100	240	106176	SH	DEFINED	15
GSC ACQUISITION COMPANY	COM	40053G106	10658	1133799	SH	DEFINED	15
GUSHAN ENVIRONMENTAL ENRGY L	SPON ADR	40330W106	115	62544	SH	DEFINED	15
HCP INC	COM	40414L109	569	20486	SH	DEFINED	15
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	13773	192952	SH	DEFINED	15
HSBC HLDGS PLC	SPON ADR NEW	404280406	2128	43720	SH	DEFINED	10
HSBC HLDGS PLC	SPON ADR NEW	404280406	31	640	SH	DEF/OTH	10
HSBC HLDGS PLC	SPON ADR NEW	404280406	18561852	38138180	SH	DEFINED	15
HSBC HLDGS PLC	SPON ADR NEW	404280406	10774219	22137290	SH	DEFINED	7
HSBC HLDGS PLC	SPON ADR NEW	404280406	94236	1936214	SH	DEFINED	9
HAEMONETICS CORP	COM	405024100	944	16710	SH	DEFINED	10
HAEMONETICS CORP	COM	405024100	27	475	SH	DEF/OTH	10
HALLIBURTON CO	COM	406216101	203	11170	SH	DEFINED	10
HALLIBURTON CO	COM	406216101	56	3091	SH	DEF/OTH	10
HALLIBURTON CO	COM	406216101	8393	461684	SH	DEFINED	15
HALLIBURTON CO	COM	406216101	1	35	SH	DEFINED	7
HALLIBURTON CO	COM	406216101	1636	90000	SH	CALL DEFINED	7
HANESBRANDS INC	COM	410345102	219	17167	SH	DEFINED	10
HANESBRANDS INC	COM	410345102	12	950	SH	DEF/OTH	10
HANESBRANDS INC	COM	410345102	1365	107050	SH	DEFINED	9
HANOVER INS GROUP INC	COM	410867105	628	14613	SH	DEFINED	10
HANOVER INS GROUP INC	COM	410867105	24	550	SH	DEF/OTH	10
HARBIN ELECTRIC INC	COM	41145W109	291	36430	SH	DEFINED	15
HARLEY DAVIDSON INC	COM	412822108	4	250	SH	DEFINED	10
HARLEY DAVIDSON INC	COM	412822108	737	43403	SH	DEFINED	15
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	7640	696480	SH	DEFINED	15
HARRIS CORP DEL	COM	413875105	1268	33332	SH	DEFINED	10
HARRIS CORP DEL	COM	413875105	38	994	SH	DEF/OTH	10
HARRIS CORP DEL	COM	413875105	366	9625	SH	DEFINED	15
HARTFORD FINL SVCS GROUP INC	COM	416515104	1054	64215	SH	DEFINED	10
HARTFORD FINL SVCS GROUP INC	COM	416515104	2	100	SH	DEF/OTH	10
HARTFORD FINL SVCS GROUP INC	COM	416515104	376	22925	SH	DEFINED	15
HASBRO INC	COM	418056107	16	537	SH	DEFINED	10
HASBRO INC	COM	418056107	44	1500	SH	DEF/OTH	10
HASBRO INC	COM	418056107	259	8875	SH	DEFINED	15
HASBRO INC	COM	418056107	875	30000	SH	DEFINED	9
HEADWATERS INC	COM	42210P102	27	4000	SH	DEFINED	10
HEADWATERS INC	COM	42210P102	94	13933	SH	DEFINED	15
HECLA MNG CO	COM	422704106	8331	2975329	SH	DEFINED	15
HEINZ H J CO	COM	423074103	74	1975	SH	DEFINED	10
HEINZ H J CO	COM	423074103	20	520	SH	DEF/OTH	10
HEINZ H J CO	COM	423074103	1166	30999	SH	DEFINED	15
HEINZ H J CO	COM	423074103	64	1700	SH	DEFINED	9
HELMERICH & PAYNE INC	COM	423452101	593	26051	SH	DEFINED	10
HELMERICH & PAYNE INC	COM	423452101	132	5811	SH	DEFINED	15
HELMERICH & PAYNE INC	COM	423452101	198	8684	SH	DEFINED	9
HERSHEY CO	COM	427866108	457	13158	SH	DEFINED	10
HERSHEY CO	COM	427866108	152	4372	SH	DEF/OTH	10
HERSHEY CO	COM	427866108	485	13975	SH	DEFINED	15
HESS CORP	COM	42809H107	22	418	SH	DEFINED	10
HESS CORP	COM	42809H107	1419	26448	SH	DEFINED	15
HESS CORP	COM	42809H107	64	1200	SH	DEFINED	9
HEWLETT PACKARD CO	COM	428236103	7941	218815	SH	DEFINED	10
HEWLETT PACKARD CO	COM	428236103	1277	35187	SH	DEF/OTH	10
HEWLETT PACKARD CO	COM	428236103	22389	616957	SH	DEFINED	15

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

HEWLETT PACKARD CO	COM	428236103	6048	166667	SH	CALL	DEFINED	7
HEWLETT PACKARD CO	COM	428236103	145	3996	SH		DEFINED	9
HICKS ACQUISITION CO I INC	COM	429086309	25869	2827234	SH		DEFINED	15
HIGHLANDS ACQUISITION CORP	COM	430880104	3360	364425	SH		DEFINED	15
HOLOGIC INC	COM	436440101	544	41635	SH		DEFINED	15
HOLOGIC INC	COM	436440101	1974	151028	SH		DEFINED	9
HOME DEPOT INC	COM	437076102	561	24375	SH		DEFINED	10
HOME DEPOT INC	COM	437076102	79	3450	SH		DEF/OTH	10
HOME DEPOT INC	COM	437076102	10597	460328	SH		DEFINED	15
HOME DEPOT INC	COM	437076102	276	11971	SH		DEFINED	7
HONEYWELL INTL INC	COM	438516106	430	13100	SH		DEFINED	10
HONEYWELL INTL INC	COM	438516106	155	4734	SH		DEF/OTH	10
HONEYWELL INTL INC	COM	438516106	6880	209551	SH		DEFINED	15
HOSPIRA INC	COM	441060100	65	2410	SH		DEFINED	10
HOSPIRA INC	COM	441060100	17	627	SH		DEF/OTH	10
HOSPIRA INC	COM	441060100	742	27676	SH		DEFINED	15
HOST HOTELS & RESORTS INC	COM	44107P104	0	54	SH		DEF/OTH	10
HOST HOTELS & RESORTS INC	COM	44107P104	464	61343	SH		DEFINED	15
HOVNANIAN ENTERPRISES INC	CL A	442487203	162	94200	SH		DEFINED	15
HUDSON CITY BANCORP	COM	443683107	38	2412	SH		DEFINED	10
HUDSON CITY BANCORP	COM	443683107	642	40207	SH		DEFINED	15
HUDSON CITY BANCORP	COM	443683107	45	2832	SH		DEFINED	9
HUMANA INC	COM	444859102	7	200	SH		DEFINED	10
HUMANA INC	COM	444859102	628	16842	SH		DEFINED	15
HUMANA INC	COM	444859102	6870	184273	SH		DEFINED	9
HUMANA INC	COM	444859102	82	2200	SH		DEF/OTH	9
HUMAN GENOME SCIENCES INC	COM	444903108	346	162993	SH		DEFINED	15
HUNTINGTON BANCSHARES INC	COM	446150104	201	26250	SH		DEFINED	15
HUNTSMAN CORP	COM	447011107	1090	317000	SH		DEFINED	15
I-FLOW CORP	COM NEW	449520303	199	41500	SH		DEFINED	10
IMS HEALTH INC	COM	449934108	6	400	SH		DEF/OTH	10
IMS HEALTH INC	COM	449934108	200	13188	SH		DEFINED	15
IRSA INVERSIONES Y REP S A	GLOBL DEP RCPT	450047204	229	52940	SH		DEFINED	15
ITT CORP NEW	COM	450911102	93	2028	SH		DEFINED	10
ITT CORP NEW	COM	450911102	609	13247	SH		DEFINED	15
ICICI BK LTD	ADR	45104G104	2	119	SH		DEFINED	10
ICICI BK LTD	ADR	45104G104	18086	939523	SH		DEFINED	15
IDEATION ACQUISITION CORP	COM	451665103	721	100000	SH		DEFINED	15
ILLINOIS TOOL WKS INC	COM	452308109	291	8311	SH		DEFINED	10
ILLINOIS TOOL WKS INC	COM	452308109	51	1460	SH		DEF/OTH	10
ILLINOIS TOOL WKS INC	COM	452308109	990	28250	SH		DEFINED	15
ILLINOIS TOOL WKS INC	COM	452308109	882	25158	SH		DEFINED	7
ILLUMINA INC	COM	452327109	536	20562	SH		DEFINED	15
IMMUNOGEN INC	COM	45253H101	95	22100	SH		DEFINED	15
INDIA FD INC	COM	454089103	3108	169827	SH		DEFINED	15
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	10659	433822	SH		DEFINED	15
ING GROEP N V	SPONSORED ADR	456837103	2285	205841	SH		DEFINED	15
INTEGRA LIFESCIENCES HLDGS C	COM NEW	457985208	1252	35197	SH		DEFINED	15
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	78	13913	SH		DEFINED	15
INTEL CORP	COM	458140100	5097	347664	SH		DEFINED	10
INTEL CORP	COM	458140100	474	32350	SH		DEF/OTH	10
INTEL CORP	COM	458140100	31929	2177977	SH		DEFINED	15
INTEL CORP	COM	458140100	4710	321285	SH		DEFINED	9
INTEGRYS ENERGY GROUP INC	COM	45822P105	26	600	SH		DEFINED	10
INTEGRYS ENERGY GROUP INC	COM	45822P105	236	5500	SH		DEFINED	15
INTERCONTINENTALEXCHANGE INC	COM	45865V100	547	6630	SH		DEFINED	15
INTERCONTINENTALEXCHANGE INC	COM	45865V100	652	7905	SH		DEFINED	9
INTERMUNE INC	COM	45884X103	443	41837	SH		DEFINED	15
INTERNATIONAL BUSINESS MACHS	COM	459200101	9360	111211	SH		DEFINED	10
INTERNATIONAL BUSINESS MACHS	COM	459200101	1967	23371	SH		DEF/OTH	10
INTERNATIONAL BUSINESS MACHS	COM	459200101	14740	175145	SH		DEFINED	15
INTERNATIONAL BUSINESS MACHS	COM	459200101	81	964	SH		DEFINED	7

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

INTERNATIONAL BUSINESS MACHS	COM	459200101	6312	75000	SH	PUT	DEFINED	7
INTERNATIONAL BUSINESS MACHS	COM	459200101	112	1336	SH		DEFINED	9
INTERNATIONAL GAME TECHNOLOG	COM	459902102	3	220	SH		DEFINED	10
INTERNATIONAL GAME TECHNOLOG	COM	459902102	300	25214	SH		DEFINED	15
INTL PAPER CO	COM	460146103	19	1616	SH		DEFINED	10
INTL PAPER CO	COM	460146103	1	100	SH		DEF/OTH	10
INTL PAPER CO	COM	460146103	363	30750	SH		DEFINED	15
INTERNATIONAL RECTIFIER CORP	COM	460254105	141	10453	SH		DEFINED	15
INTERPUBLIC GROUP COS INC	COM	460690100	0	13	SH		DEFINED	10
INTERPUBLIC GROUP COS INC	COM	460690100	136	34250	SH		DEFINED	15
INTUIT	COM	461202103	1197	50322	SH		DEFINED	10
INTUIT	COM	461202103	64	2670	SH		DEF/OTH	10
INTUIT	COM	461202103	547	23000	SH		DEFINED	15
INTUITIVE SURGICAL INC	COM NEW	46120E602	38	300	SH		DEFINED	10
INTUITIVE SURGICAL INC	COM NEW	46120E602	444	3500	SH		DEFINED	15
IRON MTN INC	COM	462846106	73	2947	SH		DEFINED	10
IRON MTN INC	COM	462846106	132	5325	SH		DEFINED	7
ISHARES COMEX GOLD TR	ISHARES	464285105	7390	85273	SH		DEFINED	10
ISHARES COMEX GOLD TR	ISHARES	464285105	524	6041	SH		DEF/OTH	10
ISHARES INC	MSCI BRAZIL	464286400	785	22444	SH		DEFINED	10
ISHARES INC	MSCI BRAZIL	464286400	96	2756	SH		DEF/OTH	10
ISHARES INC	MSCI BRAZIL	464286400	1734	49556	SH		DEFINED	15
ISHARES INC	MSCI CDA INDEX	464286509	1188	68172	SH		DEFINED	10
ISHARES INC	MSCI CDA INDEX	464286509	169	9696	SH		DEF/OTH	10
ISHARES INC	MSCI CDA INDEX	464286509	374	21473	SH		DEFINED	9
ISHARES INC	MSCI EMU INDEX	464286608	1038	33900	SH		DEFINED	10
ISHARES INC	MSCI EMU INDEX	464286608	101	3290	SH		DEF/OTH	10
ISHARES INC	MSCI EMU INDEX	464286608	1451	47400	SH		DEFINED	9
ISHARES INC	MSCI PAC J IDX	464286665	931	35322	SH		DEFINED	10
ISHARES INC	MSCI PAC J IDX	464286665	219	8312	SH		DEF/OTH	10
ISHARES INC	MSCI PAC J IDX	464286665	4679	177571	SH		DEFINED	9
ISHARES INC	MSCI UTD KINGD	464286699	404	32980	SH		DEFINED	10
ISHARES INC	MSCI UTD KINGD	464286699	26	2120	SH		DEF/OTH	10
ISHARES INC	MSCI UTD KINGD	464286699	654	53350	SH		DEFINED	9
ISHARES INC	MSCI TAIWAN	464286731	1017	133967	SH		DEFINED	10
ISHARES INC	MSCI TAIWAN	464286731	78	10250	SH		DEF/OTH	10
ISHARES INC	MSCI TAIWAN	464286731	38	5000	SH		DEFINED	15
ISHARES INC	MSCI TAIWAN	464286731	774	101997	SH		DEFINED	9
ISHARES INC	MSCI SWITZERLD	464286749	897	48380	SH		DEFINED	10
ISHARES INC	MSCI SWEDEN	464286756	256	16470	SH		DEFINED	10
ISHARES INC	MSCI SWEDEN	464286756	6	400	SH		DEF/OTH	10
ISHARES INC	MSCI S KOREA	464286772	155	5531	SH		DEFINED	10
ISHARES INC	MSCI S KOREA	464286772	134	4800	SH		DEFINED	9
ISHARES INC	MSCI MALAYSIA	464286830	166	22772	SH		DEFINED	10
ISHARES INC	MSCI MALAYSIA	464286830	16	2250	SH		DEF/OTH	10
ISHARES INC	MSCI MALAYSIA	464286830	193	26500	SH		DEFINED	9
ISHARES INC	MSCI JAPAN	464286848	1939	202405	SH		DEFINED	10
ISHARES INC	MSCI JAPAN	464286848	354	36993	SH		DEF/OTH	10
ISHARES INC	MSCI JAPAN	464286848	6569	685690	SH		DEFINED	9
ISHARES TR	S&P 100 IDX FD	464287101	6048	140000	SH		DEFINED	15
ISHARES TR	BARCLYS TIPS BD	464287176	342	3442	SH		DEFINED	10
ISHARES TR	BARCLYS TIPS BD	464287176	39	391	SH		DEF/OTH	10
ISHARES TR	S&P 500 INDEX	464287200	6903	76440	SH		DEFINED	10
ISHARES TR	BARCLYS US AGG B	464287226	2168	20807	SH		DEFINED	10
ISHARES TR	BARCLYS US AGG B	464287226	26	250	SH		DEF/OTH	10
ISHARES TR	MSCI EMERG MKT	464287234	2222	88986	SH		DEFINED	10
ISHARES TR	MSCI EMERG MKT	464287234	378	15157	SH		DEF/OTH	10
ISHARES TR	MSCI EMERG MKT	464287234	1246	49900	SH		DEFINED	15
ISHARES TR	MSCI EMERG MKT	464287234	26306	1053500	SH	CALL	DEFINED	7
ISHARES TR	MSCI EMERG MKT	464287234	52849	2116500	SH	PUT	DEFINED	7
ISHARES TR	MSCI EMERG MKT	464287234	290	11613	SH		DEFINED	9
ISHARES TR	S&P500 GRW	464287309	825	18369	SH		DEFINED	10

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

ISHARES TR	S&P LTN AM 40	464287390	688	27028	SH	DEFINED	15
ISHARES TR	BARCLYS 7-10 YR	464287440	187	1900	SH	DEFINED	10
ISHARES TR	BARCLYS 7-10 YR	464287440	67	678	SH	DEF/OTH	10
ISHARES TR	MSCI EAFE IDX	464287465	14863	331321	SH	DEFINED	10
ISHARES TR	MSCI EAFE IDX	464287465	1983	44201	SH	DEF/OTH	10
ISHARES TR	MSCI EAFE IDX	464287465	249	5557	SH	DEFINED	15
ISHARES TR	RUSSELL MCP VL	464287473	535	18797	SH	DEFINED	10
ISHARES TR	RUSSELL MCP VL	464287473	422	14835	SH	DEF/OTH	10
ISHARES TR	RUSSELL MCP GR	464287481	231	7400	SH	DEFINED	10
ISHARES TR	RUSSELL MIDCAP	464287499	1391	23289	SH	DEFINED	10
ISHARES TR	RUSSELL MIDCAP	464287499	90	1500	SH	DEF/OTH	10
ISHARES TR	S&P MIDCAP 400	464287507	6896	129314	SH	DEFINED	10
ISHARES TR	NASDAQ BIO INDX	464287556	54	762	SH	DEFINED	10
ISHARES TR	NASDAQ BIO INDX	464287556	1290	18159	SH	DEFINED	15
ISHARES TR	RUSSELL1000VAL	464287598	1791	36174	SH	DEFINED	10
ISHARES TR	RUSSELL1000VAL	464287598	340	6871	SH	DEF/OTH	10
ISHARES TR	RUSSELL1000GRW	464287614	32	850	SH	DEFINED	10
ISHARES TR	RUSSELL1000GRW	464287614	20	550	SH	DEF/OTH	10
ISHARES TR	RUSSELL1000GRW	464287614	7716	208200	SH	DEFINED	15
ISHARES TR	RUSSELL 1000	464287622	228	4665	SH	DEFINED	10
ISHARES TR	RUSL 2000 VALU	464287630	2435	49530	SH	DEFINED	10
ISHARES TR	RUSL 2000 VALU	464287630	110	2230	SH	DEF/OTH	10
ISHARES TR	RUSL 2000 GROW	464287648	232	4571	SH	DEFINED	10
ISHARES TR	RUSL 2000 GROW	464287648	18	350	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	2180	44265	SH	DEFINED	10
ISHARES TR	RUSSELL 2000	464287655	252	5120	SH	DEF/OTH	10
ISHARES TR	RUSSELL 2000	464287655	24371	494938	SH	DEFINED	15
ISHARES TR	RUSSELL 2000	464287655	37	759	SH	DEFINED	9
ISHARES TR	RUSSELL 3000	464287689	993	19099	SH	DEFINED	10
ISHARES TR	S&P MIDCP VALU	464287705	496	9863	SH	DEFINED	10
ISHARES TR	DJ US TECH SEC	464287721	101	2850	SH	DEFINED	10
ISHARES TR	DJ US TECH SEC	464287721	3632	102810	SH	DEFINED	9
ISHARES TR	DJ US REAL EST	464287739	27	720	SH	DEFINED	10
ISHARES TR	DJ US REAL EST	464287739	3	92	SH	DEF/OTH	10
ISHARES TR	DJ US REAL EST	464287739	38106	1023542	SH	DEFINED	15
ISHARES TR	S&P SMLCAP 600	464287804	12972	295012	SH	DEFINED	10
ISHARES TR	S&P EURO PLUS	464287861	464	14900	SH	DEFINED	10
ISHARES TR	S&P SMLCP VALU	464287879	883	18166	SH	DEFINED	10
ISHARES TR	S&P GLO INFRAS	464288372	8614	288000	SH	DEFINED	15
ISHARES TR	DJ OIL EQUIP	464288844	1594	60093	SH	DEFINED	10
ISLE OF CAPRI CASINOS INC	COM	464592104	47	14711	SH	DEFINED	15
JA SOLAR HOLDINGS CO LTD	SPON ADR	466090107	3255	744916	SH	DEFINED	15
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	1	250	SH	DEFINED	10
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	57	15750	SH	DEFINED	15
JPMORGAN & CHASE & CO	COM	46625H100	6498	206095	SH	DEFINED	10
JPMORGAN & CHASE & CO	COM	46625H100	1103	34981	SH	DEF/OTH	10
JPMORGAN & CHASE & CO	COM	46625H100	12767	404925	SH	DEFINED	15
JPMORGAN & CHASE & CO	COM	46625H100	6227	197500	SH	PUT	DEFINED 7
JPMORGAN & CHASE & CO	COM	46625H100	1347	42721	SH	DEFINED	9
JMP GROUP INC	COM	46629U107	249	44780	SH	DEFINED	9
JABIL CIRCUIT INC	COM	466313103	2	300	SH	DEFINED	10
JABIL CIRCUIT INC	COM	466313103	102	15125	SH	DEFINED	15
JACOBS ENGR GROUP INC DEL	COM	469814107	2190	45538	SH	DEFINED	10
JACOBS ENGR GROUP INC DEL	COM	469814107	114	2365	SH	DEF/OTH	10
JACOBS ENGR GROUP INC DEL	COM	469814107	761	15818	SH	DEFINED	15
JANUS CAP GROUP INC	COM	47102X105	91	11375	SH	DEFINED	15
JOHNSON & JOHNSON	COM	478160104	12206	204014	SH	DEFINED	10
JOHNSON & JOHNSON	COM	478160104	3086	51575	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM	478160104	13283	222019	SH	DEFINED	15
JOHNSON & JOHNSON	COM	478160104	1212	20260	SH	DEFINED	7
JOHNSON & JOHNSON	COM	478160104	2204	36831	SH	DEFINED	9
JOHNSON CTLS INC	COM	478366107	2880	158601	SH	DEFINED	10

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

JOHNSON CTLS INC	COM	478366107	1207	66458	SH	DEF/OTH	10
JOHNSON CTLS INC	COM	478366107	817	44985	SH	DEFINED	15
JONES APPAREL GROUP INC	COM	480074103	2	350	SH	DEFINED	10
JONES APPAREL GROUP INC	COM	480074103	72	12239	SH	DEFINED	15
JOY GLOBAL INC	COM	481165108	50	2200	SH	DEFINED	10
JOY GLOBAL INC	COM	481165108	171	7472	SH	DEFINED	15
JUNIPER NETWORKS INC	COM	48203R104	18	1025	SH	DEFINED	10
JUNIPER NETWORKS INC	COM	48203R104	693	39586	SH	DEFINED	15
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	374	14259	SH	DEFINED	10
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	17	638	SH	DEF/OTH	10
KB FINANCIAL GROUP INC	SPONSORED ADR	48241A105	1896	72383	SH	DEFINED	9
KBL HEALTHCARE ACQUIS CORP I	COM	48241N107	648	87500	SH	DEFINED	15
KLA-TENCOR CORP	COM	482480100	28	1287	SH	DEFINED	10
KLA-TENCOR CORP	COM	482480100	682	31309	SH	DEFINED	15
KANSAS CITY SOUTHERN	COM NEW	485170302	4	195	SH	DEFINED	10
KANSAS CITY SOUTHERN	COM NEW	485170302	530	27836	SH	DEFINED	15
KB HOME	COM	48666K109	1508	110718	SH	DEFINED	15
KELLOGG CO	COM	487836108	152	3455	SH	DEFINED	10
KELLOGG CO	COM	487836108	9	200	SH	DEF/OTH	10
KELLOGG CO	COM	487836108	839	19125	SH	DEFINED	15
KELLOGG CO	COM	487836108	53	1200	SH	DEFINED	9
KEYCORP NEW	COM	493267108	5	644	SH	DEFINED	10
KEYCORP NEW	COM	493267108	9	1000	SH	DEF/OTH	10
KEYCORP NEW	COM	493267108	308	36167	SH	DEFINED	15
KIMBERLY CLARK CORP	COM	494368103	1047	19850	SH	DEFINED	10
KIMBERLY CLARK CORP	COM	494368103	420	7973	SH	DEF/OTH	10
KIMBERLY CLARK CORP	COM	494368103	1712	32463	SH	DEFINED	15
KIMBERLY CLARK CORP	COM	494368103	200	3800	SH	DEFINED	9
KIMCO REALTY CORP	COM	49446R109	513	28043	SH	DEFINED	15
KING PHARMACEUTICALS INC	COM	495582108	265	24948	SH	DEFINED	15
KINROSS GOLD CORP	COM NO PAR	496902404	3250	176430	SH	DEFINED	9
KINROSS GOLD CORP	COM NO PAR	496902404	70	3800	SH	DEF/OTH	9
KIRBY CORP	COM	497266106	551	20130	SH	DEFINED	15
KOHL'S CORP	COM	500255104	7	200	SH	DEFINED	10
KOHL'S CORP	COM	500255104	7	200	SH	DEF/OTH	10
KOHL'S CORP	COM	500255104	3408	94134	SH	DEFINED	15
KOHL'S CORP	COM	500255104	39	1069	SH	DEFINED	9
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	2	89	SH	DEF/OTH	10
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	38741	1949703	SH	DEFINED	15
KRAFT FOODS INC	CL A	50075N104	481	17932	SH	DEFINED	10
KRAFT FOODS INC	CL A	50075N104	343	12792	SH	DEF/OTH	10
KRAFT FOODS INC	CL A	50075N104	29480	1097963	SH	DEFINED	15
KRAFT FOODS INC	CL A	50075N104	19	720	SH	DEFINED	9
KROGER CO	COM	501044101	3194	120925	SH	DEFINED	10
KROGER CO	COM	501044101	296	11205	SH	DEF/OTH	10
KROGER CO	COM	501044101	1238	46875	SH	DEFINED	15
KROGER CO	COM	501044101	5149	194955	SH	DEFINED	9
KROGER CO	COM	501044101	58	2200	SH	DEF/OTH	9
LDK SOLAR CO LTD	SPONSORED ADR	50183L107	3399	259052	SH	DEFINED	15
LG DISPLAY CO LTD	SPONS ADR REP	50186V102	2015	243400	SH	DEFINED	15
LSI CORPORATION	COM	502161102	1	251	SH	DEFINED	10
LSI CORPORATION	COM	502161102	0	60	SH	DEF/OTH	10
LSI CORPORATION	COM	502161102	179	54336	SH	DEFINED	15
LSI CORPORATION	COM	502161102	0	37	SH	DEFINED	9
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1436	19463	SH	DEFINED	10
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	78	1055	SH	DEF/OTH	10
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	734	9945	SH	DEFINED	15
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	1134	17607	SH	DEFINED	15
LAUDER ESTEE COS INC	CL A	518439104	1272	41073	SH	DEFINED	10
LAUDER ESTEE COS INC	CL A	518439104	70	2270	SH	DEF/OTH	10
LAUDER ESTEE COS INC	CL A	518439104	435	14050	SH	DEFINED	15
LEGGETT & PLATT INC	COM	524660107	1	95	SH	DEFINED	10

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

LEGETT & PLATT INC	COM	524660107	260	17104	SH	DEFINED	15
LEGG MASON INC	COM	524901105	3	121	SH	DEFINED	10
LEGG MASON INC	COM	524901105	225	10250	SH	DEFINED	15
LENDER PROCESSING SVCS INC	COM	52602E102	6	200	SH	DEFINED	10
LENDER PROCESSING SVCS INC	COM	52602E102	516	17537	SH	DEFINED	9
LENNAR CORP	CL A	526057104	1113	128386	SH	DEFINED	15
LENNOX INTL INC	COM	526107107	13	400	SH	DEFINED	10
LENNOX INTL INC	COM	526107107	1108	34300	SH	DEFINED	15
LEUCADIA NATL CORP	COM	527288104	71	3600	SH	DEFINED	10
LEUCADIA NATL CORP	COM	527288104	10	488	SH	DEF/OTH	10
LEUCADIA NATL CORP	COM	527288104	252	12750	SH	DEFINED	15
LIBERTY ACQUISITION HLDGS CO	COM	53015Y107	16174	1951000	SH	DEFINED	15
LIFE TECHNOLOGIES CORP	COM	53217V109	159	6825	SH	DEFINED	10
LIFE TECHNOLOGIES CORP	COM	53217V109	70	3000	SH	DEF/OTH	10
LIFE TECHNOLOGIES CORP	COM	53217V109	792	33984	SH	DEFINED	15
LILLY ELI & CO	COM	532457108	751	18652	SH	DEFINED	10
LILLY ELI & CO	COM	532457108	83	2069	SH	DEF/OTH	10
LILLY ELI & CO	COM	532457108	16591	412003	SH	DEFINED	15
LILLY ELI & CO	COM	532457108	85	2120	SH	DEFINED	7
LIMITED BRANDS INC	COM	532716107	7	672	SH	DEFINED	10
LIMITED BRANDS INC	COM	532716107	5	500	SH	DEF/OTH	10
LIMITED BRANDS INC	COM	532716107	214	21302	SH	DEFINED	15
LINCOLN NATL CORP IND	COM	534187109	199	10573	SH	DEFINED	10
LINCOLN NATL CORP IND	COM	534187109	20	1047	SH	DEF/OTH	10
LINCOLN NATL CORP IND	COM	534187109	346	18375	SH	DEFINED	15
LINEAR TECHNOLOGY CORP	COM	535678106	11	475	SH	DEFINED	10
LINEAR TECHNOLOGY CORP	COM	535678106	1022	46215	SH	DEFINED	15
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	2	300	SH	DEF/OTH	10
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	406	52700	SH	DEFINED	15
LOCKHEED MARTIN CORP	COM	539830109	2197	26130	SH	DEFINED	10
LOCKHEED MARTIN CORP	COM	539830109	129	1535	SH	DEF/OTH	10
LOCKHEED MARTIN CORP	COM	539830109	2062	24529	SH	DEFINED	15
LOEWS CORP	COM	540424108	2	69	SH	DEFINED	10
LOEWS CORP	COM	540424108	935	33100	SH	DEFINED	15
LORILLARD INC	COM	544147101	701	12441	SH	DEFINED	15
LOWES COS INC	COM	548661107	1051	48820	SH	DEFINED	10
LOWES COS INC	COM	548661107	139	6460	SH	DEF/OTH	10
LOWES COS INC	COM	548661107	2265	105250	SH	DEFINED	15
LOWES COS INC	COM	548661107	95	4400	SH	DEFINED	7
M & T BK CORP	COM	55261F104	2	40	SH	DEFINED	10
M & T BK CORP	COM	55261F104	318	5541	SH	DEFINED	15
MBIA INC	COM	55262C100	119	29200	SH	DEFINED	15
MBF HEALTHCARE ACQUISITION C	COM	552650103	7097	889300	SH	DEFINED	15
M D C HLDGS INC	COM	552676108	1269	41869	SH	DEFINED	15
MDU RES GROUP INC	COM	552690109	15	700	SH	DEFINED	10
MDU RES GROUP INC	COM	552690109	252	11700	SH	DEF/OTH	10
MEMC ELECTR MATLS INC	COM	552715104	171	11995	SH	DEFINED	10
MEMC ELECTR MATLS INC	COM	552715104	4553	318806	SH	DEFINED	15
MEMC ELECTR MATLS INC	COM	552715104	29	2000	SH	DEFINED	7
MEMC ELECTR MATLS INC	COM	552715104	408	28550	SH	DEFINED	9
MV OIL TR	TR UNITS	553859109	1402	178603	SH	DEFINED	15
MACYS INC	COM	55616P104	9	852	SH	DEFINED	10
MACYS INC	COM	55616P104	6	600	SH	DEF/OTH	10
MACYS INC	COM	55616P104	313	30250	SH	DEFINED	15
MAHANAGAR TEL NIGAM LTD	SPONS ADR 2001	559778402	361	104463	SH	DEFINED	15
MANITOWOC INC	COM	563571108	198	22907	SH	DEFINED	15
MARATHON OIL CORP	COM	565849106	503	18371	SH	DEFINED	10
MARATHON OIL CORP	COM	565849106	70	2550	SH	DEF/OTH	10
MARATHON OIL CORP	COM	565849106	1602	58549	SH	DEFINED	15
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	424	12500	SH	DEFINED	15
MARSH & MCLENNAN COS INC	COM	571748102	1846	76066	SH	DEFINED	10
MARSH & MCLENNAN COS INC	COM	571748102	111	4576	SH	DEF/OTH	10

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

MARSH & MCLENNAN COS INC	COM	571748102	1049	43228	SH	DEFINED	15
MARSH & MCLENNAN COS INC	COM	571748102	60	2460	SH	DEFINED	9
MARSH & MCLENNAN COS INC	COM	571748102	698	28752	SH	DEF/OTH	9
MARSHALL & ILSLEY CORP NEW	COM	571837103	59	4344	SH	DEFINED	10
MARSHALL & ILSLEY CORP NEW	COM	571837103	11	798	SH	DEF/OTH	10
MARSHALL & ILSLEY CORP NEW	COM	571837103	258	18887	SH	DEFINED	15
MARRIOTT INTL INC NEW	CL A	571903202	129	6624	SH	DEFINED	10
MARRIOTT INTL INC NEW	CL A	571903202	16	800	SH	DEF/OTH	10
MARRIOTT INTL INC NEW	CL A	571903202	562	28888	SH	DEFINED	15
MASCO CORP	COM	574599106	8	750	SH	DEFINED	10
MASCO CORP	COM	574599106	1648	148089	SH	DEFINED	15
MASSEY ENERGY CORP	COM	576206106	5	375	SH	DEF/OTH	10
MASSEY ENERGY CORP	COM	576206106	300	21724	SH	DEFINED	15
MASTERCARD INC	CL A	57636Q104	16010	112011	SH	DEFINED	15
MASTERCARD INC	CL A	57636Q104	242867	1699205	SH	DEFINED	7
MATTEL INC	COM	577081102	17	1033	SH	DEFINED	10
MATTEL INC	COM	577081102	32	1971	SH	DEF/OTH	10
MATTEL INC	COM	577081102	412	25750	SH	DEFINED	15
MCAFEE INC	COM	579064106	3	100	SH	DEFINED	10
MCAFEE INC	COM	579064106	380	11000	SH	DEFINED	15
MCCORMICK & CO INC	COM NON VTG	579780206	1204	37778	SH	DEFINED	10
MCCORMICK & CO INC	COM NON VTG	579780206	133	4182	SH	DEF/OTH	10
MCCORMICK & CO INC	COM NON VTG	579780206	299	9375	SH	DEFINED	15
MCDONALDS CORP	COM	580135101	8708	140028	SH	DEFINED	10
MCDONALDS CORP	COM	580135101	892	14351	SH	DEF/OTH	10
MCDONALDS CORP	COM	580135101	8458	135998	SH	DEFINED	15
MCDONALDS CORP	COM	580135101	100	1600	SH	DEFINED	7
MCDONALDS CORP	COM	580135101	150	2410	SH	DEFINED	9
MCGRAW HILL COS INC	COM	580645109	508	21890	SH	DEFINED	10
MCGRAW HILL COS INC	COM	580645109	137	5887	SH	DEF/OTH	10
MCGRAW HILL COS INC	COM	580645109	931	40154	SH	DEFINED	15
MCKESSON CORP	COM	58155Q103	1097	28335	SH	DEFINED	10
MCKESSON CORP	COM	58155Q103	94	2428	SH	DEF/OTH	10
MCKESSON CORP	COM	58155Q103	806	20816	SH	DEFINED	15
MEADWESTVACO CORP	COM	583334107	137	12250	SH	DEFINED	15
MECHEL OAO	SPONSORED ADR	583840103	133	33253	SH	DEFINED	15
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	938	22389	SH	DEFINED	10
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	363	8668	SH	DEF/OTH	10
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	1501	35813	SH	DEFINED	15
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	18	439	SH	DEFINED	9
MEDIA & ENTMT HOLDINGS INC	COM	58439W108	5239	680350	SH	DEFINED	15
MEDTRONIC INC	COM	585055106	966	30729	SH	DEFINED	10
MEDTRONIC INC	COM	585055106	51	1610	SH	DEF/OTH	10
MEDTRONIC INC	COM	585055106	2607	82979	SH	DEFINED	15
MEDTRONIC INC	COM	585055106	39	1253	SH	DEFINED	9
MEDTRONIC INC	NOTE 1.625% 4/1	585055AM8	13238	1500000	SH	DEFINED	15
MERCER INTL INC	COM	588056101	2159	1124589	SH	DEFINED	7
MERCK & CO INC	COM	589331107	679	22320	SH	DEFINED	10
MERCK & CO INC	COM	589331107	490	16109	SH	DEF/OTH	10
MERCK & CO INC	COM	589331107	23721	780295	SH	DEFINED	15
MERCK & CO INC	COM	589331107	9120	300000	SH	PUT	DEFINED 7
MERCK & CO INC	COM	589331107	7	237	SH	DEFINED	9
MERITAGE HOMES CORP	COM	59001A102	359	29465	SH	DEFINED	15
MERRILL LYNCH & CO INC	COM	590188108	10	835	SH	DEFINED	10
MERRILL LYNCH & CO INC	COM	590188108	4	325	SH	DEF/OTH	10
MERRILL LYNCH & CO INC	COM	590188108	8641	742327	SH	DEFINED	15
MERRILL LYNCH & CO INC	COM	590188108	43	3700	SH	DEFINED	9
METLIFE INC	COM	59156R108	1475	42314	SH	DEFINED	10
METLIFE INC	COM	59156R108	35	990	SH	DEF/OTH	10
METLIFE INC	COM	59156R108	1987	57000	SH	DEFINED	15
MICROSOFT CORP	COM	594918104	7329	377025	SH	DEFINED	10
MICROSOFT CORP	COM	594918104	1134	58321	SH	DEF/OTH	10

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

MICROSOFT CORP	COM	594918104	34489	1774138	SH	DEFINED	15
MICROSOFT CORP	COM	594918104	39	2000	SH	DEFINED	7
MICROSOFT CORP	COM	594918104	3780	194441	SH	DEFINED	9
MICROSOFT CORP	COM	594918104	39	2000	SH	DEF/OTH	9
MICROCHIP TECHNOLOGY INC	COM	595017104	555	28443	SH	DEFINED	10
MICROCHIP TECHNOLOGY INC	COM	595017104	28	1437	SH	DEF/OTH	10
MICROCHIP TECHNOLOGY INC	COM	595017104	284	14530	SH	DEFINED	15
MICRON TECHNOLOGY INC	COM	595112103	16	6000	SH	DEFINED	10
MICRON TECHNOLOGY INC	COM	595112103	6088	2306227	SH	DEFINED	15
MIDCAP SPDR TR	UNIT SER 1	595635103	21283	219050	SH	DEFINED	10
MIDCAP SPDR TR	UNIT SER 1	595635103	1033	10634	SH	DEF/OTH	10
MILLIPORE CORP	COM	601073109	31	600	SH	DEFINED	10
MILLIPORE CORP	COM	601073109	781	15161	SH	DEFINED	15
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	1402	52534	SH	DEFINED	15
MOLECULAR INSIGHT PHARM INC	COM	60852M104	53	12300	SH	DEFINED	15
MOLEX INC	COM	608554101	147	10125	SH	DEFINED	15
MOLSON COORS BREWING CO	CL B	60871R209	1037	21195	SH	DEFINED	10
MOLSON COORS BREWING CO	CL B	60871R209	96	1960	SH	DEF/OTH	10
MOLSON COORS BREWING CO	CL B	60871R209	11125	227414	SH	DEFINED	15
MONOGRAM BIOSCIENCES INC	COM NEW	60975U207	35	13333	SH	DEFINED	10
MONSANTO CO NEW	COM	61166W101	1602	22773	SH	DEFINED	10
MONSANTO CO NEW	COM	61166W101	172	2446	SH	DEF/OTH	10
MONSANTO CO NEW	COM	61166W101	8031	114157	SH	DEFINED	15
MONSANTO CO NEW	COM	61166W101	0	2	SH	DEFINED	9
MONSTER WORLDWIDE INC	COM	611742107	148	12255	SH	DEFINED	15
MOODYS CORP	COM	615369105	16	800	SH	DEFINED	10
MOODYS CORP	COM	615369105	8	400	SH	DEF/OTH	10
MOODYS CORP	COM	615369105	595	29600	SH	DEFINED	15
MOODYS CORP	COM	615369105	28	1400	SH	DEFINED	7
MORGAN STANLEY	COM NEW	617446448	321	20036	SH	DEFINED	10
MORGAN STANLEY	COM NEW	617446448	18	1149	SH	DEF/OTH	10
MORGAN STANLEY	COM NEW	617446448	16551	1031836	SH	DEFINED	15
MORGAN STANLEY	COM NEW	617446448	9624	600000	SH	PUT	DEFINED 7
MOSAIC CO	COM	61945A107	2158	62363	SH	DEFINED	15
MOSAIC CO	COM	61945A107	3707	107146	SH	DEFINED	9
MOTOROLA INC	COM	620076109	112	25246	SH	DEFINED	10
MOTOROLA INC	COM	620076109	7	1500	SH	DEF/OTH	10
MOTOROLA INC	COM	620076109	9135	2062035	SH	DEFINED	15
MOTOROLA INC	COM	620076109	3	660	SH	DEFINED	9
MURPHY OIL CORP	COM	626717102	624	14063	SH	DEFINED	15
MYLAN INC	COM	628530107	19	1950	SH	DEFINED	10
MYLAN INC	COM	628530107	4	400	SH	DEF/OTH	10
MYLAN INC	COM	628530107	1793	181321	SH	DEFINED	15
NCR CORP NEW	COM	62886E108	160	11296	SH	DEFINED	10
NCR CORP NEW	COM	62886E108	27	1938	SH	DEF/OTH	10
NCR CORP NEW	COM	62886E108	27	1910	SH	DEFINED	15
NTR ACQUISITION CO	COM	629415100	10973	1105018	SH	DEFINED	15
NRDC ACQUISITION CORP	COM	62941R102	14630	1588515	SH	DEFINED	15
NVR INC	COM	62944T105	989	2167	SH	DEFINED	15
NYSE EURONEXT	COM	629491101	2001	73086	SH	DEFINED	10
NYSE EURONEXT	COM	629491101	31671	1156718	SH	DEFINED	15
NALCO HOLDING COMPANY	COM	62985Q101	3317	287456	SH	DEFINED	15
NASDAQ OMX GROUP INC	COM	631103108	389	15747	SH	DEFINED	15
NASDAQ OMX GROUP INC	COM	631103108	37	1500	SH	DEFINED	9
NATIONAL BK GREECE S A	ADR PRF SER A	633643507	484	25000	SH	DEFINED	9
NATIONAL CITY CORP	COM	635405103	1	394	SH	DEFINED	10
NATIONAL CITY CORP	COM	635405103	0	75	SH	DEF/OTH	10
NATIONAL CITY CORP	COM	635405103	265	146250	SH	DEFINED	15
NATIONAL FUEL GAS CO N J	COM	636180101	708	22601	SH	DEFINED	10
NATIONAL FUEL GAS CO N J	COM	636180101	32	1025	SH	DEF/OTH	10
NATIONAL FUEL GAS CO N J	COM	636180101	129	4108	SH	DEFINED	15
NATIONAL OILWELL VARCO INC	COM	637071101	1922	78633	SH	DEFINED	15

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

NATIONAL SEMICONDUCTOR CORP	COM	637640103	216	21479	SH	DEFINED	15
NEKTAR THERAPEUTICS	COM	640268108	1085	195096	SH	DEFINED	15
NET SERVICOS DE COMUNICACAO	SPONSD ADR NEW	64109T201	171	29419	SH	DEFINED	15
NETAPP INC	COM	64110D104	353	25248	SH	DEFINED	15
NETFLIX INC	COM	64110L106	238	7968	SH	DEFINED	10
NETFLIX INC	COM	64110L106	62	2081	SH	DEFINED	15
NEW HAMPSHIRE THRIFT BANCSHS	COM	644722100	86	11200	SH	DEFINED	10
NEW YORK CMNTY BANCORP INC	COM	649445103	19	1600	SH	DEFINED	10
NEW YORK CMNTY BANCORP INC	COM	649445103	5	400	SH	DEF/OTH	10
NEW YORK CMNTY BANCORP INC	COM	649445103	427	35720	SH	DEFINED	15
NEWELL RUBBERMAID INC	COM	651229106	54	5500	SH	DEFINED	10
NEWELL RUBBERMAID INC	COM	651229106	2	200	SH	DEF/OTH	10
NEWELL RUBBERMAID INC	COM	651229106	194	19875	SH	DEFINED	15
NEWMONT MINING CORP	COM	651639106	132	3240	SH	DEFINED	10
NEWMONT MINING CORP	COM	651639106	26308	646386	SH	DEFINED	15
NEWMONT MINING CORP	COM	651639106	3108	76365	SH	DEFINED	9
NEWS CORP	CL A	65248E104	41	4503	SH	DEFINED	10
NEWS CORP	CL A	65248E104	3897	428658	SH	DEFINED	15
NEWS CORP	CL A	65248E104	374	41120	SH	DEFINED	9
NEWS CORP	CL B	65248E203	6	660	SH	DEFINED	10
NEWS CORP	CL B	65248E203	3	300	SH	DEF/OTH	10
NEWS CORP	CL B	65248E203	5	494	SH	DEFINED	7
NEWS CORP	CL B	65248E203	1920	200384	SH	DEFINED	9
NICOR INC	COM	654086107	12	350	SH	DEFINED	10
NICOR INC	COM	654086107	229	6597	SH	DEFINED	15
NIKE INC	CL B	654106103	744	14581	SH	DEFINED	10
NIKE INC	CL B	654106103	87	1710	SH	DEF/OTH	10
NIKE INC	CL B	654106103	2677	52481	SH	DEFINED	15
NISOURCE INC	COM	65473P105	334	30487	SH	DEFINED	15
NOVA BIOSOURCE FUELS INC	COM	65488W103	5	57848	SH	DEFINED	15
NOKIA CORP	SPONSORED ADR	654902204	205	13159	SH	DEFINED	10
NOKIA CORP	SPONSORED ADR	654902204	49	3130	SH	DEF/OTH	10
NOKIA CORP	SPONSORED ADR	654902204	18124	1161790	SH	DEFINED	15
NOBLE ENERGY INC	COM	655044105	3312	67287	SH	DEFINED	15
NORDSTROM INC	COM	655664100	89	6703	SH	DEFINED	10
NORDSTROM INC	COM	655664100	20	1500	SH	DEF/OTH	10
NORDSTROM INC	COM	655664100	165	12394	SH	DEFINED	15
NORFOLK SOUTHERN CORP	COM	655844108	976	20751	SH	DEFINED	10
NORFOLK SOUTHERN CORP	COM	655844108	104	2200	SH	DEF/OTH	10
NORFOLK SOUTHERN CORP	COM	655844108	1580	33582	SH	DEFINED	15
NORTEL INVERSORA S A	SPON ADR PFD B	656567401	218	52828	SH	DEFINED	15
NORTHERN TR CORP	COM	665859104	3043	58369	SH	DEFINED	10
NORTHERN TR CORP	COM	665859104	162	3106	SH	DEF/OTH	10
NORTHERN TR CORP	COM	665859104	834	16000	SH	DEFINED	15
NORTHERN TR CORP	COM	665859104	18	347	SH	DEFINED	9
NORTHROP GRUMMAN CORP	COM	666807102	261	5786	SH	DEFINED	10
NORTHROP GRUMMAN CORP	COM	666807102	155	3448	SH	DEF/OTH	10
NORTHROP GRUMMAN CORP	COM	666807102	1108	24607	SH	DEFINED	15
NOVELL INC	COM	670006105	96	24750	SH	DEFINED	15
NSTAR	COM	67019E107	333	9120	SH	DEFINED	10
NUCOR CORP	COM	670346105	784	16971	SH	DEFINED	10
NUCOR CORP	COM	670346105	140	3027	SH	DEF/OTH	10
NUCOR CORP	COM	670346105	23182	501768	SH	DEFINED	15
NVIDIA CORP	COM	67066G104	1371	169876	SH	DEFINED	10
NVIDIA CORP	COM	67066G104	5	674	SH	DEF/OTH	10
NVIDIA CORP	COM	67066G104	671	83190	SH	DEFINED	15
NUVEEN MUN VALUE FD INC	COM	670928100	128	14885	SH	DEFINED	10
OSI PHARMACEUTICALS INC	COM	671040103	39	1000	SH	DEF/OTH	10
OSI PHARMACEUTICALS INC	COM	671040103	630	16135	SH	DEFINED	15
OCCIDENTAL PETE CORP DEL	COM	674599105	4500	75006	SH	DEFINED	10
OCCIDENTAL PETE CORP DEL	COM	674599105	249	4151	SH	DEF/OTH	10
OCCIDENTAL PETE CORP DEL	COM	674599105	3879	64665	SH	DEFINED	15

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

OCEANEERING INTL INC	COM	675232102	381	13062	SH	DEFINED	15
OFFICE DEPOT INC	COM	676220106	63	21105	SH	DEFINED	15
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	30	400	SH	DEFINED	10
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	372	5041	SH	DEFINED	15
OILSANDS QUEST INC	COM	678046103	32	43481	SH	DEFINED	10
OILSANDS QUEST INC	COM	678046103	147	200789	SH	DEFINED	15
OMNICOM GROUP INC	COM	681919106	1105	41054	SH	DEFINED	10
OMNICOM GROUP INC	COM	681919106	43	1584	SH	DEF/OTH	10
OMNICOM GROUP INC	COM	681919106	602	22375	SH	DEFINED	15
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	898	125470	SH	DEFINED	15
ORACLE CORP	COM	68389X105	4620	260583	SH	DEFINED	10
ORACLE CORP	COM	68389X105	352	19836	SH	DEF/OTH	10
ORACLE CORP	COM	68389X105	26532	1496471	SH	DEFINED	15
ORMAT TECHNOLOGIES INC	COM	686688102	7773	243887	SH	DEFINED	15
OWENS ILL INC	COM NEW	690768403	22	800	SH	DEFINED	10
OWENS ILL INC	COM NEW	690768403	4560	166856	SH	DEFINED	9
OWENS ILL INC	COM NEW	690768403	66	2400	SH	DEF/OTH	9
PG&E CORP	COM	69331C108	43	1103	SH	DEFINED	10
PG&E CORP	COM	69331C108	113	2914	SH	DEF/OTH	10
PG&E CORP	COM	69331C108	1002	25875	SH	DEFINED	15
PMI GROUP INC	COM	69344M101	80	41170	SH	DEFINED	15
PNC FINL SVCS GROUP INC	COM	693475105	2396	48891	SH	DEFINED	10
PNC FINL SVCS GROUP INC	COM	693475105	138	2822	SH	DEF/OTH	10
PNC FINL SVCS GROUP INC	COM	693475105	1265	25819	SH	DEFINED	15
PNC FINL SVCS GROUP INC	COM	693475105	213	4338	SH	DEFINED	9
POSCO	SPONSORED ADR	693483109	118	1570	SH	DEFINED	10
POSCO	SPONSORED ADR	693483109	334	4443	SH	DEFINED	15
POSCO	SPONSORED ADR	693483109	5	70	SH	DEFINED	7
PPG INDS INC	COM	693506107	262	6181	SH	DEFINED	10
PPG INDS INC	COM	693506107	119	2812	SH	DEF/OTH	10
PPG INDS INC	COM	693506107	499	11750	SH	DEFINED	15
PPL CORP	COM	69351T106	80	2601	SH	DEFINED	10
PPL CORP	COM	69351T106	96	3140	SH	DEF/OTH	10
PPL CORP	COM	69351T106	825	26875	SH	DEFINED	15
PACCAR INC	COM	693718108	20	700	SH	DEFINED	10
PACCAR INC	COM	693718108	744	26000	SH	DEFINED	15
PACIFIC ETHANOL INC	COM	69423U107	61	139205	SH	DEFINED	15
PACTIV CORP	COM	695257105	2917	117253	SH	DEFINED	10
PACTIV CORP	COM	695257105	26	1056	SH	DEF/OTH	10
PACTIV CORP	COM	695257105	233	9375	SH	DEFINED	15
PALL CORP	COM	696429307	151	5300	SH	DEFINED	10
PALL CORP	COM	696429307	21	750	SH	DEF/OTH	10
PALL CORP	COM	696429307	242	8500	SH	DEFINED	15
PAR PHARMACEUTICAL COS INC	COM	69888P106	303	22558	SH	DEFINED	15
PARKER HANNIFIN CORP	COM	701094104	72	1686	SH	DEFINED	10
PARKER HANNIFIN CORP	COM	701094104	57	1350	SH	DEF/OTH	10
PARKER HANNIFIN CORP	COM	701094104	495	11641	SH	DEFINED	15
PATNI COMPUTER SYS	SPONS ADR	703248203	92	15610	SH	DEFINED	15
PATRIOT COAL CORP	COM	70336T104	1	200	SH	DEF/OTH	10
PATRIOT COAL CORP	COM	70336T104	112	17864	SH	DEFINED	15
PATRIOT COAL CORP	COM	70336T104	0	68	SH	DEFINED	7
PATTERSON UTI ENERGY INC	COM	703481101	129	11201	SH	DEFINED	15
PAYCHEX INC	COM	704326107	351	13370	SH	DEFINED	10
PAYCHEX INC	COM	704326107	7	250	SH	DEF/OTH	10
PAYCHEX INC	COM	704326107	640	24344	SH	DEFINED	15
PAYCHEX INC	COM	704326107	30	1125	SH	DEFINED	7
PEABODY ENERGY CORP	COM	704549104	24	1075	SH	DEFINED	10
PEABODY ENERGY CORP	COM	704549104	9	400	SH	DEF/OTH	10
PEABODY ENERGY CORP	COM	704549104	1557	68439	SH	DEFINED	15
PEABODY ENERGY CORP	COM	704549104	8	340	SH	DEFINED	7
PEABODY ENERGY CORP	COM	704549104	1757	77250	SH	DEFINED	9
PENNEY J C INC	COM	708160106	3	175	SH	DEFINED	10

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

PENNEY J C INC	COM	708160106	316	16043	SH	DEFINED	15
PENNICHUCK CORP	COM NEW	708254206	189	9193	SH	DEFINED	10
PENNICHUCK CORP	COM NEW	708254206	20	997	SH	DEF/OTH	10
PENTAIR INC	COM	709631105	1710	72232	SH	DEFINED	10
PENTAIR INC	COM	709631105	60	2540	SH	DEF/OTH	10
PENTAIR INC	COM	709631105	38149	1611703	SH	DEFINED	15
PEOPLES UNITED FINANCIAL INC	COM	712704105	0	1	SH	DEF/OTH	10
PEOPLES UNITED FINANCIAL INC	COM	712704105	481	26956	SH	DEFINED	15
PEPCO HOLDINGS INC	COM	713291102	12	666	SH	DEFINED	10
PEPCO HOLDINGS INC	COM	713291102	275	15500	SH	DEFINED	15
PEPSI BOTTLING GROUP INC	COM	713409100	1	66	SH	DEFINED	10
PEPSI BOTTLING GROUP INC	COM	713409100	219	9750	SH	DEFINED	15
PEPSICO INC	COM	713448108	10480	191341	SH	DEFINED	10
PEPSICO INC	COM	713448108	2051	37448	SH	DEF/OTH	10
PEPSICO INC	COM	713448108	11586	211540	SH	DEFINED	15
PEPSICO INC	COM	713448108	66	1200	SH	DEFINED	7
PEPSICO INC	COM	713448108	116	2110	SH	DEFINED	9
PERDIGAO S A	SPONSORED ADR	71361V303	597	22636	SH	DEFINED	15
PERKINELMER INC	COM	714046109	1499	107738	SH	DEFINED	10
PERKINELMER INC	COM	714046109	66	4725	SH	DEF/OTH	10
PERKINELMER INC	COM	714046109	118	8500	SH	DEFINED	15
PERRIGO CO	COM	714290103	2595	80330	SH	DEFINED	15
PETROCHINA CO LTD	SPONSORED ADR	71646E100	1308	14700	SH	DEFINED	15
PETROCHINA CO LTD	SPONSORED ADR	71646E100	1255	14100	SH	DEFINED	9
PETROBRAS ENERGIA PARTCPTNS	SP ADR B SHS	71646M102	202	33103	SH	DEFINED	15
PETROHAWK ENERGY CORP	COM	716495106	4250	271910	SH	DEFINED	9
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	1400	68588	SH	DEFINED	15
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	8841	361005	SH	DEFINED	15
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	3149	128582	SH	DEFINED	7
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	16	638	SH	DEFINED	9
PFIZER INC	COM	717081103	2247	126899	SH	DEFINED	10
PFIZER INC	COM	717081103	1022	57722	SH	DEF/OTH	10
PFIZER INC	COM	717081103	100107	5652554	SH	DEFINED	15
PFIZER INC	COM	717081103	53	3000	SH	DEFINED	7
PFIZER INC	COM	717081103	15900	897800	SH	CALL	DEFINED 7
PFIZER INC	COM	717081103	26078	1472500	SH	PUT	DEFINED 7
PFIZER INC	COM	717081103	2301	129912	SH	DEFINED	9
PHILIP MORRIS INTL INC	COM	718172109	557	12791	SH	DEFINED	10
PHILIP MORRIS INTL INC	COM	718172109	817	18786	SH	DEF/OTH	10
PHILIP MORRIS INTL INC	COM	718172109	29045	667539	SH	DEFINED	15
PHILIP MORRIS INTL INC	COM	718172109	179	4125	SH	DEFINED	7
PHILIP MORRIS INTL INC	COM	718172109	2081	47817	SH	DEFINED	9
PHILIP MORRIS INTL INC	COM	718172109	44	1000	SH	DEF/OTH	9
PHILLIPS VAN HEUSEN CORP	COM	718592108	192	9551	SH	DEFINED	10
PHILLIPS VAN HEUSEN CORP	COM	718592108	1	71	SH	DEF/OTH	10
PHILLIPS VAN HEUSEN CORP	COM	718592108	141	7000	SH	DEFINED	15
PINNACLE ENTMT INC	COM	723456109	138	18000	SH	DEFINED	15
PINNACLE WEST CAP CORP	COM	723484101	233	7250	SH	DEFINED	15
PIONEER NAT RES CO	COM	723787107	249	15397	SH	DEFINED	15
PITNEY BOWES INC	COM	724479100	89	3485	SH	DEFINED	10
PITNEY BOWES INC	COM	724479100	99	3900	SH	DEF/OTH	10
PITNEY BOWES INC	COM	724479100	376	14750	SH	DEFINED	15
PLAINS EXPL& PRODTN CO	COM	726505100	354	15244	SH	DEFINED	15
PLUG POWER INC	COM	72919P103	2	1845	SH	DEF/OTH	10
PLUG POWER INC	COM	72919P103	107	105370	SH	DEFINED	15
PLUM CREEK TIMBER CO INC	COM	729251108	52	1511	SH	DEFINED	10
PLUM CREEK TIMBER CO INC	COM	729251108	417	12000	SH	DEFINED	15
POLARIS ACQUISITION CORP	COM	73104R102	4876	535850	SH	DEFINED	15
POLO RALPH LAUREN CORP	CL A	731572103	5	100	SH	DEF/OTH	10
POLO RALPH LAUREN CORP	CL A	731572103	337	7429	SH	DEFINED	15
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	20	600	SH	DEF/OTH	10
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	521	15400	SH	DEFINED	15

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

PORTLAND GEN ELEC CO	COM NEW	736508847	609	31268	SH	DEFINED	7
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	111	3725	SH	DEFINED	10
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	48	1625	SH	DEF/OTH	10
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	1668	56100	SH	DEFINED	9
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	175	12176	SH	DEFINED	10
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	24	1700	SH	DEF/OTH	10
PRAXAIR INC	COM	74005P104	613	10331	SH	DEFINED	10
PRAXAIR INC	COM	74005P104	147	2475	SH	DEF/OTH	10
PRAXAIR INC	COM	74005P104	1314	22143	SH	DEFINED	15
PRECISION CASTPARTS CORP	COM	740189105	1313	22074	SH	DEFINED	10
PRECISION CASTPARTS CORP	COM	740189105	17	285	SH	DEF/OTH	10
PRECISION CASTPARTS CORP	COM	740189105	595	10000	SH	DEFINED	15
PRICE T ROWE GROUP INC	COM	74144T108	88	2475	SH	DEFINED	10
PRICE T ROWE GROUP INC	COM	74144T108	5	155	SH	DEF/OTH	10
PRICE T ROWE GROUP INC	COM	74144T108	656	18500	SH	DEFINED	15
PRICELINE COM INC	COM NEW	741503403	181	2454	SH	DEFINED	10
PRICELINE COM INC	COM NEW	741503403	61	834	SH	DEFINED	15
PRIDE INTL INC DEL	COM	74153Q102	108	6786	SH	DEFINED	10
PRIDE INTL INC DEL	COM	74153Q102	3	200	SH	DEF/OTH	10
PRIDE INTL INC DEL	COM	74153Q102	153	9558	SH	DEFINED	15
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	420	18625	SH	DEFINED	15
PROCTER & GAMBLE CO	COM	742718109	16029	259279	SH	DEFINED	10
PROCTER & GAMBLE CO	COM	742718109	2110	34124	SH	DEF/OTH	10
PROCTER & GAMBLE CO	COM	742718109	43568	704758	SH	DEFINED	15
PROCTER & GAMBLE CO	COM	742718109	121	1950	SH	DEFINED	7
PROCTER & GAMBLE CO	COM	742718109	18546	300000	SH	PUT	DEFINED 7
PROCTER & GAMBLE CO	COM	742718109	2965	47960	SH	DEFINED	9
PROCTER & GAMBLE CO	COM	742718109	40	650	SH	DEF/OTH	9
PROGRESS ENERGY INC	COM	743263105	92	2297	SH	DEFINED	10
PROGRESS ENERGY INC	COM	743263105	64	1605	SH	DEF/OTH	10
PROGRESS ENERGY INC	COM	743263105	752	18875	SH	DEFINED	15
PROGRESSIVE CORP OHIO	COM	743315103	718	48500	SH	DEFINED	15
PROLOGIS	SH BEN INT	743410102	468	33723	SH	DEFINED	15
PROSHARES TR	PSHS ULT S&P 500	74347R107	394	15000	SH	DEFINED	15
PROSHARES TR	PSHS SHRT S&P500	74347R503	555	7709	SH	DEFINED	15
PROSHARES TR	PSHS ULTRA FINL	74347R743	60	10000	SH	DEFINED	9
PROSPECT ACQUISITION CORP	COM	74347T103	12792	1398000	SH	DEFINED	15
PRUDENTIAL FINL INC	COM	744320102	21	697	SH	DEFINED	10
PRUDENTIAL FINL INC	COM	744320102	53	1749	SH	DEF/OTH	10
PRUDENTIAL FINL INC	COM	744320102	923	30500	SH	DEFINED	15
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	64	2200	SH	DEFINED	10
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	2082	71375	SH	DEFINED	15
PUBLIC STORAGE	COM	74460D109	49	618	SH	DEFINED	10
PUBLIC STORAGE	COM	74460D109	1143	14373	SH	DEFINED	15
PULTE HOMES INC	COM	745867101	2425	221903	SH	DEFINED	15
PULTE HOMES INC	COM	745867101	123	11250	SH	DEFINED	9
QLOGIC CORP	COM	747277101	151	11268	SH	DEFINED	15
QUALCOMM INC	COM	747525103	2339	65293	SH	DEFINED	10
QUALCOMM INC	COM	747525103	295	8245	SH	DEF/OTH	10
QUALCOMM INC	COM	747525103	5288	147581	SH	DEFINED	15
QUANTA SVCS INC	COM	74762E102	255	12874	SH	DEFINED	15
QUANTA SVCS INC	COM	74762E102	2301	116200	SH	DEFINED	9
QUEST DIAGNOSTICS INC	COM	74834L100	3234	62297	SH	DEFINED	10
QUEST DIAGNOSTICS INC	COM	74834L100	172	3315	SH	DEF/OTH	10
QUEST DIAGNOSTICS INC	COM	74834L100	590	11375	SH	DEFINED	15
QUESTAR CORP	COM	748356102	599	18312	SH	DEFINED	10
QUESTAR CORP	COM	748356102	95	2900	SH	DEF/OTH	10
QUESTAR CORP	COM	748356102	1092	33397	SH	DEFINED	15
QWEST COMMUNICATIONS INTL IN	COM	749121109	4	1176	SH	DEFINED	10
QWEST COMMUNICATIONS INTL IN	COM	749121109	383	105250	SH	DEFINED	15
RADIAN GROUP INC	COM	750236101	91	24729	SH	DEFINED	15
RAMBUS INC DEL	COM	750917106	1274	80000	SH	DEFINED	10

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

RANDGOLD RES LTD	ADR	752344309	6361	144838	SH	DEFINED	15
RANGE RES CORP	COM	75281A109	383	11125	SH	DEFINED	15
RAYTHEON CO	COM NEW	755111507	1935	37910	SH	DEFINED	10
RAYTHEON CO	COM NEW	755111507	86	1680	SH	DEF/OTH	10
RAYTHEON CO	COM NEW	755111507	1582	30991	SH	DEFINED	15
REDIFF COM INDIA LTD	SPONSORED ADR	757479100	31	15658	SH	DEFINED	15
REED ELSEVIER P L C	SPONS ADR NEW	758205207	1007	33761	SH	DEFINED	15
REGIONS FINANCIAL CORP NEW	COM	7591EP100	15	1830	SH	DEFINED	10
REGIONS FINANCIAL CORP NEW	COM	7591EP100	399	50117	SH	DEFINED	15
REINSURANCE GROUP AMER INC	COM NEW	759351604	306	7144	SH	DEFINED	15
RENAISSANCE ACQUISITION CORP	COM	75966C305	4771	867400	SH	DEFINED	15
REPUBLIC SVCS INC	COM	760759100	7	300	SH	DEFINED	10
REPUBLIC SVCS INC	COM	760759100	5441	219492	SH	DEFINED	15
RESMED INC	COM	761152107	622	16591	SH	DEFINED	15
REYNOLDS AMERICAN INC	COM	761713106	16	400	SH	DEFINED	10
REYNOLDS AMERICAN INC	COM	761713106	529	13127	SH	DEFINED	15
ROBERT HALF INTL INC	COM	770323103	247	11851	SH	DEFINED	15
ROCKWELL AUTOMATION INC	COM	773903109	24	735	SH	DEFINED	10
ROCKWELL AUTOMATION INC	COM	773903109	326	10125	SH	DEFINED	15
ROCKWELL COLLINS INC	COM	774341101	16	400	SH	DEFINED	10
ROCKWELL COLLINS INC	COM	774341101	1221	31226	SH	DEFINED	15
ROHM & HAAS CO	COM	775371107	249	4037	SH	DEFINED	10
ROHM & HAAS CO	COM	775371107	109	1764	SH	DEF/OTH	10
ROHM & HAAS CO	COM	775371107	556	9000	SH	DEFINED	15
ROPER INDS INC NEW	COM	776696106	293	6760	SH	DEFINED	10
ROSTELCOM OPEN JT STK LNG D	SPONSORED ADR	778529107	1542	27799	SH	DEFINED	15
ROWAN COS INC	COM	779382100	622	39121	SH	DEFINED	15
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	80	10000	SH	DEFINED	10
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	1	175	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	191	3600	SH	DEFINED	10
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	44	825	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	18805	355207	SH	DEFINED	15
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	5	88	SH	DEFINED	9
RYLAND GROUP INC	COM	783764103	835	47238	SH	DEFINED	15
SEI INVESTMENTS CO	COM	784117103	392	24956	SH	DEFINED	10
SK TELECOM LTD	SPONSORED ADR	78440P108	9624	529400	SH	DEFINED	15
SK TELECOM LTD	SPONSORED ADR	78440P108	0	1	SH	DEFINED	7
SL GREEN RLTY CORP	COM	78440X101	1811	69904	SH	DEFINED	15
SLM CORP	COM	78442P106	476	53514	SH	DEFINED	15
SPDR TR	UNIT SER 1	78462F103	24800	274819	SH	DEFINED	10
SPDR TR	UNIT SER 1	78462F103	419039	4643602	SH	DEFINED	15
SPDR TR	UNIT SER 1	78462F103	3316	36750	SH	DEFINED	9
SPDR GOLD TRUST	GOLD SHS	78463V107	1230	14221	SH	DEFINED	10
SPDR GOLD TRUST	GOLD SHS	78463V107	87	1000	SH	DEF/OTH	10
SPDR GOLD TRUST	GOLD SHS	78463V107	2321	26827	SH	DEFINED	15
SPDR GOLD TRUST	GOLD SHS	78463V107	8216	94960	SH	DEFINED	9
SPDR GOLD TRUST	GOLD SHS	78463V107	52	600	SH	DEF/OTH	9
SPDR INDEX SHS FDS	ASIA PACIF ETF	78463X301	216	4900	SH	DEFINED	10
SPDR INDEX SHS FDS	MSCI ACWI EXUS	78463X848	3080	132089	SH	DEFINED	10
SPDR INDEX SHS FDS	MSCI ACWI EXUS	78463X848	77	3315	SH	DEF/OTH	10
SPDR INDEX SHS FDS	DJWS INTL REAL	78463X863	181	6697	SH	DEFINED	10
SPDR INDEX SHS FDS	DJWS INTL REAL	78463X863	58	2150	SH	DEF/OTH	10
SPDR INDEX SHS FDS	S&P INTL SMLCP	78463X871	198	10615	SH	DEFINED	10
SPDR INDEX SHS FDS	S&P INTL SMLCP	78463X871	104	5570	SH	DEF/OTH	10
SP ACQUISITION HOLDINGS INC	COM	78470A104	13351	1455904	SH	DEFINED	15
SVB FINL GROUP	COM	78486Q101	8	300	SH	DEF/OTH	10
SVB FINL GROUP	COM	78486Q101	6468	246600	SH	DEFINED	15
SAFEWAY INC	COM NEW	786514208	40	1700	SH	DEFINED	10
SAFEWAY INC	COM NEW	786514208	891	37500	SH	DEFINED	15
ST JUDE MED INC	COM	790849103	17	530	SH	DEFINED	10
ST JUDE MED INC	COM	790849103	1093	33166	SH	DEFINED	15
SALESFORCE COM INC	COM	79466L302	295	9204	SH	DEFINED	15

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

SANDISK CORP	COM	80004C101	190	19761	SH	DEFINED	15
SANTA MONICA MEDIA CORP	COM	802501106	3055	391700	SH	DEFINED	15
SAPPHIRE INDUSTRIALS CORP	COM	80306T109	38952	4247807	SH	DEFINED	15
SARA LEE CORP	COM	803111103	64	6500	SH	DEFINED	10
SARA LEE CORP	COM	803111103	1	54	SH	DEF/OTH	10
SARA LEE CORP	COM	803111103	497	50750	SH	DEFINED	15
SATYAM COMPUTER SERVICES LTD	ADR	804098101	5432	600833	SH	DEFINED	15
SCHEIN HENRY INC	COM	806407102	513	13982	SH	DEFINED	10
SCHERING PLOUGH CORP	COM	806605101	587	34490	SH	DEFINED	10
SCHERING PLOUGH CORP	COM	806605101	175	10286	SH	DEF/OTH	10
SCHERING PLOUGH CORP	COM	806605101	2621	153923	SH	DEFINED	15
SCHLUMBERGER LTD	COM	806857108	4137	97722	SH	DEFINED	10
SCHLUMBERGER LTD	COM	806857108	425	10030	SH	DEF/OTH	10
SCHWAB CHARLES CORP NEW	COM	808513105	539	33339	SH	DEFINED	10
SCHWAB CHARLES CORP NEW	COM	808513105	227	14025	SH	DEF/OTH	10
SCHWAB CHARLES CORP NEW	COM	808513105	1184	73222	SH	DEFINED	15
SEALED AIR CORP NEW	COM	81211K100	170	11375	SH	DEFINED	15
SEARS HLDGS CORP	COM	812350106	941	24213	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	819	36022	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	56	2455	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	162	6105	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	165	6200	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	119	2491	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	124	2595	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	4323	90500	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	1433	30000	SH	CALL	DEFINED 7
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	2059	164466	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	84	6700	SH	DEF/OTH	10
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	4994	398900	SH	DEFINED	15
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	582	46463	SH	DEFINED	9
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	1119	72617	SH	DEFINED	10
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	213	13800	SH	DEF/OTH	10
SEMPRA ENERGY	COM	816851109	329	7726	SH	DEFINED	10
SEMPRA ENERGY	COM	816851109	746	17500	SH	DEFINED	15
SENOMYX INC	COM	81724Q107	56	19939	SH	DEFINED	10
SEQUENOM INC	COM NEW	817337405	556	28000	SH	DEFINED	15
SHAW GROUP INC	COM	820280105	473	23111	SH	DEFINED	15
SHAW GROUP INC	COM	820280105	4368	213380	SH	DEFINED	9
SHAW GROUP INC	COM	820280105	41	2000	SH	DEF/OTH	9
SHERWIN WILLIAMS CO	COM	824348106	311	5210	SH	DEFINED	10
SHERWIN WILLIAMS CO	COM	824348106	139	2330	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	437	7317	SH	DEFINED	15
SHERWIN WILLIAMS CO	COM	824348106	60	1000	SH	DEFINED	7
SIGMA ALDRICH CORP	COM	826552101	267	6311	SH	DEFINED	10
SIGMA ALDRICH CORP	COM	826552101	380	9000	SH	DEFINED	15
SIFY TECHNOLOGIES LIMITED	SPONSORED ADR	82655M107	44	28722	SH	DEFINED	15
SIMON PPTY GROUP INC NEW	COM	828806109	71	1344	SH	DEFINED	10
SIMON PPTY GROUP INC NEW	COM	828806109	8	155	SH	DEF/OTH	10
SIMON PPTY GROUP INC NEW	COM	828806109	3227	60743	SH	DEFINED	15
SIRIUS XM RADIO INC	COM	82967N108	0	2000	SH	DEFINED	10
SIRIUS XM RADIO INC	COM	82967N108	10	79248	SH	DEFINED	15
SMITH INTL INC	COM	832110100	995	43467	SH	DEFINED	15
SMITHFIELD FOODS INC	COM	832248108	131	9279	SH	DEFINED	10
SMITHFIELD FOODS INC	COM	832248108	504	35791	SH	DEFINED	15
SMUCKER J M CO	COM NEW	832696405	5	111	SH	DEFINED	10
SMUCKER J M CO	COM NEW	832696405	3	72	SH	DEF/OTH	10
SMUCKER J M CO	COM NEW	832696405	369	8500	SH	DEFINED	15
SNAP ON INC	COM	833034101	539	13699	SH	DEFINED	10
SNAP ON INC	COM	833034101	18	450	SH	DEF/OTH	10
SNAP ON INC	COM	833034101	162	4125	SH	DEFINED	15
SOTHEBYS	COM	835898107	89	10000	SH	DEFINED	15
SOUTHERN CO	COM	842587107	847	22892	SH	DEFINED	10

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

SOUTHERN CO	COM	842587107	540	14586	SH	DEF/OTH	10
SOUTHERN CO	COM	842587107	2058	55625	SH	DEFINED	15
SOUTHERN CO	COM	842587107	99	2679	SH	DEFINED	9
SOUTHERN COPPER CORP	COM	84265V105	6122	381184	SH	DEFINED	15
SOUTHERN UN CO NEW	COM	844030106	204	15668	SH	DEFINED	10
SOUTHWEST AIRLS CO	COM	844741108	4	500	SH	DEF/OTH	10
SOUTHWEST AIRLS CO	COM	844741108	562	65141	SH	DEFINED	15
SOUTHWESTERN ENERGY CO	COM	845467109	864	29824	SH	DEFINED	15
SOVEREIGN BANCORP INC	COM	845905108	3	1050	SH	DEFINED	10
SOVEREIGN BANCORP INC	COM	845905108	132	44452	SH	DEFINED	15
SPECTRA ENERGY CORP	COM	847560109	142	9017	SH	DEFINED	10
SPECTRA ENERGY CORP	COM	847560109	44	2765	SH	DEF/OTH	10
SPECTRA ENERGY CORP	COM	847560109	1205	76553	SH	DEFINED	15
SPECTRA ENERGY CORP	COM	847560109	39	2500	SH	DEFINED	9
SPORTS PPTYS ACQUISITION COR	COM	84920F107	9393	1032250	SH	DEFINED	15
SPRINT NEXTEL CORP	COM SER 1	852061100	1	658	SH	DEFINED	10
SPRINT NEXTEL CORP	COM SER 1	852061100	399	217921	SH	DEFINED	15
SPRINT NEXTEL CORP	COM SER 1	852061100	4	2091	SH	DEFINED	7
STANDARD PAC CORP NEW	COM	85375C101	246	138045	SH	DEFINED	15
STANLEY WKS	COM	854616109	99	2900	SH	DEFINED	10
STANLEY WKS	COM	854616109	41	1200	SH	DEF/OTH	10
STANLEY WKS	COM	854616109	204	5988	SH	DEFINED	15
STANLEY WKS	COM	854616109	4	125	SH	DEFINED	9
STAPLES INC	COM	855030102	568	31714	SH	DEFINED	10
STAPLES INC	COM	855030102	249	13875	SH	DEF/OTH	10
STAPLES INC	COM	855030102	919	51258	SH	DEFINED	15
STARBUCKS CORP	COM	855244109	4869	514656	SH	DEFINED	15
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	196	10966	SH	DEFINED	10
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	5	289	SH	DEF/OTH	10
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	235	13125	SH	DEFINED	15
STATE STR CORP	COM	857477103	2218	56396	SH	DEFINED	10
STATE STR CORP	COM	857477103	63	1610	SH	DEF/OTH	10
STATE STR CORP	COM	857477103	1219	31000	SH	DEFINED	15
STATE STR CORP	COM	857477103	49	1246	SH	DEFINED	7
STERICYCLE INC	COM	858912108	1659	31852	SH	DEFINED	10
STERICYCLE INC	COM	858912108	9	175	SH	DEF/OTH	10
STERICYCLE INC	COM	858912108	5018	96361	SH	DEFINED	15
STERLITE INDS INDIA LTD	ADS	859737207	8066	1461244	SH	DEFINED	15
STONELEIGH PARTNERS ACQUS CO	COM	861923100	11106	1429400	SH	DEFINED	15
STRYKER CORP	COM	863667101	1517	37973	SH	DEFINED	10
STRYKER CORP	COM	863667101	99	2485	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	765	19141	SH	DEFINED	15
STRYKER CORP	COM	863667101	1105	27650	SH	DEFINED	7
SUN MICROSYSTEMS INC	COM NEW	866810203	4	950	SH	DEFINED	10
SUN MICROSYSTEMS INC	COM NEW	866810203	1	312	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM NEW	866810203	213	55884	SH	DEFINED	15
SUN MICROSYSTEMS INC	COM NEW	866810203	1	327	SH	DEFINED	7
SUNOCO INC	COM	86764P109	89	2048	SH	DEFINED	10
SUNOCO INC	COM	86764P109	22	500	SH	DEF/OTH	10
SUNOCO INC	COM	86764P109	1025	23591	SH	DEFINED	15
SUNPOWER CORP	COM CL A	867652109	12050	325676	SH	DEFINED	15
SUNTRUST BKS INC	COM	867914103	96	3245	SH	DEFINED	10
SUNTRUST BKS INC	COM	867914103	40	1350	SH	DEF/OTH	10
SUNTRUST BKS INC	COM	867914103	762	25788	SH	DEFINED	15
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	6583	562660	SH	DEFINED	15
SUPERVALU INC	COM	868536103	6	398	SH	DEFINED	10
SUPERVALU INC	COM	868536103	223	15250	SH	DEFINED	15
SYMANTEC CORP	COM	871503108	174	12837	SH	DEFINED	10
SYMANTEC CORP	COM	871503108	47	3450	SH	DEF/OTH	10
SYMANTEC CORP	COM	871503108	5269	389751	SH	DEFINED	15
SYNGENTA AG	SPONSORED ADR	87160A100	2415	61708	SH	DEFINED	15
SYSCO CORP	COM	871829107	747	32553	SH	DEFINED	10

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

SYSCO CORP	COM	871829107	153	6675	SH	DEF/OTH	10
SYSCO CORP	COM	871829107	986	43000	SH	DEFINED	15
SYSCO CORP	COM	871829107	721	31430	SH	DEFINED	7
TECO ENERGY INC	COM	872375100	65	5250	SH	DEFINED	10
TECO ENERGY INC	COM	872375100	20	1600	SH	DEF/OTH	10
TECO ENERGY INC	COM	872375100	188	15250	SH	DEFINED	15
TJX COS INC NEW	COM	872540109	2554	124184	SH	DEFINED	10
TJX COS INC NEW	COM	872540109	175	8497	SH	DEF/OTH	10
TJX COS INC NEW	COM	872540109	1251	60820	SH	DEFINED	15
TJX COS INC NEW	COM	872540109	2157	104852	SH	DEFINED	9
TAILWIND FINL INC	COM	874023104	5569	702300	SH	DEFINED	15
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1937	245179	SH	DEFINED	15
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	12	1504	SH	DEFINED	7
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	921	116584	SH	DEFINED	9
TAM SA	SP ADR REP PFD	87484D103	103	12515	SH	DEFINED	15
TARGET CORP	COM	87612E106	734	21256	SH	DEFINED	10
TARGET CORP	COM	87612E106	217	6285	SH	DEF/OTH	10
TARGET CORP	COM	87612E106	2607	75491	SH	DEFINED	15
TATA COMMUNICATIONS LTD	SPONS ADR	876564105	9891	462832	SH	DEFINED	15
TATA COMMUNICATIONS LTD	SPONS ADR	876564105	5	225	SH	DEFINED	9
TATA MTRS LTD	SPONSORED ADR	876568502	7920	1779711	SH	DEFINED	15
TAUBMAN CTRS INC	COM	876664103	244	9575	SH	DEFINED	15
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	248	17840	SH	DEFINED	15
TELECOM ARGENTINA S A	SPON ADR REP B	879273209	243	31945	SH	DEFINED	15
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	31	1493	SH	DEFINED	10
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	355	16964	SH	DEFINED	15
TELLABS INC	COM	879664100	118	28625	SH	DEFINED	15
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	17	1493	SH	DEFINED	10
TELMEX INTERNACIONAL SAB DE	SPONS ADR SR L	879690105	2326	204714	SH	DEFINED	15
TEMPLE INLAND INC	COM	879868107	232	48255	SH	DEFINED	15
TENET HEALTHCARE CORP	COM	88033G100	34	29875	SH	DEFINED	15
TERADATA CORP DEL	COM	88076W103	138	9284	SH	DEFINED	10
TERADATA CORP DEL	COM	88076W103	28	1888	SH	DEF/OTH	10
TERADATA CORP DEL	COM	88076W103	198	13331	SH	DEFINED	15
TERADYNE INC	COM	880770102	54	12746	SH	DEFINED	15
TERNIUM SA	SPON ADR	880890108	185	21573	SH	DEFINED	15
TERRA INDS INC	COM	880915103	372	22339	SH	DEFINED	15
TESORO CORP	COM	881609101	224	17031	SH	DEFINED	15
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	1010	23732	SH	DEFINED	10
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	125	2925	SH	DEF/OTH	10
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	5827	136871	SH	DEFINED	15
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	4	86	SH	DEFINED	7
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	5866	137800	SH	DEFINED	9
TEXAS INSTRS INC	COM	882508104	1586	102167	SH	DEFINED	10
TEXAS INSTRS INC	COM	882508104	193	12425	SH	DEF/OTH	10
TEXAS INSTRS INC	COM	882508104	2621	168869	SH	DEFINED	15
TEXAS INSTRS INC	COM	882508104	3405	219370	SH	CALL	DEFINED 7
TEXTRON INC	COM	883203101	115	8280	SH	DEFINED	10
TEXTRON INC	COM	883203101	32	2300	SH	DEF/OTH	10
TEXTRON INC	COM	883203101	241	17375	SH	DEFINED	15
THERMO FISHER SCIENTIFIC INC	COM	883556102	3604	105780	SH	DEFINED	10
THERMO FISHER SCIENTIFIC INC	COM	883556102	204	5989	SH	DEF/OTH	10
THERMO FISHER SCIENTIFIC INC	COM	883556102	1185	34774	SH	DEFINED	15
THOMAS & BETTS CORP	COM	884315102	241	10047	SH	DEFINED	10
THOMAS & BETTS CORP	COM	884315102	17	700	SH	DEF/OTH	10
THOMAS & BETTS CORP	COM	884315102	162	6757	SH	DEFINED	15
3M CO	COM	88579Y101	4315	74993	SH	DEFINED	10
3M CO	COM	88579Y101	796	13826	SH	DEF/OTH	10
3M CO	COM	88579Y101	9103	158196	SH	DEFINED	15
3M CO	COM	88579Y101	5021	87266	SH	CALL	DEFINED 7
TIDEWATER INC	COM	886423102	312	7745	SH	DEFINED	10
TIDEWATER INC	COM	886423102	45	1108	SH	DEF/OTH	10

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

TIDEWATER INC	COM	886423102	352	8751	SH	DEFINED	15
TIFFANY & CO NEW	COM	886547108	9	400	SH	DEFINED	10
TIFFANY & CO NEW	COM	886547108	4	175	SH	DEF/OTH	10
TIFFANY & CO NEW	COM	886547108	406	17201	SH	DEFINED	15
TIME WARNER INC	COM	887317105	152	15154	SH	DEFINED	10
TIME WARNER INC	COM	887317105	11	1075	SH	DEF/OTH	10
TIME WARNER INC	COM	887317105	3741	371887	SH	DEFINED	15
TITANIUM METALS CORP	COM NEW	888339207	260	29526	SH	DEFINED	15
TOLL BROTHERS INC	COM	889478103	2656	123960	SH	DEFINED	15
TORCHMARK CORP	COM	891027104	9	200	SH	DEFINED	10
TORCHMARK CORP	COM	891027104	274	6125	SH	DEFINED	15
TORONTO DOMINION BK ONT	COM NEW	891160509	107	2991	SH	DEFINED	10
TORONTO DOMINION BK ONT	COM NEW	891160509	6585	183571	SH	DEF/OTH	10
TOTAL S A	SPONSORED ADR	89151E109	52	937	SH	DEFINED	10
TOTAL S A	SPONSORED ADR	89151E109	339	6139	SH	DEFINED	15
TOTAL SYS SVCS INC	COM	891906109	1	48	SH	DEFINED	10
TOTAL SYS SVCS INC	COM	891906109	726	51848	SH	DEFINED	15
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	46	709	SH	DEFINED	10
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	556	8500	SH	DEFINED	15
TRANS-INDIA ACQUISITION CORP	COM	893237107	3683	475825	SH	DEFINED	15
TRANS-INDIA ACQUISITION CORP	*W EXP 02/08/201	893237115	7	220100	SH	DEFINED	15
TRAVELERS COMPANIES INC	COM	89417E109	60	1329	SH	DEFINED	10
TRAVELERS COMPANIES INC	COM	89417E109	17	379	SH	DEF/OTH	10
TRAVELERS COMPANIES INC	COM	89417E109	1898	42000	SH	DEFINED	15
TRAVELERS COMPANIES INC	COM	89417E109	3	77	SH	DEFINED	9
TRIMBLE NAVIGATION LTD	COM	896239100	239	11043	SH	DEFINED	10
TRINA SOLAR LIMITED	SPON ADR	89628E104	172	18500	SH	DEFINED	15
TRIPLECROWN ACQUISITION CORP	COM	89677G109	23448	2590910	SH	DEFINED	15
TYSON FOODS INC	CL A	902494103	780	89037	SH	DEFINED	15
UST INC	COM	902911106	21	300	SH	DEFINED	10
UST INC	COM	902911106	5764	83078	SH	DEFINED	15
US BANCORP DEL	COM NEW	902973304	3150	125933	SH	DEFINED	10
US BANCORP DEL	COM NEW	902973304	135	5412	SH	DEF/OTH	10
US BANCORP DEL	COM NEW	902973304	3351	133978	SH	DEFINED	15
U S G CORP	COM NEW	903293405	303	37700	SH	DEFINED	15
USEC INC	COM	90333E108	488	108598	SH	DEFINED	15
UNDER ARMOUR INC	CL A	904311107	429	17996	SH	DEFINED	15
UNIBANCO-UNIAO DE BANCOS BRA	ADR	90458E107	2632	40738	SH	DEFINED	15
UNILEVER N V	N Y SHS NEW	904784709	37	1500	SH	DEFINED	10
UNILEVER N V	N Y SHS NEW	904784709	8991	366225	SH	DEFINED	15
UNION PAC CORP	COM	907818108	372	7788	SH	DEFINED	10
UNION PAC CORP	COM	907818108	621	12985	SH	DEF/OTH	10
UNION PAC CORP	COM	907818108	1868	39088	SH	DEFINED	15
UNITED MICROELECTRONICS CORP	SPON ADR NEW	910873405	374	191007	SH	DEFINED	15
UNITED PARCEL SERVICE INC	CL B	911312106	33013	598488	SH	DEFINED	10
UNITED PARCEL SERVICE INC	CL B	911312106	3944	71500	SH	DEFINED	15
UNITED PARCEL SERVICE INC	CL B	911312106	2	40	SH	DEFINED	9
UNITED REFINING ENERGY CORP	COM	911360105	23356	2530400	SH	DEFINED	15
UNITED STATES STL CORP NEW	COM	912909108	0	6	SH	DEFINED	10
UNITED STATES STL CORP NEW	COM	912909108	1601	43047	SH	DEFINED	15
UNITED STATES STL CORP NEW	COM	912909108	0	1	SH	DEFINED	7
UNITED TECHNOLOGIES CORP	COM	913017109	6666	124362	SH	DEFINED	10
UNITED TECHNOLOGIES CORP	COM	913017109	626	11682	SH	DEF/OTH	10
UNITED TECHNOLOGIES CORP	COM	913017109	4598	85791	SH	DEFINED	15
UNITED TECHNOLOGIES CORP	COM	913017109	1476	27545	SH	DEFINED	9
UNITEDHEALTH GROUP INC	COM	91324P102	220	8285	SH	DEFINED	10
UNITEDHEALTH GROUP INC	COM	91324P102	5	172	SH	DEF/OTH	10
UNITEDHEALTH GROUP INC	COM	91324P102	2345	88142	SH	DEFINED	15
UNITEDHEALTH GROUP INC	COM	91324P102	293	11000	SH	DEFINED	7
UNUM GROUP	COM	91529Y106	2110	113436	SH	DEFINED	10
UNUM GROUP	COM	91529Y106	98	5281	SH	DEF/OTH	10
UNUM GROUP	COM	91529Y106	442	23750	SH	DEFINED	15

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

V F CORP	COM	918204108	123	2245	SH	DEFINED	10
V F CORP	COM	918204108	349	6375	SH	DEFINED	15
VAIL RESORTS INC	COM	91879Q109	583	21923	SH	DEFINED	15
VALERO ENERGY CORP NEW	COM	91913Y100	1007	46533	SH	DEFINED	10
VALERO ENERGY CORP NEW	COM	91913Y100	69	3200	SH	DEF/OTH	10
VALERO ENERGY CORP NEW	COM	91913Y100	3031	140046	SH	DEFINED	15
VALERO ENERGY CORP NEW	COM	91913Y100	1082	50000	SH	CALL DEFINED	7
VALERO ENERGY CORP NEW	COM	91913Y100	2017	93192	SH	DEFINED	9
VARIAN MED SYS INC	COM	92220P105	2379	67895	SH	DEFINED	10
VARIAN MED SYS INC	COM	92220P105	65	1858	SH	DEF/OTH	10
VARIAN MED SYS INC	COM	92220P105	311	8875	SH	DEFINED	15
VANGUARD INDEX FDS	STK MRK ETF	922908769	455	10177	SH	DEFINED	10
VERENIUM CORPORATION	COM	92340P100	66	75522	SH	DEFINED	15
VERIFONE HLDGS INC	COM	92342Y109	193	39310	SH	DEFINED	15
VERISIGN INC	COM	92343E102	299	15650	SH	DEFINED	15
VERIZON COMMUNICATIONS INC	COM	92343V104	6562	193555	SH	DEFINED	10
VERIZON COMMUNICATIONS INC	COM	92343V104	1407	41509	SH	DEF/OTH	10
VERIZON COMMUNICATIONS INC	COM	92343V104	10312	304200	SH	DEFINED	15
VERIZON COMMUNICATIONS INC	COM	92343V104	27	804	SH	DEFINED	9
VERTEX PHARMACEUTICALS INC	COM	92532F100	735	24192	SH	DEFINED	15
VIACOM INC NEW	CL B	92553P201	21	1121	SH	DEFINED	10
VIACOM INC NEW	CL B	92553P201	9	450	SH	DEF/OTH	10
VIACOM INC NEW	CL B	92553P201	860	45111	SH	DEFINED	15
VICTORY ACQUISITION CORP	COM	92644D100	17670	1821700	SH	DEFINED	15
VISA INC	COM CL A	92826C839	55	1050	SH	DEFINED	10
VISA INC	COM CL A	92826C839	89	1696	SH	DEF/OTH	10
VISA INC	COM CL A	92826C839	89	1700	SH	DEFINED	15
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	694	33963	SH	DEFINED	10
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	107	5227	SH	DEF/OTH	10
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	18358	898120	SH	DEFINED	15
VORNADO RLTY TR	SH BEN INT	929042109	145	2404	SH	DEFINED	10
VORNADO RLTY TR	SH BEN INT	929042109	1091	18086	SH	DEFINED	15
VORNADO RLTY TR	DBCV 2.850% 4/0	929042AC3	7375	10000000	SH	DEFINED	15
VULCAN MATLS CO	COM	929160109	1	11	SH	DEFINED	10
VULCAN MATLS CO	COM	929160109	3366	48381	SH	DEFINED	15
WACHOVIA CORP NEW	COM	929903102	27	4883	SH	DEFINED	10
WACHOVIA CORP NEW	COM	929903102	24	4407	SH	DEF/OTH	10
WACHOVIA CORP NEW	COM	929903102	1267	228700	SH	DEFINED	15
WACHOVIA CORP NEW	COM	929903102	12	2168	SH	DEFINED	9
WAL MART STORES INC	COM	931142103	6127	109285	SH	DEFINED	10
WAL MART STORES INC	COM	931142103	515	9187	SH	DEF/OTH	10
WAL MART STORES INC	COM	931142103	264389	4716173	SH	DEFINED	15
WAL MART STORES INC	COM	931142103	24	422	SH	DEFINED	7
WALGREEN CO	COM	931422109	535	21700	SH	DEFINED	10
WALGREEN CO	COM	931422109	122	4964	SH	DEF/OTH	10
WALGREEN CO	COM	931422109	1755	71125	SH	DEFINED	15
WALGREEN CO	COM	931422109	397	16100	SH	DEFINED	7
WARWICK VALLEY TEL CO	COM	936750108	681	74562	SH	DEFINED	10
WASHINGTON TR BANCORP	COM	940610108	18	900	SH	DEFINED	10
WASHINGTON TR BANCORP	COM	940610108	292	14804	SH	DEF/OTH	10
WASTE CONNECTIONS INC	COM	941053100	953	30178	SH	DEFINED	10
WASTE CONNECTIONS INC	COM	941053100	4476	141765	SH	DEFINED	15
WASTE MGMT INC DEL	COM	94106L109	3027	91331	SH	DEFINED	10
WASTE MGMT INC DEL	COM	94106L109	83	2495	SH	DEF/OTH	10
WASTE MGMT INC DEL	COM	94106L109	5642	170238	SH	DEFINED	15
WATERS CORP	COM	941848103	257	7000	SH	DEFINED	15
WATSON PHARMACEUTICALS INC	COM	942683103	20	750	SH	DEFINED	10
WATSON PHARMACEUTICALS INC	COM	942683103	1877	70635	SH	DEFINED	15
WATTS WATER TECHNOLOGIES INC	CL A	942749102	428	17139	SH	DEFINED	15
WEIGHT WATCHERS INTL INC NEW	COM	948626106	629	21379	SH	DEFINED	15
WELLPOINT INC	COM	94973V107	244	5799	SH	DEFINED	10
WELLPOINT INC	COM	94973V107	39	935	SH	DEF/OTH	10

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

WELLPOINT INC	COM	94973V107	2147	50955	SH	DEFINED	15
WELLS FARGO & CO NEW	COM	949746101	5572	189000	SH	DEFINED	10
WELLS FARGO & CO NEW	COM	949746101	701	23769	SH	DEF/OTH	10
WELLS FARGO & CO NEW	COM	949746101	21192	718858	SH	DEFINED	15
WELLS FARGO & CO NEW	COM	949746101	29	1000	SH	DEFINED	7
WELLS FARGO & CO NEW	COM	949746101	2973	100833	SH	CALL DEFINED	7
WESTERN DIGITAL CORP	COM	958102105	932	81370	SH	DEFINED	10
WESTERN DIGITAL CORP	COM	958102105	37	3268	SH	DEF/OTH	10
WESTERN DIGITAL CORP	COM	958102105	20	1772	SH	DEFINED	15
WESTERN UN CO	COM	959802109	119	8280	SH	DEFINED	10
WESTERN UN CO	COM	959802109	53	3700	SH	DEF/OTH	10
WESTERN UN CO	COM	959802109	792	55212	SH	DEFINED	15
WESTERN UN CO	COM	959802109	27	1850	SH	DEFINED	7
WEYERHAEUSER CO	COM	962166104	97	3182	SH	DEFINED	10
WEYERHAEUSER CO	COM	962166104	15	500	SH	DEF/OTH	10
WEYERHAEUSER CO	COM	962166104	3108	101540	SH	DEFINED	15
WHIRLPOOL CORP	COM	963320106	23	546	SH	DEFINED	10
WHIRLPOOL CORP	COM	963320106	217	5250	SH	DEFINED	15
WHOLE FOODS MKT INC	COM	966837106	0	50	SH	DEFINED	10
WHOLE FOODS MKT INC	COM	966837106	869	92052	SH	DEFINED	15
WILLIAMS COS INC DEL	COM	969457100	45	3139	SH	DEFINED	10
WILLIAMS COS INC DEL	COM	969457100	2855	197189	SH	DEFINED	15
WILLIAMS COS INC DEL	COM	969457100	1488	102778	SH	DEFINED	9
WINDSTREAM CORP	COM	97381W104	51	5557	SH	DEFINED	10
WINDSTREAM CORP	COM	97381W104	10	1094	SH	DEF/OTH	10
WINDSTREAM CORP	COM	97381W104	290	31500	SH	DEFINED	15
WINN DIXIE STORES INC	COM NEW	974280307	256	15900	SH	DEFINED	15
WIPRO LTD	SPON ADR 1 SH	97651M109	10136	1246717	SH	DEFINED	15
WISCONSIN ENERGY CORP	COM	976657106	266	6326	SH	DEFINED	10
WISCONSIN ENERGY CORP	COM	976657106	139	3300	SH	DEF/OTH	10
WISCONSIN ENERGY CORP	COM	976657106	352	8375	SH	DEFINED	15
WYETH	COM	983024100	1859	49548	SH	DEFINED	10
WYETH	COM	983024100	1049	27970	SH	DEF/OTH	10
WYETH	COM	983024100	5638	150316	SH	DEFINED	15
WYETH	COM	983024100	1598	42600	SH	DEFINED	7
WYETH	COM	983024100	52	1390	SH	DEFINED	9
WYNDHAM WORLDWIDE CORP	COM	98310W108	5	733	SH	DEFINED	10
WYNDHAM WORLDWIDE CORP	COM	98310W108	89	13512	SH	DEFINED	15
WYNN RESORTS LTD	COM	983134107	4	100	SH	DEF/OTH	10
WYNN RESORTS LTD	COM	983134107	219	5183	SH	DEFINED	15
XTO ENERGY INC	COM	98385X106	10	274	SH	DEFINED	10
XTO ENERGY INC	COM	98385X106	2055	58267	SH	DEFINED	15
XTO ENERGY INC	COM	98385X106	3516	99676	SH	DEFINED	9
XCEL ENERGY INC	COM	98389B100	58	3100	SH	DEF/OTH	10
XCEL ENERGY INC	COM	98389B100	598	32250	SH	DEFINED	15
XILINX INC	COM	983919101	1	50	SH	DEF/OTH	10
XILINX INC	COM	983919101	445	24981	SH	DEFINED	15
XEROX CORP	COM	984121103	4	500	SH	DEF/OTH	10
XEROX CORP	COM	984121103	495	62125	SH	DEFINED	15
YAHOO INC	COM	984332106	6	500	SH	DEF/OTH	10
YAHOO INC	COM	984332106	2540	208205	SH	DEFINED	15
YANZHOU COAL MNG CO LTD	SPON ADR H SHS	984846105	7046	937013	SH	DEFINED	15
YINGLI GREEN ENERGY HLDG CO	ADR	98584B103	66	10787	SH	DEFINED	15
YUM BRANDS INC	COM	988498101	4774	151562	SH	DEFINED	10
YUM BRANDS INC	COM	988498101	397	12595	SH	DEF/OTH	10
YUM BRANDS INC	COM	988498101	2164	68693	SH	DEFINED	15
ZIMMER HLDGS INC	COM	98956P102	405	10029	SH	DEFINED	10
ZIMMER HLDGS INC	COM	98956P102	132	3266	SH	DEF/OTH	10
ZIMMER HLDGS INC	COM	98956P102	652	16125	SH	DEFINED	15
ZIONS BANCORPORATION	COM	989701107	204	8311	SH	DEFINED	15
ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	2910	120000	SH	DEFINED	9
BUNGE LIMITED	COM	G16962105	851	16440	SH	DEFINED	10

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

BUNGE LIMITED	COM	G16962105	41	800	SH	DEF/OTH	10
COVIDIEN LTD	COM	G2552X108	108	2967	SH	DEFINED	10
COVIDIEN LTD	COM	G2552X108	42	1150	SH	DEF/OTH	10
COVIDIEN LTD	COM	G2552X108	3801	104880	SH	DEFINED	9
COVIDIEN LTD	COM	G2552X108	65	1800	SH	DEF/OTH	9
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	199	11496	SH	DEFINED	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	117	6750	SH	DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	1242	103788	SH	DEFINED	10
NABORS INDUSTRIES LTD	SHS	G6359F103	56	4660	SH	DEF/OTH	10
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	390	7555	SH	DEFINED	10
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	5	105	SH	DEF/OTH	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	139	12835	SH	DEFINED	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	11	1050	SH	DEF/OTH	10
ACE LTD	SHS	H0023R105	243	4592	SH	DEFINED	10
ACE LTD	SHS	H0023R105	41	783	SH	DEF/OTH	10
ACE LTD	SHS	H0023R105	1099	20765	SH	DEFINED	9
ASML HOLDING N V	NY REG SHS	N07059186	766	42396	SH	DEFINED	15
FLEXTRONICS INTL LTD	ORD	Y2573F102	33	12884	SH	DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	7	2650	SH	DEF/OTH	10