

ROYAL BANK OF SCOTLAND GROUP PLC

Form 13F-HR

August 03, 2006

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

FORM 13F

FORM 13F COVER PAGE

Report For the Quarter Ended: June 30, 2006

Check here if Amendment []; Amendment Number:
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this report:

Name: The Royal Bank of Scotland Group Plc
Address: PO Box 31
36 St Andrew Square
Edinburgh EH2 2YB
Scotland

13F File Number: 028-05855

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

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

H Campbell Esq Edinburgh, Scotland August 10th, 2006

Report Type (check only one.):

- [X] 13F HOLDINGS REPORT.
[] 13F NOTICE.
[] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

FORM 13F SUMMARY PAGE

Report Summary:

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

Number of Other Included Managers: 3
 Form 13F Information Table Entry Total: 1058
 Form 13F Information Table Value Total: \$2,860,510,538

List of Other Included Managers:

No.	13F File Number	Name
10	028-05954	Citizens Bank
9	028-01255	National Westminster Bank plc
7	028-05855	The Royal Bank of Scotland Plc

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
AFLAC INC	COM	001055102	5307	114489	SH		DEFINED	10
AFLAC INC	COM	001055102	445	9603	SH		DEF/OTH	10
AFLAC INC	COM	001055102	184	3980	SH		DEFINED	7
AT&T INC	COM	00206R102	4935	176955	SH		DEFINED	10
AT&T INC	COM	00206R102	696	24963	SH		DEF/OTH	10
AT&T INC	COM	00206R102	80916	2901255	SH		DEFINED	7
AT&T INC	COM	00206R102	859	30792	SH		DEFINED	9
ABBOTT LABS	COM	002824100	4408	101081	SH		DEFINED	10
ABBOTT LABS	COM	002824100	659	15120	SH		DEF/OTH	10
ABBOTT LABS	COM	002824100	105	2400	SH		DEFINED	7
ABBOTT LABS	COM	002824100	339	7770	SH		DEFINED	9
ABBOTT LABS	COM	002824100	174	4000	SH		DEF/OTH	9
ABERCROMBIE & FITCH CO	CL A	002896207	744	13423	SH		DEFINED	10
ABERCROMBIE & FITCH CO	CL A	002896207	26	465	SH		DEF/OTH	10
ABITIBI-CONSOLIDATED INC	COM	003924107	137	50000	SH		DEFINED	9
ACTIVISION INC NEW	COM NEW	004930202	426	37429	SH		DEFINED	10
ACTIVISION INC NEW	COM NEW	004930202	18	1601	SH		DEF/OTH	10
ACTIVISION INC NEW	COM NEW	004930202	0	16	SH		DEFINED	9
ADOBE SYS INC	COM	00724F101	326	10739	SH		DEFINED	10
ADOBE SYS INC	COM	00724F101	79	2600	SH		DEF/OTH	10
ADOBE SYS INC	COM	00724F101	14	450	SH		DEFINED	7
ADVANCED DIGITAL INFORMATION	COM	007525108	647	55000	SH		DEFINED	7
ADVANCED MAGNETICS INC	COM	00753P103	3347	110753	SH		DEFINED	10
ADVANCED MICRO DEVICES INC	COM	007903107	919	37645	SH		DEFINED	10
ADVANCED MICRO DEVICES INC	COM	007903107	29	1202	SH		DEF/OTH	10
AETNA INC NEW	COM	00817Y108	4134	103529	SH		DEFINED	10
AETNA INC NEW	COM	00817Y108	429	10746	SH		DEF/OTH	10
AFFILIATED COMPUTER SERVICES	CL A	008190100	495	9600	SH		DEFINED	10
AFFILIATED COMPUTER SERVICES	CL A	008190100	150	2900	SH		DEF/OTH	10
AGILENT TECHNOLOGIES INC	COM	00846U101	234	7406	SH		DEFINED	10
AGILENT TECHNOLOGIES INC	COM	00846U101	89	2810	SH		DEF/OTH	10
AIR PRODS & CHEMS INC	COM	009158106	787	12309	SH		DEFINED	10
AIR PRODS & CHEMS INC	COM	009158106	327	5109	SH		DEF/OTH	10
ALBERTO CULVER CO	COM	013068101	1513	31056	SH		DEFINED	10
ALBERTO CULVER CO	COM	013068101	38	780	SH		DEF/OTH	10
ALBERTO CULVER CO	COM	013068101	438	9000	SH		DEFINED	7
ALCOA INC	COM	013817101	2298	71028	SH		DEFINED	10
ALCOA INC	COM	013817101	323	9975	SH		DEF/OTH	10
ALLERGAN INC	COM	018490102	839	7820	SH		DEFINED	10

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

ALLERGAN INC	COM		018490102	129	1200	SH		DEF/OTH	10
ALLIANCE DATA SYSTEMS CORP	COM		018581108	2287	38886	SH		DEFINED	10
ALLIANCE DATA SYSTEMS CORP	COM		018581108	169	2866	SH		DEF/OTH	10
ALLSTATE CORP	COM		020002101	1745	31880	SH		DEFINED	10
ALLSTATE CORP	COM		020002101	263	4812	SH		DEF/OTH	10
ALLTEL CORP	COM		020039103	4841	75840	SH		DEFINED	10
ALLTEL CORP	COM		020039103	405	6343	SH		DEF/OTH	10
ALLTEL CORP	COM		020039103	836	13100	SH		DEFINED	7
ALTRIA GROUP INC	COM		02209S103	1907	25974	SH		DEFINED	10
ALTRIA GROUP INC	COM		02209S103	1424	19386	SH		DEF/OTH	10
ALTRIA GROUP INC	COM		02209S103	13913	189475	SH		DEFINED	7
ALTRIA GROUP INC	COM		02209S103	7710	105000	SH	CALL	DEFINED	7
ALTRIA GROUP INC	COM		02209S103	3649	49695	SH	PUT	DEFINED	7
ALTRIA GROUP INC	COM		02209S103	76	1041	SH		DEFINED	9
ALTRIA GROUP INC	COM		02209S103	103	1400	SH		DEF/OTH	9
AMBAC FINL GROUP INC	COM		023139108	3817	47064	SH		DEFINED	10
AMBAC FINL GROUP INC	COM		023139108	171	2112	SH		DEF/OTH	10
AMERICAN ELEC PWR INC	COM		025537101	181	5274	SH		DEFINED	10
AMERICAN ELEC PWR INC	COM		025537101	66	1915	SH		DEF/OTH	10
AMERICAN EXPRESS CO	COM		025816109	3201	60152	SH		DEFINED	10
AMERICAN EXPRESS CO	COM		025816109	965	18124	SH		DEF/OTH	10
AMERICAN EXPRESS CO	COM		025816109	3262	61291	SH		DEFINED	9
AMERICAN EXPRESS CO	DBCV	1.850%12/0	025816AS8	341	332696	SH		DEFINED	9
AMERICAN INTL GROUP INC	COM		026874107	9854	166873	SH		DEFINED	10
AMERICAN INTL GROUP INC	COM		026874107	5360	90763	SH		DEF/OTH	10
AMERICAN INTL GROUP INC	COM		026874107	321	5438	SH		DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	28935	490000	SH	CALL	DEFINED	7
AMERICAN INTL GROUP INC	COM		026874107	1264	21400	SH		DEFINED	9
AMERICAN PWR CONVERSION CORP	COM		029066107	42	2178	SH		DEFINED	10
AMERICAN PWR CONVERSION CORP	COM		029066107	957	49100	SH		DEFINED	7
AMERIPRISE FINL INC	COM		03076C106	459	10271	SH		DEFINED	10
AMERIPRISE FINL INC	COM		03076C106	156	3488	SH		DEF/OTH	10
AMERIPRISE FINL INC	COM		03076C106	1541	34500	SH		DEFINED	7
AMGEN INC	COM		031162100	8351	128024	SH		DEFINED	10
AMGEN INC	COM		031162100	617	9455	SH		DEF/OTH	10
AMGEN INC	COM		031162100	8480	130000	SH	CALL	DEFINED	7
AMGEN INC	COM		031162100	33	500	SH		DEFINED	9
AMKOR TECHNOLOGY INC	NOTE	2.500% 5/1	031652AX8	2764	3000000	SH		DEFINED	9
AMPHENOL CORP NEW	CL A		032095101	793	14178	SH		DEFINED	10
AMPHENOL CORP NEW	CL A		032095101	45	800	SH		DEF/OTH	10
ANADARKO PETE CORP	COM		032511107	422	8848	SH		DEFINED	10
ANADARKO PETE CORP	COM		032511107	119	2504	SH		DEF/OTH	10
ANADARKO PETE CORP	COM		032511107	238	5000	SH		DEFINED	7
ANALOG DEVICES INC	COM		032654105	243	7550	SH		DEFINED	10
ANALOG DEVICES INC	COM		032654105	132	4100	SH		DEF/OTH	10
ANDRX CORP DEL	ANDRX GROUP		034553107	3527	152100	SH		DEFINED	7
ANHEUSER BUSCH COS INC	COM		035229103	2875	63061	SH		DEFINED	10
ANHEUSER BUSCH COS INC	COM		035229103	40	868	SH		DEF/OTH	10
ANHEUSER BUSCH COS INC	COM		035229103	556	12200	SH		DEFINED	7
APACHE CORP	COM		037411105	455	6669	SH		DEFINED	10
APACHE CORP	COM		037411105	33	488	SH		DEF/OTH	10
APACHE CORP	COM		037411105	198	2900	SH		DEFINED	7
APPLE COMPUTER INC	COM		037833100	87	1512	SH		DEFINED	10
APPLE COMPUTER INC	COM		037833100	6	100	SH		DEF/OTH	10
APPLE COMPUTER INC	COM		037833100	93984	1641065	SH	PUT	DEFINED	7
APPLIED MATLS INC	COM		038222105	1029	63204	SH		DEFINED	10
APPLIED MATLS INC	COM		038222105	104	6385	SH		DEF/OTH	10
APPLIED MATLS INC	COM		038222105	78	4800	SH		DEFINED	9
AQUILA INC	COM		03840P102	799	189800	SH		DEFINED	9
ARAMARK CORP	CL B		038521100	1450	43800	SH		DEFINED	7
ARCHER DANIELS MIDLAND CO	COM		039483102	1829	44311	SH		DEFINED	10
ARCHER DANIELS MIDLAND CO	COM		039483102	419	10160	SH		DEF/OTH	10

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

ARCHER DANIELS MIDLAND CO	COM	039483102	751	18200	SH	DEFINED	7	
AUTOMATIC DATA PROCESSING IN	COM	053015103	7941	175100	SH	DEFINED	10	
AUTOMATIC DATA PROCESSING IN	COM	053015103	1194	26336	SH	DEF/OTH	10	
AUTOZONE INC	COM	053332102	174	1975	SH	DEFINED	10	
AUTOZONE INC	COM	053332102	4833	54800	SH	DEFINED	9	
AVAYA INC	COM	053499109	217	18979	SH	DEFINED	10	
AVAYA INC	COM	053499109	10	853	SH	DEF/OTH	10	
AVERY DENNISON CORP	COM	053611109	182	3141	SH	DEFINED	10	
AVERY DENNISON CORP	COM	053611109	55	950	SH	DEF/OTH	10	
AVON PRODS INC	COM	054303102	411	13270	SH	DEFINED	10	
AVON PRODS INC	COM	054303102	7	225	SH	DEF/OTH	10	
AZTAR CORP	COM	054802103	603	11600	SH	DEFINED	7	
BB&T CORP	COM	054937107	1119	26917	SH	DEFINED	10	
BB&T CORP	COM	054937107	140	3375	SH	DEF/OTH	10	
BJ SVCS CO	COM	055482103	495	13296	SH	DEFINED	10	
BJ SVCS CO	COM	055482103	20	550	SH	DEF/OTH	10	
BJ SVCS CO	COM	055482103	101	2700	SH	DEFINED	7	
BJ SVCS CO	COM	055482103	16	440	SH	DEFINED	9	
BJS WHOLESALE CLUB INC	COM	05548J106	469	16547	SH	DEFINED	10	
BJS WHOLESALE CLUB INC	COM	05548J106	11	400	SH	DEF/OTH	10	
BP PLC	SPONSORED ADR	055622104	6052	86944	SH	DEFINED	10	
BP PLC	SPONSORED ADR	055622104	1895	27226	SH	DEF/OTH	10	
BP PLC	SPONSORED ADR	055622104	391	5612	SH	DEFINED	9	
BAKER HUGHES INC	COM	057224107	8552	104480	SH	DEFINED	10	
BAKER HUGHES INC	COM	057224107	392	4795	SH	DEF/OTH	10	
BANK OF AMERICA CORPORATION	COM	060505104	16564	344360	SH	DEFINED	10	
BANK OF AMERICA CORPORATION	COM	060505104	4420	91894	SH	DEF/OTH	10	
BANK OF AMERICA CORPORATION	COM	060505104	13230	275050	SH	DEFINED	7	
BANK OF AMERICA CORPORATION	COM	060505104	764	15888	SH	DEFINED	9	
BANK NEW YORK INC	COM	064057102	402	12481	SH	DEFINED	10	
BANK NEW YORK INC	COM	064057102	6	175	SH	DEF/OTH	10	
BANK NEW YORK INC	COM	064057102	335	10400	SH	DEFINED	7	
BARD C R INC	COM	067383109	6551	89420	SH	DEFINED	10	
BARD C R INC	COM	067383109	361	4925	SH	DEF/OTH	10	
BARNES & NOBLE INC	COM	067774109	774	21215	SH	DEFINED	10	
BARNES & NOBLE INC	COM	067774109	183	5013	SH	DEF/OTH	10	
BARRICK GOLD CORP	COM	067901108	30	1025	SH	DEFINED	10	
BARRICK GOLD CORP	COM	067901108	1714	57920	SH	DEFINED	7	
BARRICK GOLD CORP	COM	067901108	8880	300000	SH	PUT	DEFINED	7
BARR PHARMACEUTICALS INC	COM	068306109	2842	59599	SH	DEFINED	10	
BARR PHARMACEUTICALS INC	COM	068306109	178	3734	SH	DEF/OTH	10	
BAXTER INTL INC	COM	071813109	544	14803	SH	DEFINED	10	
BAXTER INTL INC	COM	071813109	146	3982	SH	DEF/OTH	10	
BAYER A G	SPONSORED ADR	072730302	2525	55000	SH	DEFINED	7	
BEAR STEARNS COS INC	COM	073902108	4292	30641	SH	DEFINED	10	
BEAR STEARNS COS INC	COM	073902108	92	654	SH	DEF/OTH	10	
BECTON DICKINSON & CO	COM	075887109	1458	23852	SH	DEFINED	10	
BECTON DICKINSON & CO	COM	075887109	278	4550	SH	DEF/OTH	10	
BED BATH & BEYOND INC	COM	075896100	289	8721	SH	DEFINED	10	
BED BATH & BEYOND INC	COM	075896100	38	1150	SH	DEF/OTH	10	
BELLSOUTH CORP	COM	079860102	2136	58999	SH	DEFINED	10	
BELLSOUTH CORP	COM	079860102	713	19698	SH	DEF/OTH	10	
BELLSOUTH CORP	COM	079860102	5951	164400	SH	DEFINED	7	
BELO CORP	COM SER A	080555105	1731	110970	SH	DEFINED	10	
BEMIS INC	COM	081437105	506	16541	SH	DEFINED	10	
BEMIS INC	COM	081437105	11	350	SH	DEF/OTH	10	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	131	43	SH	DEFINED	10	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	846	278	SH	DEF/OTH	10	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	12	4	SH	DEFINED	7	
BEST BUY INC	COM	086516101	4047	73792	SH	DEFINED	10	
BEST BUY INC	COM	086516101	197	3597	SH	DEF/OTH	10	
BEST BUY INC	COM	086516101	367	6700	SH	DEFINED	7	

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

BIOMET INC	COM	090613100	762	24349	SH	DEFINED	10
BIOMET INC	COM	090613100	232	7425	SH	DEF/OTH	10
BIOGEN IDEC INC	COM	09062X103	9	200	SH	DEFINED	10
BIOGEN IDEC INC	COM	09062X103	1129	24380	SH	DEFINED	7
BLACK & DECKER CORP	COM	091797100	293	3475	SH	DEFINED	10
BLACK & DECKER CORP	COM	091797100	59	700	SH	DEF/OTH	10
BOEING CO	COM	097023105	3825	46698	SH	DEFINED	10
BOEING CO	COM	097023105	863	10536	SH	DEF/OTH	10
BOEING CO	COM	097023105	57	700	SH	DEFINED	9
BORG WARNER INC	COM	099724106	467	7172	SH	DEFINED	10
BORG WARNER INC	COM	099724106	16	250	SH	DEF/OTH	10
BOSTON SCIENTIFIC CORP	COM	101137107	3	158	SH	DEFINED	10
BOSTON SCIENTIFIC CORP	COM	101137107	473	28102	SH	DEFINED	7
BOTTOMLINE TECH DEL INC	COM	101388106	430	52800	SH	DEFINED	10
BOWATER INC	COM	102183100	289	12700	SH	DEFINED	7
BOWATER INC	COM	102183100	398	17500	SH	DEFINED	9
BRIGGS & STRATTON CORP	COM	109043109	95	3050	SH	DEFINED	10
BRIGGS & STRATTON CORP	COM	109043109	137	4400	SH	DEF/OTH	10
BRISTOL MYERS SQUIBB CO	COM	110122108	2852	110298	SH	DEFINED	10
BRISTOL MYERS SQUIBB CO	COM	110122108	592	22892	SH	DEF/OTH	10
BRISTOL MYERS SQUIBB CO	COM	110122108	155	6000	SH	DEFINED	7
BRISTOL MYERS SQUIBB CO	COM	110122108	57	2200	SH	DEFINED	9
BROOKFIELD HOMES CORP	COM	112723101	277	8400	SH	DEFINED	7
BURLINGTON NORTHN SANTA FE C	COM	12189T104	594	7497	SH	DEFINED	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	43	544	SH	DEF/OTH	10
BURLINGTON NORTHN SANTA FE C	COM	12189T104	4204	53046	SH	DEFINED	7
BURLINGTON NORTHN SANTA FE C	COM	12189T104	7925	100000	SH	CALL	DEFINED 7
BURLINGTON NORTHN SANTA FE C	COM	12189T104	7925	100000	SH	PUT	DEFINED 7
C D W CORP	COM	12512N105	185	3389	SH	DEFINED	10
C D W CORP	COM	12512N105	10	175	SH	DEF/OTH	10
C D W CORP	COM	12512N105	853	15610	SH	DEFINED	7
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	558	10474	SH	DEFINED	10
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	17	325	SH	DEF/OTH	10
CIT GROUP INC	COM	125581108	998	19080	SH	DEFINED	10
CIT GROUP INC	COM	125581108	46	875	SH	DEF/OTH	10
CSK AUTO CORP	COM	125965103	2396	200200	SH	DEFINED	9
CSX CORP	COM	126408103	377	5345	SH	DEFINED	10
CSX CORP	COM	126408103	127	1800	SH	DEF/OTH	10
CVS CORP	COM	126650100	7459	242966	SH	DEFINED	10
CVS CORP	COM	126650100	736	23971	SH	DEF/OTH	10
CVS CORP	COM	126650100	30	970	SH	DEFINED	9
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	884	41200	SH	DEFINED	7
CAPITAL ONE FINL CORP	COM	14040H105	4035	47221	SH	DEFINED	10
CAPITAL ONE FINL CORP	COM	14040H105	123	1439	SH	DEF/OTH	10
CAPITAL ONE FINL CORP	COM	14040H105	156	1825	SH	DEFINED	7
CARDINAL HEALTH INC	COM	14149Y108	2257	35082	SH	DEFINED	10
CARDINAL HEALTH INC	COM	14149Y108	71	1096	SH	DEF/OTH	10
CARDINAL HEALTH INC	COM	14149Y108	262	4067	SH	DEFINED	7
CAREMARK RX INC	COM	141705103	533	10678	SH	DEFINED	10
CAREMARK RX INC	COM	141705103	219	4399	SH	DEFINED	9
CARNIVAL CORP	PAIRED CTF	143658300	319	7643	SH	DEFINED	10
CARNIVAL CORP	PAIRED CTF	143658300	81	1950	SH	DEF/OTH	10
CARNIVAL CORP	PAIRED CTF	143658300	443	10603	SH	DEFINED	7
CARRAMERICA RLTY CORP	COM	144418100	3546	79600	SH	DEFINED	7
CATERPILLAR INC DEL	COM	149123101	8497	114084	SH	DEFINED	10
CATERPILLAR INC DEL	COM	149123101	564	7575	SH	DEF/OTH	10
CATERPILLAR INC DEL	COM	149123101	988	13268	SH	DEFINED	7
CENDANT CORP	COM	151313103	172	10588	SH	DEFINED	10
CENDANT CORP	COM	151313103	1932	118600	SH	DEFINED	7
CENDANT CORP	COM	151313103	33	2000	SH	DEFINED	9
CERADYNE INC	NOTE 2.875%12/1	156710AA3	47	42758	SH	DEFINED	9
CHARLES RIV LABS INTL INC	COM	159864107	395	10728	SH	DEFINED	10

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

CHARLES RIV LABS INTL INC	COM		159864107	27	725	SH		DEF/OTH	10
CHARTER COMMUNICATIONS INC D	NOTE	5.875%11/1	16117MAE7	613	826446	SH		DEFINED	9
CHESAPEAKE ENERGY CORP	COM		165167107	717	23700	SH		DEFINED	7
CHESAPEAKE ENERGY CORP	NOTE	2.750%11/1	165167BW6	2559	2500000	SH		DEFINED	9
CHEVRON CORP NEW	COM		166764100	14092	227071	SH		DEFINED	10
CHEVRON CORP NEW	COM		166764100	2821	45454	SH		DEF/OTH	10
CHEVRON CORP NEW	COM		166764100	684	11022	SH		DEFINED	7
CHEVRON CORP NEW	COM		166764100	564	9091	SH		DEFINED	9
CIENA CORP	NOTE	0.250% 5/0	171779AB7	4981	5000000	SH		DEFINED	9
CIRCUIT CITY STORE INC	COM		172737108	304	11150	SH		DEFINED	10
CISCO SYS INC	COM		17275R102	8074	413423	SH		DEFINED	10
CISCO SYS INC	COM		17275R102	970	49675	SH		DEF/OTH	10
CISCO SYS INC	COM		17275R102	90	4600	SH		DEFINED	7
CISCO SYS INC	COM		17275R102	9374	480000	SH	CALL	DEFINED	7
CISCO SYS INC	COM		17275R102	979	50119	SH		DEFINED	9
CISCO SYS INC	COM		17275R102	32	1615	SH		DEF/OTH	9
CITADEL BROADCASTING CORP	NOTE	1.875% 2/1	17285TAB2	182	222353	SH		DEFINED	9
CITIGROUP INC	COM		172967101	13656	283017	SH		DEFINED	10
CITIGROUP INC	COM		172967101	1951	40427	SH		DEF/OTH	10
CITIGROUP INC	COM		172967101	5631	116696	SH		DEFINED	7
CITIGROUP INC	COM		172967101	1002	20760	SH		DEFINED	9
CITIGROUP INC	COM		172967101	34	700	SH		DEF/OTH	9
CLEAR CHANNEL COMMUNICATIONS	COM		184502102	975	31500	SH		DEFINED	7
CLOROX CO DEL	COM		189054109	1057	17336	SH		DEFINED	10
CLOROX CO DEL	COM		189054109	90	1470	SH		DEF/OTH	10
CLOROX CO DEL	COM		189054109	98	1600	SH		DEFINED	7
COACH INC	COM		189754104	601	20110	SH		DEFINED	10
COACH INC	COM		189754104	82	2732	SH		DEF/OTH	10
COCA COLA CO	COM		191216100	3600	83685	SH		DEFINED	10
COCA COLA CO	COM		191216100	1982	46079	SH		DEF/OTH	10
COCA COLA CO	COM		191216100	18885	438993	SH		DEFINED	7
COCA COLA CO	COM		191216100	3	70	SH		DEFINED	9
COGNOS INC	COM		19244C109	2464	86593	SH		DEFINED	10
COGNOS INC	COM		19244C109	27	960	SH		DEF/OTH	10
COLGATE PALMOLIVE CO	COM		194162103	624	10422	SH		DEFINED	10
COLGATE PALMOLIVE CO	COM		194162103	166	2775	SH		DEF/OTH	10
COLGATE PALMOLIVE CO	COM		194162103	242	4032	SH		DEFINED	9
COMCAST CORP NEW	CL A		20030N101	887	27100	SH		DEFINED	10
COMCAST CORP NEW	CL A		20030N101	313	9554	SH		DEF/OTH	10
COMCAST CORP NEW	CL A		20030N101	17548	535989	SH		DEFINED	7
COMCAST CORP NEW	CL A		20030N101	5	155	SH		DEFINED	9
COMMERCE BANCORP INC NJ	COM		200519106	93	2600	SH		DEFINED	10
COMMERCE BANCORP INC NJ	COM		200519106	116	3250	SH		DEF/OTH	10
COMMUNITY HEALTH SYS INC NEW	COM		203668108	3100	84348	SH		DEFINED	9
COMPUTER ASSOC INTL INC	NOTE	1.625%12/1	204912AQ2	2791	2500000	SH		DEFINED	9
COMPUTER SCIENCES CORP	COM		205363104	833	17152	SH		DEFINED	10
COMPUTER SCIENCES CORP	COM		205363104	42	860	SH		DEF/OTH	10
COMPUTER SCIENCES CORP	COM		205363104	39	800	SH		DEFINED	7
COMPUTER SCIENCES CORP	COM		205363104	121	2500	SH		DEFINED	9
CONOCOPHILLIPS	COM		20825C104	13647	208256	SH		DEFINED	10
CONOCOPHILLIPS	COM		20825C104	1771	27023	SH		DEF/OTH	10
CONOCOPHILLIPS	COM		20825C104	13106	200000	SH	CALL	DEFINED	7
CONOCOPHILLIPS	COM		20825C104	13106	200000	SH	PUT	DEFINED	7
CONSOLIDATED EDISON INC	COM		209115104	150	3365	SH		DEFINED	10
CONSOLIDATED EDISON INC	COM		209115104	250	5631	SH		DEF/OTH	10
CONSOLIDATED EDISON INC	COM		209115104	83547	1880000	SH		DEFINED	7
CONSTELLATION BRANDS INC	CL A		21036P108	4124	164962	SH		DEFINED	10
CONSTELLATION BRANDS INC	CL A		21036P108	231	9246	SH		DEF/OTH	10
CONSTELLATION BRANDS INC	CL A		21036P108	1240	49600	SH		DEFINED	7
CONSTAR INTL INC NEW	COM		21036U107	48	12500	SH		DEFINED	9
CONSTELLATION ENERGY GROUP I	COM		210371100	2614	47938	SH		DEFINED	10
CONSTELLATION ENERGY GROUP I	COM		210371100	262	4810	SH		DEF/OTH	10

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

CONSTELLATION ENERGY GROUP I	COM		210371100	709	13000	SH	DEFINED	7
CORNING INC	COM		219350105	204	8418	SH	DEFINED	10
CORNING INC	COM		219350105	74	3070	SH	DEF/OTH	10
CORNING INC	COM		219350105	1230	50840	SH	DEFINED	7
CYPRESS SEMICONDUCTOR CORP	COM		232806109	25	1750	SH	DEFINED	10
CYPRESS SEMICONDUCTOR CORP	COM		232806109	10	700	SH	DEF/OTH	10
CYPRESS SEMICONDUCTOR CORP	COM		232806109	471	32425	SH	DEFINED	7
DRS TECHNOLOGIES INC	COM		23330X100	403	8276	SH	DEFINED	10
DRS TECHNOLOGIES INC	COM		23330X100	12	238	SH	DEF/OTH	10
DRS TECHNOLOGIES INC	COM		23330X100	643	13199	SH	DEFINED	7
DST SYS INC DEL	COM		233326107	580	9743	SH	DEFINED	10
DST SYS INC DEL	COM		233326107	34	575	SH	DEF/OTH	10
DTE ENERGY CO	COM		233331107	345	8471	SH	DEFINED	10
DTE ENERGY CO	COM		233331107	29	700	SH	DEF/OTH	10
DANAHER CORP DEL	COM		235851102	317	4925	SH	DEFINED	10
DANAHER CORP DEL	COM		235851102	100	1550	SH	DEF/OTH	10
DANAHER CORP DEL	COM		235851102	836	12990	SH	DEFINED	9
DARDEN RESTAURANTS INC	COM		237194105	244	6200	SH	DEFINED	10
DARDEN RESTAURANTS INC	COM		237194105	191	4850	SH	DEF/OTH	10
DEAN FOODS CO NEW	COM		242370104	172	4624	SH	DEFINED	10
DEAN FOODS CO NEW	COM		242370104	51	1375	SH	DEF/OTH	10
DELL INC	COM		24702R101	497	20319	SH	DEFINED	10
DELL INC	COM		24702R101	81	3320	SH	DEF/OTH	10
DELL INC	COM		24702R101	4795	196050	SH	DEFINED	7
DELL INC	COM		24702R101	180	7350	SH	DEFINED	9
DENTSPLY INTL INC NEW	COM		249030107	3859	63678	SH	DEFINED	10
DENTSPLY INTL INC NEW	COM		249030107	412	6795	SH	DEF/OTH	10
DEVON ENERGY CORP NEW	COM		25179M103	848	14042	SH	DEFINED	10
DEVON ENERGY CORP NEW	COM		25179M103	65	1078	SH	DEF/OTH	10
DIAGNOSTIC PRODS CORP	COM		252450101	1024	17600	SH	DEFINED	7
DISNEY WALT CO	COM	DISNEY	254687106	6152	205058	SH	DEFINED	10
DISNEY WALT CO	COM	DISNEY	254687106	336	11195	SH	DEF/OTH	10
DOMINION RES INC VA NEW	COM		25746U109	1492	19955	SH	DEFINED	10
DOMINION RES INC VA NEW	COM		25746U109	348	4658	SH	DEF/OTH	10
DONNELLEY R R & SONS CO	COM		257867101	2054	64299	SH	DEFINED	10
DONNELLEY R R & SONS CO	COM		257867101	444	13905	SH	DEF/OTH	10
DOVER CORP	COM		260003108	900	18200	SH	DEFINED	10
DOW CHEM CO	COM		260543103	734	18798	SH	DEFINED	10
DOW CHEM CO	COM		260543103	160	4091	SH	DEF/OTH	10
DOW CHEM CO	COM		260543103	1392	35670	SH	DEFINED	7
DOW CHEM CO	COM		260543103	39	1000	SH	DEFINED	9
DU PONT E I DE NEMOURS & CO	COM		263534109	1867	44880	SH	DEFINED	10
DU PONT E I DE NEMOURS & CO	COM		263534109	717	17229	SH	DEF/OTH	10
DU PONT E I DE NEMOURS & CO	COM		263534109	371	8928	SH	DEFINED	9
DUKE ENERGY CORP NEW	COM		26441C105	5524	188076	SH	DEFINED	10
DUKE ENERGY CORP NEW	COM		26441C105	534	18174	SH	DEF/OTH	10
DUKE ENERGY CORP NEW	COM		26441C105	1004	34200	SH	DEFINED	7
DUKE ENERGY CORP NEW	COM		26441C105	36	1234	SH	DEFINED	9
DUN & BRADSTREET CORP DEL NE	COM		26483E100	381	5472	SH	DEFINED	10
DUN & BRADSTREET CORP DEL NE	COM		26483E100	23	325	SH	DEF/OTH	10
DYCOM INDS INC	COM		267475101	374	17550	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	5	940	SH	DEFINED	10
DYNEGY INC NEW	CL A		26816Q101	2102	384216	SH	DEFINED	9
E M C CORP MASS	COM		268648102	225	20520	SH	DEFINED	10
E M C CORP MASS	COM		268648102	25	2250	SH	DEF/OTH	10
E M C CORP MASS	COM		268648102	21	1950	SH	DEFINED	7
EOG RES INC	COM		26875P101	675	9740	SH	DEFINED	10
EASTMAN KODAK CO	COM		277461109	10	400	SH	DEFINED	10
EASTMAN KODAK CO	COM		277461109	3198	134496	SH	DEFINED	7
EASTMAN KODAK CO	NOTE	3.375%10/1	277461BE8	4844	5000000	SH	DEFINED	9
EATON CORP	COM		278058102	1265	16783	SH	DEFINED	10
EATON CORP	COM		278058102	62	825	SH	DEF/OTH	10

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

EATON CORP	COM	278058102	57	750	SH	DEFINED	9
EBAY INC	COM	278642103	96	3272	SH	DEFINED	7
EBAY INC	COM	278642103	400	13648	SH	DEFINED	9
ECOLAB INC	COM	278865100	7353	181186	SH	DEFINED	10
ECOLAB INC	COM	278865100	589	14520	SH	DEF/OTH	10
EDWARDS AG INC	COM	281760108	119	2149	SH	DEFINED	10
EDWARDS AG INC	COM	281760108	120	2175	SH	DEF/OTH	10
ELDORADO GOLD CORP NEW	COM	284902103	132	27300	SH	DEFINED	7
ELECTRONIC DATA SYS NEW	COM	285661104	144	5965	SH	DEFINED	10
ELECTRONIC DATA SYS NEW	COM	285661104	17	700	SH	DEF/OTH	10
ELECTRONIC DATA SYS NEW	COM	285661104	5107	212259	SH	DEFINED	9
EMBARQ CORP	COM	29078E105	26	639	SH	DEFINED	10
EMBARQ CORP	COM	29078E105	9	227	SH	DEF/OTH	10
EMBARQ CORP	COM	29078E105	462	11279	SH	DEFINED	7
EMBARQ CORP	COM	29078E105	3501	85420	SH	DEFINED	9
EMERSON ELEC CO	COM	291011104	3764	44906	SH	DEFINED	10
EMERSON ELEC CO	COM	291011104	568	6775	SH	DEF/OTH	10
ENERGIZER HLDGS INC	COM	29266R108	392	6699	SH	DEFINED	10
ENERGIZER HLDGS INC	COM	29266R108	70	1192	SH	DEF/OTH	10
ENTERGY CORP NEW	COM	29364G103	2017	28512	SH	DEFINED	10
ENTERGY CORP NEW	COM	29364G103	159	2242	SH	DEF/OTH	10
ENTERGY CORP NEW	COM	29364G103	71	1000	SH	DEFINED	7
EQUITABLE RES INC	COM	294549100	2944	87894	SH	DEFINED	10
EQUITABLE RES INC	COM	294549100	191	5700	SH	DEF/OTH	10
EVERGREEN SOLAR INC	COM	30033R108	726	55900	SH	DEFINED	7
EXELON CORP	COM	30161N101	2994	52678	SH	DEFINED	10
EXELON CORP	COM	30161N101	285	5018	SH	DEF/OTH	10
EXELON CORP	COM	30161N101	1188	20901	SH	DEFINED	9
EXXON MOBIL CORP	COM	30231G102	30158	491573	SH	DEFINED	10
EXXON MOBIL CORP	COM	30231G102	11509	187603	SH	DEF/OTH	10
EXXON MOBIL CORP	COM	30231G102	1129	18400	SH	DEFINED	7
EXXON MOBIL CORP	COM	30231G102	2128	34682	SH	DEFINED	9
EXXON MOBIL CORP	COM	30231G102	101	1650	SH	DEF/OTH	9
FPL GROUP INC	COM	302571104	3884	93857	SH	DEFINED	10
FPL GROUP INC	COM	302571104	851	20568	SH	DEF/OTH	10
FAIR ISAAC CORP	COM	303250104	295	8118	SH	DEFINED	10
FAIR ISAAC CORP	COM	303250104	22	600	SH	DEF/OTH	10
FEDERAL HOME LN MTG CORP	COM	313400301	763	13378	SH	DEFINED	10
FEDERAL HOME LN MTG CORP	COM	313400301	201	3525	SH	DEF/OTH	10
FEDERAL HOME LN MTG CORP	COM	313400301	200	3500	SH	DEFINED	7
FEDERAL NATL MTG ASSN	COM	313586109	374	7770	SH	DEFINED	10
FEDERAL NATL MTG ASSN	COM	313586109	49	1025	SH	DEF/OTH	10
FEDERAL NATL MTG ASSN	COM	313586109	4685	97400	SH	DEFINED	7
FEDERAL NATL MTG ASSN	COM	313586109	7215	150000	SH	CALL	DEFINED 7
FEDERAL NATL MTG ASSN	COM	313586109	7215	150000	SH	PUT	DEFINED 7
FEDERAL NATL MTG ASSN	COM	313586109	5	100	SH	DEFINED	9
FEDERATED DEPT STORES INC DE	COM	31410H101	1642	44853	SH	DEFINED	10
FEDERATED DEPT STORES INC DE	COM	31410H101	87	2372	SH	DEF/OTH	10
FEDEX CORP	COM	31428X106	2797	23931	SH	DEFINED	10
FEDEX CORP	COM	31428X106	284	2433	SH	DEF/OTH	10
FIDELITY NATL TITLE GROUP IN	CL A	31620R105	214	10900	SH	DEFINED	7
FIRST DATA CORP	COM	319963104	1305	28974	SH	DEFINED	10
FIRST DATA CORP	COM	319963104	324	7193	SH	DEF/OTH	10
FIRST DATA CORP	COM	319963104	1874	41611	SH	DEFINED	7
FISERV INC	COM	337738108	4388	96746	SH	DEFINED	10
FISERV INC	COM	337738108	344	7591	SH	DEF/OTH	10
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	95	1299	SH	DEFINED	10
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	41	560	SH	DEF/OTH	10
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	1366	18700	SH	DEFINED	7
FLUOR CORP NEW	COM	343412102	42	453	SH	DEFINED	10
FLUOR CORP NEW	COM	343412102	35	375	SH	DEF/OTH	10
FLUOR CORP NEW	COM	343412102	5232	56304	SH	DEFINED	9

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

FORD MTR CO DEL	COM PAR \$0.01	345370860	28	4080	SH	DEFINED	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	8	1186	SH	DEF/OTH	10
FORD MTR CO DEL	COM PAR \$0.01	345370860	24	3500	SH	DEFINED	7
FORD MTR CO DEL	COM PAR \$0.01	345370860	128	18481	SH	DEFINED	9
FOREST CITY ENTERPRISES INC	CL A	345550107	201	4028	SH	DEFINED	10
FOREST OIL CORP	COM PAR \$0.01	346091705	995	30000	SH	DEFINED	7
FORTUNE BRANDS INC	COM	349631101	505	7115	SH	DEFINED	10
FORTUNE BRANDS INC	COM	349631101	156	2200	SH	DEF/OTH	10
GAP INC DEL	COM	364760108	186	10695	SH	DEFINED	10
GAP INC DEL	COM	364760108	33	1875	SH	DEF/OTH	10
GATEWAY INC	NOTE 1.500%12/3	367626AB4	445	579375	SH	DEFINED	9
GEN-PROBE INC NEW	COM	36866T103	1501	27800	SH	DEFINED	7
GEN-PROBE INC NEW	COM	36866T103	37	688	SH	DEFINED	9
GENCORP INC	COM	368682100	256	16000	SH	DEFINED	7
GENERAL DYNAMICS CORP	COM	369550108	501	7648	SH	DEFINED	10
GENERAL DYNAMICS CORP	COM	369550108	148	2266	SH	DEF/OTH	10
GENERAL DYNAMICS CORP	COM	369550108	327	5000	SH	DEFINED	7
GENERAL ELECTRIC CO	COM	369604103	29243	887217	SH	DEFINED	10
GENERAL ELECTRIC CO	COM	369604103	9385	284745	SH	DEF/OTH	10
GENERAL ELECTRIC CO	COM	369604103	604	18340	SH	DEFINED	7
GENERAL ELECTRIC CO	COM	369604103	2178	66069	SH	DEFINED	9
GENERAL ELECTRIC CO	COM	369604103	354	10755	SH	DEF/OTH	9
GENERAL MLS INC	COM	370334104	1253	24246	SH	DEFINED	10
GENERAL MLS INC	COM	370334104	338	6550	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	7	224	SH	DEFINED	10
GENERAL MTRS CORP	COM	370442105	201	6753	SH	DEF/OTH	10
GENERAL MTRS CORP	COM	370442105	119199	4001300	SH	DEFINED	7
GENZYME CORP	COM	372917104	212	3475	SH	DEFINED	10
GENZYME CORP	COM	372917104	14	232	SH	DEF/OTH	10
GETTY IMAGES INC	COM	374276103	657	10347	SH	DEFINED	10
GETTY IMAGES INC	COM	374276103	9	142	SH	DEF/OTH	10
GILEAD SCIENCES INC	COM	375558103	429	7251	SH	DEFINED	10
GILEAD SCIENCES INC	COM	375558103	82	1388	SH	DEF/OTH	10
GILEAD SCIENCES INC	COM	375558103	2983	50421	SH	DEFINED	9
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	473	8473	SH	DEFINED	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	507	9091	SH	DEF/OTH	10
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	33	600	SH	DEFINED	9
GOLDEN WEST FINL CORP DEL	COM	381317106	201	2715	SH	DEFINED	10
GOLDEN WEST FINL CORP DEL	COM	381317106	30	400	SH	DEF/OTH	10
GOLDEN WEST FINL CORP DEL	COM	381317106	10343	139400	SH	DEFINED	7
GOLDMAN SACHS GROUP INC	COM	38141G104	6252	41558	SH	DEFINED	10
GOLDMAN SACHS GROUP INC	COM	38141G104	563	3740	SH	DEF/OTH	10
GOLDMAN SACHS GROUP INC	COM	38141G104	2979	19800	SH	DEFINED	7
GOLDMAN SACHS GROUP INC	COM	38141G104	53	350	SH	DEFINED	9
GOODRICH CORP	COM	382388106	4059	100741	SH	DEFINED	10
GOODRICH CORP	COM	382388106	334	8292	SH	DEF/OTH	10
GOODRICH CORP	COM	382388106	97	2400	SH	DEFINED	7
GOOGLE INC	CL A	38259P508	17	40	SH	DEFINED	10
GOOGLE INC	CL A	38259P508	1998	4765	SH	DEFINED	7
GRAINGER W W INC	COM	384802104	4258	56599	SH	DEFINED	10
GRAINGER W W INC	COM	384802104	256	3408	SH	DEF/OTH	10
GTECH HLDGS CORP	COM	400518106	569	16372	SH	DEFINED	10
GTECH HLDGS CORP	COM	400518106	50	1450	SH	DEF/OTH	10
GTECH HLDGS CORP	COM	400518106	5888	169300	SH	DEFINED	7
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2918	53500	SH	DEFINED	9
HNI CORP	COM	404251100	401	8838	SH	DEFINED	10
HNI CORP	COM	404251100	9	200	SH	DEF/OTH	10
HAEMONETICS CORP	COM	405024100	748	16079	SH	DEFINED	10
HAEMONETICS CORP	COM	405024100	14	295	SH	DEF/OTH	10
HALLIBURTON CO	COM	406216101	109	1468	SH	DEFINED	10
HALLIBURTON CO	COM	406216101	397	5344	SH	DEF/OTH	10
HALLIBURTON CO	COM	406216101	839	11300	SH	DEFINED	7

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

HANOVER INS GROUP INC	COM		410867105	574	12089	SH	DEFINED	10
HANOVER INS GROUP INC	COM		410867105	17	350	SH	DEF/OTH	10
HARLEY DAVIDSON INC	COM		412822108	263	4800	SH	DEFINED	10
HARLEY DAVIDSON INC	COM		412822108	66	1200	SH	DEF/OTH	10
HARMAN INTL INDS INC	COM		413086109	230	2700	SH	DEFINED	10
HARRIS CORP DEL	COM		413875105	260	6255	SH	DEFINED	10
HARRIS CORP DEL	COM		413875105	22	525	SH	DEF/OTH	10
HARTFORD FINL SVCS GROUP INC	COM		416515104	3939	46561	SH	DEFINED	10
HARTFORD FINL SVCS GROUP INC	COM		416515104	380	4486	SH	DEF/OTH	10
HAWAIIAN HOLDINGS INC	COM		419879101	1657	487375	SH	DEFINED	9
HEALTH MGMT ASSOC INC NEW	CL A		421933102	277	14050	SH	DEFINED	10
HEALTH MGMT ASSOC INC NEW	CL A		421933102	26	1300	SH	DEF/OTH	10
HEADWATERS INC	COM		42210P102	2974	116335	SH	DEFINED	9
HERSHEY CO	COM		427866108	5070	92070	SH	DEFINED	10
HERSHEY CO	COM		427866108	478	8685	SH	DEF/OTH	10
HERSHEY CO	COM		427866108	826	15000	SH	DEFINED	7
HEWLETT PACKARD CO	COM		428236103	6673	210635	SH	DEFINED	10
HEWLETT PACKARD CO	COM		428236103	1116	35240	SH	DEF/OTH	10
HEWLETT PACKARD CO	COM		428236103	269	8500	SH	DEFINED	7
HEWLETT PACKARD CO	COM		428236103	103	3265	SH	DEFINED	9
HILTON HOTELS CORP	COM		432848109	599	21187	SH	DEFINED	10
HILTON HOTELS CORP	COM		432848109	2823	99826	SH	DEFINED	9
HILTON HOTELS CORP	NOTE	3.375% 4/1	432848AZ2	146	111111	SH	DEFINED	9
HOME DEPOT INC	COM		437076102	2226	62187	SH	DEFINED	10
HOME DEPOT INC	COM		437076102	509	14233	SH	DEF/OTH	10
HOME DEPOT INC	COM		437076102	898	25096	SH	DEFINED	7
HOME DEPOT INC	COM		437076102	2729	76241	SH	DEFINED	9
HONEYWELL INTL INC	COM		438516106	449	11145	SH	DEFINED	10
HONEYWELL INTL INC	COM		438516106	418	10384	SH	DEF/OTH	10
HONEYWELL INTL INC	COM		438516106	2047	50800	SH	DEFINED	7
I-FLOW CORP	COM NEW		449520303	357	33000	SH	DEFINED	10
IPCS INC	COM NEW		44980Y305	2959	61264	SH	DEFINED	9
ILLINOIS TOOL WKS INC	COM		452308109	797	16784	SH	DEFINED	10
ILLINOIS TOOL WKS INC	COM		452308109	91	1910	SH	DEF/OTH	10
ILLINOIS TOOL WKS INC	COM		452308109	1402	29508	SH	DEFINED	7
IMATION CORP	COM		45245A107	669	16306	SH	DEFINED	10
IMATION CORP	COM		45245A107	23	560	SH	DEF/OTH	10
IMAX CORP	COM		45245E109	616	67213	SH	DEFINED	7
INTEL CORP	COM		458140100	6480	341028	SH	DEFINED	10
INTEL CORP	COM		458140100	955	50238	SH	DEF/OTH	10
INTEL CORP	COM		458140100	14884	783379	SH	DEFINED	7
INTEL CORP	COM		458140100	374	19680	SH	DEFINED	9
INTEL CORP	SDCV	2.950%12/1	458140AD2	67	79291	SH	DEFINED	9
INTERNATIONAL BUSINESS MACHS	COM		459200101	9281	120817	SH	DEFINED	10
INTERNATIONAL BUSINESS MACHS	COM		459200101	1982	25804	SH	DEF/OTH	10
INTERNATIONAL BUSINESS MACHS	COM		459200101	205320	2672742	SH	DEFINED	7
INTERNATIONAL BUSINESS MACHS	COM		459200101	316	4117	SH	DEFINED	9
INTERNATIONAL BUSINESS MACHS	COM		459200101	22	285	SH	DEF/OTH	9
INTERSIL CORP	CL A		46069S109	215	9235	SH	DEFINED	10
INTUITIVE SURGICAL INC	COM NEW		46120E602	230	2000	SH	DEFINED	10
INVITROGEN CORP	COM		46185R100	303	4579	SH	DEFINED	10
INVITROGEN CORP	COM		46185R100	12	175	SH	DEF/OTH	10
ISHARES INC	MSCI AUSTRALIA		464286103	1187	57218	SH	DEFINED	9
ISHARES INC	MSCI CDA INDEX		464286509	406	17100	SH	DEFINED	9
ISHARES INC	MSCI EMU INDEX		464286608	10245	116339	SH	DEFINED	9
ISHARES INC	MSCI PAC J IDX		464286665	3098	28870	SH	DEFINED	9
ISHARES INC	MSCI UTD KINGD		464286699	3579	170030	SH	DEFINED	9
ISHARES INC	MSCI TAIWAN		464286731	6302	491577	SH	DEFINED	9
ISHARES INC	MSCI S KOREA		464286772	889	19700	SH	DEFINED	9
ISHARES INC	MSCI MALAYSIA		464286830	285	39100	SH	DEFINED	9
ISHARES INC	MSCI JAPAN		464286848	11832	867455	SH	DEFINED	9
ISHARES TR	DJ SEL DIV INX		464287168	260	4125	SH	DEFINED	9

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

ISHARES TR	S&P 500 INDEX	464287200	17300	135631	SH	DEFINED	9
ISHARES TR	MSCI EMERG MKT	464287234	954	10165	SH	DEFINED	9
ISHARES TR	MSCI EAFE IDX	464287465	852	13025	SH	DEFINED	9
ISHARES TR	RUSSELL 2000	464287655	361	5029	SH	DEFINED	9
ISHARES TR	DJ US TECH SEC	464287721	3024	63720	SH	DEFINED	9
ISHARES TR	DJ US FINL SEC	464287788	271	2600	SH	DEFINED	9
ISHARES TR	S&P SMLCAP 600	464287804	5426	87382	SH	DEFINED	9
ISHARES TR	CONS GOODS IDX	464287812	2630	49202	SH	DEFINED	9
JDS UNIPHASE CORP	COM	46612J101	76	30000	SH	DEFINED	7
JDS UNIPHASE CORP	COM	46612J101	6	2500	SH	DEFINED	9
JP MORGAN CHASE & CO	COM	46625H100	9770	232614	SH	DEFINED	10
JP MORGAN CHASE & CO	COM	46625H100	1912	45516	SH	DEF/OTH	10
JP MORGAN CHASE & CO	COM	46625H100	873	20785	SH	DEFINED	7
JP MORGAN CHASE & CO	COM	46625H100	1976	47052	SH	DEFINED	9
JABIL CIRCUIT INC	COM	466313103	359	14040	SH	DEFINED	10
JABIL CIRCUIT INC	COM	466313103	1	45	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM	478160104	17826	297497	SH	DEFINED	10
JOHNSON & JOHNSON	COM	478160104	3924	65487	SH	DEF/OTH	10
JOHNSON & JOHNSON	COM	478160104	1789	29850	SH	DEFINED	7
JOHNSON & JOHNSON	COM	478160104	1190	19853	SH	DEFINED	9
JOHNSON & JOHNSON	COM	478160104	48	800	SH	DEF/OTH	9
JOHNSON CTLS INC	COM	478366107	6558	79758	SH	DEFINED	10
JOHNSON CTLS INC	COM	478366107	1424	17321	SH	DEF/OTH	10
JONES APPAREL GROUP INC	COM	480074103	70	2200	SH	DEFINED	10
JONES APPAREL GROUP INC	COM	480074103	795	25000	SH	DEFINED	7
JUNIPER NETWORKS INC	COM	48203R104	21	1340	SH	DEFINED	10
JUNIPER NETWORKS INC	COM	48203R104	4289	268230	SH	DEFINED	7
KFX INC	COM	48245L107	320	20925	SH	DEFINED	7
KELLOGG CO	COM	487836108	152	3135	SH	DEFINED	10
KELLOGG CO	COM	487836108	29	600	SH	DEF/OTH	10
KELLOGG CO	COM	487836108	58	1200	SH	DEFINED	9
KEYSPAN CORP	COM	49337W100	372	9196	SH	DEFINED	10
KEYSPAN CORP	COM	49337W100	53	1300	SH	DEF/OTH	10
KEYSPAN CORP	COM	49337W100	2630	65100	SH	DEFINED	7
KIMBERLY CLARK CORP	COM	494368103	1499	24296	SH	DEFINED	10
KIMBERLY CLARK CORP	COM	494368103	406	6580	SH	DEF/OTH	10
KIMBERLY CLARK CORP	COM	494368103	154	2500	SH	DEFINED	7
KIMBERLY CLARK CORP	COM	494368103	296	4800	SH	DEFINED	9
KINDER MORGAN INC KANS	COM	49455P101	671	6720	SH	DEFINED	10
KINDER MORGAN INC KANS	COM	49455P101	90	900	SH	DEF/OTH	10
KINDER MORGAN INC KANS	COM	49455P101	4475	44800	SH	DEFINED	7
KOMAG INC	COM NEW	500453204	41354	895500	SH	DEFINED	9
KOOKMIN BK NEW	SPONSORED ADR	50049M109	11	130	SH	DEFINED	7
KOOKMIN BK NEW	SPONSORED ADR	50049M109	7103	85511	SH	DEFINED	9
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	2275	120000	SH	DEFINED	9
LG PHILIP LCD CO LTD	SPONS ADR REP	50186V102	1522	84000	SH	DEFINED	9
LSI LOGIC CORP	COM	502161102	272	30400	SH	DEFINED	7
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2048	27157	SH	DEFINED	10
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	171	2265	SH	DEF/OTH	10
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	106	1400	SH	DEFINED	7
LAMAR ADVERTISING CO	CL A	512815101	2811	52200	SH	DEFINED	9
LAUDER ESTEE COS INC	CL A	518439104	2284	59066	SH	DEFINED	10
LAUDER ESTEE COS INC	CL A	518439104	194	5022	SH	DEF/OTH	10
LEGG MASON INC	COM	524901105	542	5442	SH	DEFINED	10
LEGG MASON INC	COM	524901105	20	200	SH	DEF/OTH	10
LEHMAN BROS HLDGS INC	COM	524908100	3086	47368	SH	DEFINED	10
LEHMAN BROS HLDGS INC	COM	524908100	171	2620	SH	DEF/OTH	10
LEHMAN BROS HLDGS INC	COM	524908100	391	5998	SH	DEFINED	9
LEVEL 3 COMMUNICATIONS INC	NOTE 10.000% 5/0	52729NBE9	4564	3000000	SH	DEFINED	9
LILLY ELI & CO	COM	532457108	1235	22343	SH	DEFINED	10
LILLY ELI & CO	COM	532457108	66	1199	SH	DEF/OTH	10
LILLY ELI & CO	COM	532457108	13711	248070	SH	DEFINED	7

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

LIMITED BRANDS INC	COM		532716107	334	13035	SH	DEFINED	10
LIMITED BRANDS INC	COM		532716107	13	500	SH	DEF/OTH	10
LIN TELEVISION CORP	SDEB	2.500% 5/1	532776AL5	61	67060	SH	DEFINED	9
LINCOLN NATL CORP IND	COM		534187109	1062	18811	SH	DEFINED	10
LINCOLN NATL CORP IND	COM		534187109	59	1047	SH	DEF/OTH	10
LOCKHEED MARTIN CORP	COM		539830109	1737	24215	SH	DEFINED	10
LOCKHEED MARTIN CORP	COM		539830109	35	486	SH	DEF/OTH	10
LOCKHEED MARTIN CORP	DBCV	8/1	539830AP4	31	26984	SH	DEFINED	9
LORAL SPACE & COMMUNICATNS L	COM		543881106	1810	63824	SH	DEFINED	9
LOUISIANA PAC CORP	COM		546347105	558	25478	SH	DEFINED	10
LOUISIANA PAC CORP	COM		546347105	45	2070	SH	DEF/OTH	10
LOWES COS INC	COM		548661107	2946	48563	SH	DEFINED	10
LOWES COS INC	COM		548661107	419	6910	SH	DEF/OTH	10
LOWES COS INC	COM		548661107	540	8900	SH	DEFINED	7
LUCENT TECHNOLOGIES INC	DBCV	2.750% 6/1	549463AH0	1577	1602564	SH	DEFINED	9
LUXOTTICA GROUP S P A	SPONSORED ADR		55068R202	895	33000	SH	DEFINED	7
M & T BK CORP	COM		55261F104	364	3085	SH	DEFINED	10
MANPOWER INC	COM		56418H100	588	9100	SH	DEFINED	10
MANPOWER INC	COM		56418H100	50	775	SH	DEF/OTH	10
MANULIFE FINL CORP	COM		56501R106	215	6772	SH	DEFINED	10
MANULIFE FINL CORP	COM		56501R106	6	200	SH	DEF/OTH	10
MARATHON OIL CORP	COM		565849106	1382	16586	SH	DEFINED	10
MARATHON OIL CORP	COM		565849106	152	1825	SH	DEF/OTH	10
MARINER ENERGY INC	COM		56845T305	604	32900	SH	DEFINED	7
MARSH & MCLENNAN COS INC	COM		571748102	282	10500	SH	DEFINED	10
MARSH & MCLENNAN COS INC	COM		571748102	74	2760	SH	DEFINED	9
MARSH & MCLENNAN COS INC	COM		571748102	773	28752	SH	DEF/OTH	9
MARSHALL & ILSLEY CORP	COM		571834100	1822	39824	SH	DEFINED	10
MARSHALL & ILSLEY CORP	COM		571834100	36	797	SH	DEF/OTH	10
MARRIOTT INTL INC NEW	CL A		571903202	468	12282	SH	DEFINED	10
MARRIOTT INTL INC NEW	CL A		571903202	29	750	SH	DEF/OTH	10
MAXIM INTEGRATED PRODS INC	COM		57772K101	10	300	SH	DEFINED	10
MAXIM INTEGRATED PRODS INC	COM		57772K101	344	10700	SH	DEFINED	7
MCCLATCHY CO	CL A		579489105	41	1024	SH	DEFINED	10
MCCLATCHY CO	CL A		579489105	1722	42914	SH	DEFINED	7
MCCORMICK & CO INC	COM NON VTG		579780206	723	21555	SH	DEFINED	10
MCCORMICK & CO INC	COM NON VTG		579780206	24	711	SH	DEF/OTH	10
MCDONALDS CORP	COM		580135101	2463	73318	SH	DEFINED	10
MCDONALDS CORP	COM		580135101	428	12733	SH	DEF/OTH	10
MCDONALDS CORP	COM		580135101	1165	34680	SH	DEFINED	7
MCDONALDS CORP	COM		580135101	81	2410	SH	DEFINED	9
MCGRAW HILL COS INC	COM		580645109	7638	152053	SH	DEFINED	10
MCGRAW HILL COS INC	COM		580645109	792	15766	SH	DEF/OTH	10
MCKESSON CORP	COM		58155Q103	609	12876	SH	DEFINED	10
MCKESSON CORP	COM		58155Q103	66	1400	SH	DEF/OTH	10
MEDCO HEALTH SOLUTIONS INC	COM		58405U102	593	10345	SH	DEFINED	10
MEDCO HEALTH SOLUTIONS INC	COM		58405U102	279	4867	SH	DEF/OTH	10
MEDCO HEALTH SOLUTIONS INC	COM		58405U102	14	241	SH	DEFINED	9
MEDICSIGHT INC	COM NEW		58470A205	54	12166	SH	DEFINED	7
MEDTRONIC INC	COM		585055106	1635	34855	SH	DEFINED	10
MEDTRONIC INC	COM		585055106	172	3676	SH	DEF/OTH	10
MEDTRONIC INC	COM		585055106	274	5850	SH	DEFINED	7
MELLON FINL CORP	COM		58551A108	417	12115	SH	DEFINED	10
MERCANTILE BANKSHARES CORP	COM		587405101	624	17493	SH	DEFINED	10
MERCANTILE BANKSHARES CORP	COM		587405101	22	611	SH	DEF/OTH	10
MERCK & CO INC	COM		589331107	968	26575	SH	DEFINED	10
MERCK & CO INC	COM		589331107	644	17675	SH	DEF/OTH	10
MERCK & CO INC	COM		589331107	145719	3999966	SH	DEFINED	7
MERCK & CO INC	COM		589331107	18	500	SH	DEFINED	9
MERRILL LYNCH & CO INC	COM		590188108	5592	80398	SH	DEFINED	10
MERRILL LYNCH & CO INC	COM		590188108	489	7028	SH	DEF/OTH	10
MERRILL LYNCH & CO INC	COM		590188108	124	1782	SH	DEFINED	9

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

METLIFE INC	COM	59156R108	4364	85220	SH	DEFINED	10
METLIFE INC	COM	59156R108	436	8519	SH	DEF/OTH	10
MICHAELS STORES INC	COM	594087108	8	200	SH	DEFINED	10
MICHAELS STORES INC	COM	594087108	8	200	SH	DEF/OTH	10
MICHAELS STORES INC	COM	594087108	1101	26700	SH	DEFINED	7
MICROSOFT CORP	COM	594918104	11340	486712	SH	DEFINED	10
MICROSOFT CORP	COM	594918104	1581	67852	SH	DEF/OTH	10
MICROSOFT CORP	COM	594918104	14446	619980	SH	DEFINED	7
MICROSOFT CORP	COM	594918104	1600	68673	SH	CALL	DEFINED 7
MICROSOFT CORP	COM	594918104	749	32130	SH	DEFINED	9
MIRANT CORP NEW	COM	60467R100	512	19100	SH	DEFINED	7
MIRANT CORP NEW	COM	60467R100	10511	392208	SH	DEFINED	9
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	4416	150000	SH	DEFINED	7
MODINE MFG CO	COM	607828100	193	8245	SH	DEFINED	10
MODINE MFG CO	COM	607828100	9	400	SH	DEF/OTH	10
MOHAWK INDS INC	COM	608190104	454	6454	SH	DEFINED	10
MOHAWK INDS INC	COM	608190104	23	325	SH	DEF/OTH	10
MOLEX INC	CL A	608554200	20	700	SH	DEFINED	10
MOLEX INC	CL A	608554200	1239	43142	SH	DEFINED	7
MONSANTO CO NEW	COM	61166W101	319	3792	SH	DEFINED	10
MONSANTO CO NEW	COM	61166W101	83	988	SH	DEF/OTH	10
MONSANTO CO NEW	COM	61166W101	0	1	SH	DEFINED	9
MORGAN STANLEY	COM NEW	617446448	3208	50753	SH	DEFINED	10
MORGAN STANLEY	COM NEW	617446448	252	3988	SH	DEF/OTH	10
MORGAN STANLEY	COM NEW	617446448	1264	20000	SH	CALL	DEFINED 7
MOTOROLA INC	COM	620076109	6008	298143	SH	DEFINED	10
MOTOROLA INC	COM	620076109	390	19376	SH	DEF/OTH	10
MOTOROLA INC	COM	620076109	66	3284	SH	DEFINED	7
MOTOROLA INC	COM	620076109	3237	160655	SH	DEFINED	9
MYLAN LABS INC	COM	628530107	626	31305	SH	DEFINED	10
MYLAN LABS INC	COM	628530107	127	6355	SH	DEF/OTH	10
NCR CORP NEW	COM	62886E108	4875	133054	SH	DEFINED	10
NCR CORP NEW	COM	62886E108	153	4172	SH	DEF/OTH	10
NRG ENERGY INC	COM NEW	629377508	670	13900	SH	DEFINED	7
NTL INC DEL	COM	62941W101	1046	42000	SH	DEFINED	7
NASH FINCH CO	COM	631158102	387	18200	SH	DEFINED	9
NATIONAL CITY CORP	COM	635405103	811	22407	SH	DEFINED	10
NATIONAL CITY CORP	COM	635405103	10	275	SH	DEF/OTH	10
NATIONAL CITY CORP	COM	635405103	69	1900	SH	DEFINED	7
NATIONAL FUEL GAS CO N J	COM	636180101	835	23767	SH	DEFINED	10
NATIONAL FUEL GAS CO N J	COM	636180101	55	1575	SH	DEF/OTH	10
NEW HAMPSHIRE THRIFT BANCSHS	COM	644722100	161	10000	SH	DEFINED	10
NEWELL RUBBERMAID INC	COM	651229106	186	7187	SH	DEFINED	10
NEWELL RUBBERMAID INC	COM	651229106	15	600	SH	DEF/OTH	10
NEWMONT MINING CORP	COM	651639106	235	4439	SH	DEFINED	7
NEWMONT MINING CORP	COM	651639106	1657	31298	SH	DEFINED	10
NEWMONT MINING CORP	COM	651639106	53	1000	SH	DEFINED	9
NEWS CORP	CL B	65248E203	6	300	SH	DEFINED	10
NEWS CORP	CL B	65248E203	6	300	SH	DEF/OTH	10
NEWS CORP	CL B	65248E203	10	494	SH	DEFINED	7
NEWS CORP	CL B	65248E203	2431	120450	SH	DEFINED	9
NIKE INC	CL B	654106103	152	1880	SH	DEFINED	10
NIKE INC	CL B	654106103	402	4968	SH	DEFINED	9
NOKIA CORP	SPONSORED ADR	654902204	347	17123	SH	DEFINED	10
NOKIA CORP	SPONSORED ADR	654902204	23	1125	SH	DEF/OTH	10
NOKIA CORP	SPONSORED ADR	654902204	8	400	SH	DEFINED	9
NORDSTROM INC	COM	655664100	1881	51524	SH	DEFINED	10
NORDSTROM INC	COM	655664100	306	8394	SH	DEF/OTH	10
NORDSTROM INC	COM	655664100	1608	44055	SH	DEFINED	9
NORFOLK SOUTHERN CORP	COM	655844108	361	6780	SH	DEFINED	10
NORFOLK SOUTHERN CORP	COM	655844108	255	4800	SH	DEF/OTH	10
NORTEL NETWORKS CORP NEW	COM	656568102	48	21300	SH	DEFINED	10

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

NORTEL NETWORKS CORP NEW	COM		656568102	1	400	SH	DEFINED	9
NORTH FORK BANCORPORATION NY	COM		659424105	181	5984	SH	DEFINED	10
NORTH FORK BANCORPORATION NY	COM		659424105	26	850	SH	DEF/OTH	10
NORTHROP GRUMMAN CORP	COM		666807102	813	12691	SH	DEFINED	10
NORTHROP GRUMMAN CORP	COM		666807102	261	4069	SH	DEF/OTH	10
NORTHWAY FINL INC	COM		667270102	206	5800	SH	DEFINED	10
NORTHWESTERN CORP	*W EXP 99/99/999		668074115	153	15788	SH	DEFINED	9
NORTHWESTERN CORP	COM NEW		668074305	447	13000	SH	DEFINED	7
NSTAR	COM		67019E107	221	7710	SH	DEFINED	10
NSTAR	COM		67019E107	50	1742	SH	DEF/OTH	10
NUCOR CORP	COM		670346105	2720	50135	SH	DEFINED	10
NUCOR CORP	COM		670346105	264	4871	SH	DEF/OTH	10
OCCIDENTAL PETE CORP DEL	COM		674599105	315	3067	SH	DEFINED	10
OCCIDENTAL PETE CORP DEL	COM		674599105	51	500	SH	DEF/OTH	10
OLIN CORP	COM PAR \$1		680665205	186	10400	SH	DEFINED	10
OLIN CORP	COM PAR \$1		680665205	19	1050	SH	DEF/OTH	10
OMNICOM GROUP INC	COM		681919106	3839	43088	SH	DEFINED	10
OMNICOM GROUP INC	COM		681919106	149	1672	SH	DEF/OTH	10
OMNICOM GROUP INC	COM		681919106	40	450	SH	DEFINED	7
OMNICOM GROUP INC	COM		681919106	269	3015	SH	DEFINED	9
OMNICOM GROUP INC	NOTE	7/3	681919AM8	45	45450	SH	DEFINED	9
ORACLE CORP	COM		68389X105	260	17951	SH	DEFINED	10
ORACLE CORP	COM		68389X105	119	8232	SH	DEF/OTH	10
ORACLE CORP	COM		68389X105	164	11352	SH	DEFINED	9
PHH CORP	COM NEW		693320202	4	150	SH	DEFINED	10
PHH CORP	COM NEW		693320202	204	7400	SH	DEFINED	7
PHH CORP	COM NEW		693320202	6	200	SH	DEFINED	9
PMC-SIERRA INC	COM		69344F106	2472	263000	SH	DEFINED	9
PNC FINL SVCS GROUP INC	COM		693475105	3396	48396	SH	DEFINED	10
PNC FINL SVCS GROUP INC	COM		693475105	233	3326	SH	DEF/OTH	10
PPG INDS INC	COM		693506107	674	10215	SH	DEFINED	10
PPG INDS INC	COM		693506107	236	3575	SH	DEF/OTH	10
PPL CORP	COM		69351T106	150	4645	SH	DEFINED	10
PPL CORP	COM		69351T106	95	2940	SH	DEF/OTH	10
PACCAR INC	COM		693718108	354	4296	SH	DEFINED	10
PACCAR INC	COM		693718108	12	150	SH	DEF/OTH	10
PALL CORP	COM		696429307	350	12500	SH	DEFINED	10
PALL CORP	COM		696429307	21	750	SH	DEF/OTH	10
PANAMSAT HLDG CORP	COM		69831Y105	2498	100000	SH	DEFINED	9
PANERA BREAD CO	CL A		69840W108	1891	28123	SH	DEFINED	10
PANERA BREAD CO	CL A		69840W108	15	225	SH	DEF/OTH	10
PEABODY ENERGY CORP	COM		704549104	238	4265	SH	DEFINED	10
PEABODY ENERGY CORP	COM		704549104	33	600	SH	DEF/OTH	10
PEP BOYS MANNY MOE & JACK	NOTE	4.250% 6/0	713278AP4	66	67191	SH	DEFINED	9
PEPCO HOLDINGS INC	COM		713291102	223	9469	SH	DEFINED	10
PEPCO HOLDINGS INC	COM		713291102	9	400	SH	DEF/OTH	10
PEPSICO INC	COM		713448108	14790	246341	SH	DEFINED	10
PEPSICO INC	COM		713448108	3215	53540	SH	DEF/OTH	10
PEPSICO INC	COM		713448108	72	1200	SH	DEFINED	7
PEPSICO INC	COM		713448108	144	2400	SH	DEFINED	9
PETCO ANIMAL SUPPLIES	COM NEW		716016209	2742	134203	SH	DEFINED	9
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR		71654V408	9	100	SH	DEF/OTH	10
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR		71654V408	4333	48519	SH	DEFINED	7
PETSMART INC	COM		716768106	232	9050	SH	DEFINED	10
PFIZER INC	COM		717081103	9000	383451	SH	DEFINED	10
PFIZER INC	COM		717081103	1953	83222	SH	DEF/OTH	10
PFIZER INC	COM		717081103	6790	289287	SH	DEFINED	7
PFIZER INC	COM		717081103	7041	300000	SH	CALL	DEFINED 7
PFIZER INC	COM		717081103	9388	400000	SH	PUT	DEFINED 7
PFIZER INC	COM		717081103	534	22764	SH	DEFINED	9
PFIZER INC	COM		717081103	17	740	SH	DEF/OTH	9
PHELPS DODGE CORP	COM		717265102	2388	29061	SH	DEFINED	10

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

PHELPS DODGE CORP	COM	717265102	243	2959	SH	DEF/OTH	10
PHILLIPS VAN HEUSEN CORP	COM	718592108	689	18044	SH	DEFINED	10
PHILLIPS VAN HEUSEN CORP	COM	718592108	9	236	SH	DEF/OTH	10
PITNEY BOWES INC	COM	724479100	420	10160	SH	DEFINED	10
PITNEY BOWES INC	COM	724479100	248	6000	SH	DEF/OTH	10
PIXELWORKS INC	SDCV 1.750% 5/1	72581MAB3	87	123188	SH	DEFINED	9
POPULAR INC	COM	733174106	374	19487	SH	DEFINED	10
POPULAR INC	COM	733174106	65	3400	SH	DEF/OTH	10
PORTLAND GEN ELEC CO	COM NEW	736508847	749	30000	SH	DEFINED	9
POWERSHARES ETF TRUST	WDRHLL CLN EN	73935X500	228	12000	SH	DEFINED	9
PRAXAIR INC	COM	74005P104	572	10600	SH	DEFINED	10
PRAXAIR INC	COM	74005P104	154	2850	SH	DEF/OTH	10
PRAXAIR INC	COM	74005P104	282	5225	SH	DEFINED	7
PRICE T ROWE GROUP INC	COM	74144T108	11	300	SH	DEFINED	10
PRICE T ROWE GROUP INC	COM	74144T108	2265	59911	SH	DEFINED	9
PROCTER & GAMBLE CO	COM	742718109	17350	312048	SH	DEFINED	10
PROCTER & GAMBLE CO	COM	742718109	2220	39932	SH	DEF/OTH	10
PROCTER & GAMBLE CO	COM	742718109	651	11700	SH	DEFINED	7
PROCTER & GAMBLE CO	COM	742718109	496	8913	SH	DEFINED	9
PROCTER & GAMBLE CO	COM	742718109	78	1400	SH	DEF/OTH	9
PROGRESS ENERGY INC	COM	743263105	303	7073	SH	DEFINED	10
PROGRESS ENERGY INC	COM	743263105	33	765	SH	DEF/OTH	10
PROGRESS ENERGY INC	COM	743263105	55731	1300000	SH	DEFINED	7
PROLOGIS	SH BEN INT	743410102	156360	3000000	SH	DEFINED	7
PRUDENTIAL FINL INC	COM	744320102	140	1796	SH	DEFINED	10
PRUDENTIAL FINL INC	COM	744320102	136	1749	SH	DEF/OTH	10
PULTE HOMES INC	COM	745867101	465	16160	SH	DEFINED	10
QUALCOMM INC	COM	747525103	1527	38115	SH	DEFINED	10
QUALCOMM INC	COM	747525103	331	8267	SH	DEF/OTH	10
QUEST DIAGNOSTICS INC	COM	74834L100	5093	84995	SH	DEFINED	10
QUEST DIAGNOSTICS INC	COM	74834L100	460	7677	SH	DEF/OTH	10
QUESTAR CORP	COM	748356102	432	5366	SH	DEFINED	10
QUESTAR CORP	COM	748356102	179	2225	SH	DEF/OTH	10
QWEST COMMUNICATIONS INTL IN	NOTE 3.500%11/1	749121BY4	513	338868	SH	DEFINED	9
RAYTHEON CO	COM NEW	755111507	407	9121	SH	DEFINED	10
RAYTHEON CO	COM NEW	755111507	35	791	SH	DEF/OTH	10
REGIONS FINANCIAL CORP NEW	COM	7591EP100	222	6692	SH	DEFINED	10
RESEARCH IN MOTION LTD	COM	760975102	1440	20640	SH	DEFINED	7
ROCKWELL AUTOMATION INC	COM	773903109	2926	40628	SH	DEFINED	10
ROCKWELL AUTOMATION INC	COM	773903109	74	1023	SH	DEF/OTH	10
ROHM & HAAS CO	COM	775371107	2226	44411	SH	DEFINED	10
ROHM & HAAS CO	COM	775371107	107	2139	SH	DEF/OTH	10
ROSS STORES INC	COM	778296103	276	9853	SH	DEFINED	10
ROSS STORES INC	COM	778296103	11	400	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	495	7395	SH	DEFINED	10
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	55	825	SH	DEF/OTH	10
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	42	620	SH	DEFINED	9
SEI INVESTMENTS CO	COM	784117103	388	7942	SH	DEFINED	10
SEI INVESTMENTS CO	COM	784117103	13	275	SH	DEF/OTH	10
SLM CORP	COM	78442P106	409	7735	SH	DEFINED	10
SLM CORP	COM	78442P106	108	2050	SH	DEF/OTH	10
SLM CORP	COM	78442P106	93826	1772975	SH	DEFINED	7
SPDR TR	UNIT SER 1	78462F103	3845	30220	SH	DEFINED	9
SSA GLOBAL TECHNOLOGIES INC	COM	78465P108	388	20000	SH	DEFINED	7
SAFECO CORP	COM	786429100	490	8698	SH	DEFINED	10
SAFECO CORP	COM	786429100	14	250	SH	DEF/OTH	10
ST PAUL TRAVELERS INC	COM	792860108	31	694	SH	DEFINED	10
ST PAUL TRAVELERS INC	COM	792860108	25	560	SH	DEF/OTH	10
ST PAUL TRAVELERS INC	COM	792860108	159	3563	SH	DEFINED	9
SANDISK CORP	NOTE 1.000% 5/1	80004CAC5	54	60713	SH	DEFINED	9
SCHEIN HENRY INC	COM	806407102	808	17282	SH	DEFINED	10
SCHEIN HENRY INC	COM	806407102	16	350	SH	DEF/OTH	10

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

SCHERING PLOUGH CORP	COM	806605101	159	8345	SH	DEFINED	10
SCHERING PLOUGH CORP	COM	806605101	114	6000	SH	DEF/OTH	10
SCHLUMBERGER LTD	COM	806857108	6885	105740	SH	DEFINED	10
SCHLUMBERGER LTD	COM	806857108	1058	16249	SH	DEF/OTH	10
SCHLUMBERGER LTD	COM	806857108	65	1000	SH	DEFINED	9
SCHWAB CHARLES CORP NEW	COM	808513105	208	12989	SH	DEFINED	10
SCHWAB CHARLES CORP NEW	COM	808513105	272	17033	SH	DEF/OTH	10
SCRIPPS E W CO OHIO	CL A	811054204	466	10811	SH	DEFINED	10
SCRIPPS E W CO OHIO	CL A	811054204	4	100	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	237	5000	SH	DEFINED	10
SHERWIN WILLIAMS CO	COM	824348106	119	2500	SH	DEF/OTH	10
SHERWIN WILLIAMS CO	COM	824348106	47	1000	SH	DEFINED	7
SIX FLAGS INC	NOTE	4.500% 5/1 83001PAJ8	33	31750	SH	DEFINED	9
SMITHFIELD FOODS INC	COM	832248108	221	7672	SH	DEFINED	10
SMITHFIELD FOODS INC	COM	832248108	11	375	SH	DEF/OTH	10
SMITHFIELD FOODS INC	COM	832248108	649	22500	SH	DEFINED	9
SOUTHERN CO	COM	842587107	1057	32985	SH	DEFINED	10
SOUTHERN CO	COM	842587107	537	16765	SH	DEF/OTH	10
SOVEREIGN BANCORP INC	COM	845905108	452	22240	SH	DEFINED	10
SOVEREIGN BANCORP INC	COM	845905108	30	1500	SH	DEF/OTH	10
SPRINT NEXTEL CORP	COM FON	852061100	458	22934	SH	DEFINED	10
SPRINT NEXTEL CORP	COM FON	852061100	103	5153	SH	DEF/OTH	10
SPRINT NEXTEL CORP	COM FON	852061100	755	37791	SH	DEFINED	7
SPRINT NEXTEL CORP	COM FON	852061100	60	3000	SH	DEFINED	9
STANLEY WKS	COM	854616109	178	3775	SH	DEFINED	10
STANLEY WKS	COM	854616109	130	2750	SH	DEF/OTH	10
STANLEY WKS	COM	854616109	6	125	SH	DEF/OTH	9
STAPLES INC	COM	855030102	5555	228134	SH	DEFINED	10
STAPLES INC	COM	855030102	845	34698	SH	DEF/OTH	10
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	3567	59115	SH	DEFINED	10
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	84	1389	SH	DEF/OTH	10
STATE STR CORP	COM	857477103	2516	43313	SH	DEFINED	10
STATE STR CORP	COM	857477103	250	4305	SH	DEF/OTH	10
STONE ENERGY CORP	COM	861642106	421	9037	SH	DEFINED	7
STRYKER CORP	COM	863667101	112	2666	SH	DEFINED	10
STRYKER CORP	COM	863667101	116	2755	SH	DEF/OTH	10
STRYKER CORP	COM	863667101	1501	35650	SH	DEFINED	7
SUN LIFE FINL INC	COM	866796105	34	861	SH	DEFINED	10
SUN LIFE FINL INC	COM	866796105	296	7425	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM	866810104	32	7643	SH	DEFINED	10
SUN MICROSYSTEMS INC	COM	866810104	13	3150	SH	DEF/OTH	10
SUN MICROSYSTEMS INC	COM	866810104	8	1810	SH	DEFINED	7
SUNTRUST BKS INC	COM	867914103	2057	26971	SH	DEFINED	10
SUNTRUST BKS INC	COM	867914103	362	4750	SH	DEF/OTH	10
SUPERVALU INC	COM	868536103	10	331	SH	DEFINED	10
SUPERVALU INC	COM	868536103	19556	637000	SH	DEFINED	7
SYMANTEC CORP	COM	871503108	451	29042	SH	DEFINED	10
SYMANTEC CORP	COM	871503108	184	11830	SH	DEF/OTH	10
SYMANTEC CORP	COM	871503108	2847	183180	SH	DEFINED	7
SYSCO CORP	COM	871829107	2280	74610	SH	DEFINED	10
SYSCO CORP	COM	871829107	529	17300	SH	DEF/OTH	10
SYSCO CORP	COM	871829107	868	28400	SH	DEFINED	7
TD BANKNORTH INC	COM	87235A101	294	9972	SH	DEFINED	10
TD BANKNORTH INC	COM	87235A101	52	1773	SH	DEF/OTH	10
TECO ENERGY INC	COM	872375100	155	10382	SH	DEFINED	10
TECO ENERGY INC	COM	872375100	24	1600	SH	DEF/OTH	10
TECO ENERGY INC	COM	872375100	26892	1800000	SH	DEFINED	7
TJX COS INC NEW	COM	872540109	227	9950	SH	DEFINED	10
TJX COS INC NEW	COM	872540109	47	2050	SH	DEF/OTH	10
TXU CORP	COM	873168108	1036	17320	SH	DEFINED	10
TXU CORP	COM	873168108	215	3595	SH	DEF/OTH	10
TXU CORP	COM	873168108	1566	26200	SH	DEFINED	7

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

TXU CORP	COM		873168108	18	300	SH	DEFINED	9
TARGET CORP	COM		87612E106	3026	61919	SH	DEFINED	10
TARGET CORP	COM		87612E106	452	9254	SH	DEF/OTH	10
TARGET CORP	COM		87612E106	1784	36500	SH	DEFINED	7
TELEFLEX INC	COM		879369106	283	5242	SH	DEFINED	10
TELEFLEX INC	COM		879369106	12	225	SH	DEF/OTH	10
TERRA INDS INC	COM		880915103	210	33000	SH	DEFINED	9
TESORO CORP	COM		881609101	1068	14365	SH	DEFINED	7
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	78	2463	SH	DEFINED	10
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	9	300	SH	DEF/OTH	10
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	95	3000	SH	DEFINED	7
TEVA PHARMACEUTICAL INDS LTD	ADR		881624209	32	1000	SH	DEFINED	9
TEXAS INSTRS INC	COM		882508104	9037	298337	SH	DEFINED	10
TEXAS INSTRS INC	COM		882508104	767	25310	SH	DEF/OTH	10
TEXAS REGL BANCSHARES INC	CL A VTG		882673106	573	15100	SH	DEFINED	7
TEXTRON INC	COM		883203101	692	7505	SH	DEFINED	10
TEXTRON INC	COM		883203101	101	1100	SH	DEF/OTH	10
THERMO ELECTRON CORP	COM		883556102	3793	104670	SH	DEFINED	10
THERMO ELECTRON CORP	COM		883556102	240	6634	SH	DEF/OTH	10
3M CO	COM		88579Y101	9055	112106	SH	DEFINED	10
3M CO	COM		88579Y101	1594	19730	SH	DEF/OTH	10
3M CO	COM		88579Y101	1218	15084	SH	DEFINED	7
TIDEWATER INC	COM		886423102	882	17920	SH	DEFINED	10
TIDEWATER INC	COM		886423102	81	1650	SH	DEF/OTH	10
TIME WARNER INC	COM		887317105	840	48533	SH	DEFINED	10
TIME WARNER INC	COM		887317105	110	6350	SH	DEF/OTH	10
TIME WARNER INC	COM		887317105	4325	250000	SH	CALL	DEFINED 7
TIME WARNER INC	COM		887317105	87	5000	SH	DEFINED	9
TIME WARNER TELECOM INC	DBCV	2.375% 4/0	887319AC5	139	134116	SH	DEFINED	9
TODCO	CL A		88889T107	12	300	SH	DEFINED	10
TODCO	CL A		88889T107	1838	45000	SH	DEFINED	9
TORONTO DOMINION BK ONT	COM NEW		891160509	243	4784	SH	DEFINED	10
TORONTO DOMINION BK ONT	COM NEW		891160509	27	540	SH	DEF/OTH	10
TRANSOCEAN SEDCO FOREX INC	DBCV	1.500% 5/1	893830AD1	206	180375	SH	DEFINED	9
TRONOX INC	CL A		897051108	366	28204	SH	DEFINED	7
TRONOX INC	CL A		897051108	130	10000	SH	DEFINED	9
TUPPERWARE BRANDS CORP	COM		899896104	234	11901	SH	DEFINED	10
TUPPERWARE BRANDS CORP	COM		899896104	32	1600	SH	DEF/OTH	10
TYCO INTL LTD NEW	COM		902124106	596	21677	SH	DEFINED	10
TYCO INTL LTD NEW	COM		902124106	230	8350	SH	DEF/OTH	10
TYCO INTL LTD NEW	COM		902124106	1405	51100	SH	DEFINED	7
TYCO INTL LTD NEW	COM		902124106	56	2043	SH	DEFINED	9
US BANCORP DEL	COM NEW		902973304	1371	44389	SH	DEFINED	10
US BANCORP DEL	COM NEW		902973304	239	7751	SH	DEFINED	7
USEC INC	COM		90333E108	119	10000	SH	DEFINED	9
UNION PAC CORP	COM		907818108	896	9640	SH	DEFINED	10
UNION PAC CORP	COM		907818108	644	6930	SH	DEF/OTH	10
UNITED MICROELECTRONICS CORP	SPONSORED ADR		910873207	5059	1626734	SH	DEFINED	9
UNITED PARCEL SERVICE INC	CL B		911312106	443	5379	SH	DEFINED	10
UNITED PARCEL SERVICE INC	CL B		911312106	29	349	SH	DEF/OTH	10
UNITED PARCEL SERVICE INC	CL B		911312106	4	50	SH	DEFINED	7
UNITED TECHNOLOGIES CORP	COM		913017109	9171	144609	SH	DEFINED	10
UNITED TECHNOLOGIES CORP	COM		913017109	945	14905	SH	DEF/OTH	10
UNITED TECHNOLOGIES CORP	COM		913017109	424	6690	SH	DEFINED	9
UNITEDHEALTH GROUP INC	COM		91324P102	1246	27835	SH	DEFINED	10
UNITEDHEALTH GROUP INC	COM		91324P102	1859	41514	SH	DEF/OTH	10
UNITEDHEALTH GROUP INC	COM		91324P102	269	6000	SH	DEFINED	7
UNIVISION COMMUNICATIONS INC	CL A		914906102	195	5825	SH	DEFINED	10
UNIVISION COMMUNICATIONS INC	CL A		914906102	10	300	SH	DEF/OTH	10
UNIVISION COMMUNICATIONS INC	CL A		914906102	2563	76500	SH	DEFINED	7
V F CORP	COM		918204108	210	3090	SH	DEFINED	10
VALERO ENERGY CORP NEW	COM		91913Y100	145	2185	SH	DEFINED	10

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

VALERO ENERGY CORP NEW	COM	91913Y100	582	8750	SH	DEFINED	7
VALERO ENERGY CORP NEW	COM	91913Y100	1290	19389	SH	DEFINED	9
VARIAN MED SYS INC	COM	92220P105	1472	31088	SH	DEFINED	10
VARIAN MED SYS INC	COM	92220P105	88	1850	SH	DEF/OTH	10
VERISIGN INC	COM	92343E102	2573	111047	SH	DEFINED	7
VERIZON COMMUNICATIONS	COM	92343V104	4289	128055	SH	DEFINED	10
VERIZON COMMUNICATIONS	COM	92343V104	1850	55248	SH	DEF/OTH	10
VERIZON COMMUNICATIONS	COM	92343V104	167450	5000000	SH	DEFINED	7
VERIZON COMMUNICATIONS	COM	92343V104	81	2407	SH	DEFINED	9
VIACOM INC NEW	CL B	92553P201	159	4442	SH	DEFINED	10
VIACOM INC NEW	CL B	92553P201	8	226	SH	DEF/OTH	10
VIACOM INC NEW	CL B	92553P201	46	1271	SH	DEFINED	9
VISHAY INTERTECHNOLOGY INC	COM	928298108	157	9950	SH	DEFINED	10
VISHAY INTERTECHNOLOGY INC	COM	928298108	816	51850	SH	DEFINED	9
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	538	25272	SH	DEFINED	10
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	191	8970	SH	DEF/OTH	10
WACHOVIA CORP 2ND NEW	COM	929903102	2915	53893	SH	DEFINED	10
WACHOVIA CORP 2ND NEW	COM	929903102	558	10326	SH	DEF/OTH	10
WAL MART STORES INC	COM	931142103	5440	112927	SH	DEFINED	10
WAL MART STORES INC	COM	931142103	495	10274	SH	DEF/OTH	10
WAL MART STORES INC	COM	931142103	24593	510546	SH	DEFINED	7
WAL MART STORES INC	COM	931142103	24	500	SH	DEFINED	9
WALGREEN CO	COM	931422109	2342	52235	SH	DEFINED	10
WALGREEN CO	COM	931422109	289	6440	SH	DEF/OTH	10
WALGREEN CO	COM	931422109	429	9575	SH	DEFINED	7
WALGREEN CO	COM	931422109	31	700	SH	DEFINED	9
WASHINGTON MUT INC	COM	939322103	428	9396	SH	DEFINED	10
WASHINGTON MUT INC	COM	939322103	75	1648	SH	DEF/OTH	10
WASHINGTON TR BANCORP	COM	940610108	67	2400	SH	DEFINED	10
WASHINGTON TR BANCORP	COM	940610108	505	18225	SH	DEF/OTH	10
WASTE CONNECTIONS INC	COM	941053100	1050	28838	SH	DEFINED	10
WASTE CONNECTIONS INC	COM	941053100	16	450	SH	DEF/OTH	10
WASTE MGMT INC DEL	COM	94106L109	2137	59568	SH	DEFINED	10
WASTE MGMT INC DEL	COM	94106L109	99	2772	SH	DEF/OTH	10
WEBEX COMMUNICATIONS INC	COM	94767L109	379	10678	SH	DEFINED	9
WELLCARE HEALTH PLANS INC	COM	94946T106	1051	21435	SH	DEFINED	9
WELLPOINT INC	COM	94973V107	1839	25268	SH	DEFINED	10
WELLPOINT INC	COM	94973V107	230	3160	SH	DEF/OTH	10
WELLPOINT INC	COM	94973V107	899	12350	SH	DEFINED	7
WELLS FARGO & CO NEW	COM	949746101	7212	107508	SH	DEFINED	10
WELLS FARGO & CO NEW	COM	949746101	697	10385	SH	DEF/OTH	10
WELLS FARGO & CO NEW	COM	949746101	71	1059	SH	DEFINED	7
WENDYS INTL INC	COM	950590109	509	8725	SH	DEFINED	10
WENDYS INTL INC	COM	950590109	1078	18500	SH	DEFINED	7
WENDYS INTL INC	COM	950590109	583	10000	SH	DEFINED	9
WEYERHAEUSER CO	COM	962166104	859	13807	SH	DEFINED	10
WEYERHAEUSER CO	COM	962166104	39	625	SH	DEF/OTH	10
WHIRLPOOL CORP	COM	963320106	28	341	SH	DEFINED	10
WHIRLPOOL CORP	COM	963320106	2	23	SH	DEF/OTH	10
WHIRLPOOL CORP	COM	963320106	269	3255	SH	DEFINED	7
WILLIAMS COS INC DEL	COM	969457100	12	500	SH	DEFINED	10
WILLIAMS COS INC DEL	COM	969457100	348	14900	SH	DEFINED	7
WILLIAMS COS INC DEL	COM	969457100	3414	146165	SH	DEFINED	9
WILMINGTON TRUST CORP	COM	971807102	1574	37311	SH	DEFINED	10
WILMINGTON TRUST CORP	COM	971807102	58	1367	SH	DEF/OTH	10
WISCONSIN ENERGY CORP	COM	976657106	322	7991	SH	DEFINED	10
WISCONSIN ENERGY CORP	COM	976657106	133	3300	SH	DEF/OTH	10
WRIGLEY WM JR CO	COM	982526105	2392	52733	SH	DEFINED	10
WRIGLEY WM JR CO	COM	982526105	112	2469	SH	DEF/OTH	10
WYETH	COM	983024100	2363	53199	SH	DEFINED	10
WYETH	COM	983024100	1719	38701	SH	DEF/OTH	10
WYETH	COM	983024100	78	1760	SH	DEFINED	9

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

XEROX CORP	COM	984121103	7	530	SH	DEFINED	10
XEROX CORP	COM	984121103	21	1500	SH	DEF/OTH	10
XEROX CORP	COM	984121103	661	47500	SH	DEFINED	9
YAHOO INC	COM	984332106	139	4200	SH	DEFINED	10
YAHOO INC	COM	984332106	33	1000	SH	DEF/OTH	10
YAHOO INC	COM	984332106	88	2660	SH	DEFINED	7
YAHOO INC	COM	984332106	31	936	SH	DEFINED	9
YUM BRANDS INC	COM	988498101	392	7795	SH	DEFINED	10
YUM BRANDS INC	COM	988498101	191	3800	SH	DEF/OTH	10
ZIMMER HLDGS INC	COM	98956P102	625	11015	SH	DEFINED	10
ZIMMER HLDGS INC	COM	98956P102	250	4403	SH	DEF/OTH	10
BUNGE LIMITED	COM	G16962105	432	8598	SH	DEFINED	10
BUNGE LIMITED	COM	G16962105	12	231	SH	DEF/OTH	10
GLOBALSANTAFE CORP	SHS	G3930E101	4281	74122	SH	DEFINED	10
GLOBALSANTAFE CORP	SHS	G3930E101	196	3386	SH	DEF/OTH	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	3934	91960	SH	DEFINED	10
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	365	8539	SH	DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	3260	96480	SH	DEFINED	10
NABORS INDUSTRIES LTD	SHS	G6359F103	221	6535	SH	DEF/OTH	10
NABORS INDUSTRIES LTD	SHS	G6359F103	1914	56635	SH	DEFINED	9
WEATHERFORD INTERNATIONAL LT	COM	G95089101	554	11156	SH	DEFINED	10
WEATHERFORD INTERNATIONAL LT	COM	G95089101	26	525	SH	DEF/OTH	10
MILlicom INTL CELLULAR S A	SHS NEW	L6388F110	1063	23400	SH	DEFINED	7
KERZNER INTERNATIONAL LTD	SHS	P6065Y107	1031	13010	SH	DEFINED	7
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	245	6412	SH	DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	2496	235030	SH	DEFINED	10
FLEXTRONICS INTL LTD	ORD	Y2573F102	95	8925	SH	DEF/OTH	10