# OFFICIAL NOTICE TO HOLDERS: Appointment of Euroclear Netherlands as Agent

**DATED 22nd November 2012** 



#### NOTICE TO HOLDERS OF THE SECURITIES LISTED IN ANNEX A

The Royal Bank of Scotland plc. as issuer of the securities listed in Annex A (hereinafter the "Securities"), hereby gives notice to the holders of the Securities, in accordance with General Condition 12 of the Securities, of the termination of the appointment of Citibank International plc, (Netherlands branch) as Agent, and the appointment in its stead, as Agent, of Netherlands Centraal Instituut Voor Giraal Effectenverkeer B.V. incorporated under the laws of The Netherlands with the trade name "Euroclear Netherlands" (hereinafter "Euroclear Netherlands"), such termination and new appointment being effective as from the 26<sup>th</sup> of November 2012. This notice is being given by delivery to Euroclear Amsterdam, Euroclear Bank S.A. as operator of the Euroclear system and Clearstream Banking S.A. as Clearing Agents for communication to the holders of the Securities in accordance with General Condition 4 of the Securities.

Capitalised terms not defined in this notice shall have the same meaning as in the terms and conditions of the Securities.

# Annex A

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NL0010225637	NL0010246815	NL0010248126	NL0010249074
NL0010225645	NL0010246872	NL0010248167	NL0010249090
NL0010225652	NL0010246880	NL0010248282	NL0010249165
NL0010225660	NL0010246906	NL0010248290	NL0010249173
NL0010225686	NL0010246922	NL0010248316	NL0010249181
NL0010225694	NL0010246930	NL0010248324	NL0010249199
NL0010225769	NL0010246948	NL0010248332	NL0010249207
NL0010225777	NL0010246955	NL0010248340	NL0010249215
NL0010225785	NL0010246963	NL0010248365	NL0010249231
NL0010225793	NL0010246971	NL0010248381	NL0010249249
NL0010225801	NL0010247037	NL0010248456	NL0010249256
NL0010225827	NL0010247102	NL0010248464	NL0010249306
NL0010225843	NL0010247136	NL0010248472	NL0010249314
NL0010225900	NL0010247144	NL0010248480	NL0010249322
NL0010225918	NL0010247151	NL0010248498	NL0010249363
NL0010225934	NL0010247169	NL0010248514	NL0010249371
NL0010225959	NL0010247177	NL0010248522	NL0010249405
NL0010225967	NL0010247193	NL0010248530	NL0010249413
NL0010245759	NL0010247201	NL0010248548	NL0010249421
NL0010245767	NL0010247219	NL0010248555	NL0010249439
NL0010245924	NL0010247227	NL0010248563	NL0010249447
NL0010245932	NL0010247235	NL0010248571	NL0010249454
NL0010245957	NL0010247276	NL0010248589	NL0010249462
NL0010245965	NL0010247284	NL0010248597	NL0010249470
NL0010245973	NL0010247292	NL0010248605	NL0010249488
NL0010246096	NL0010247326	NL0010248613	NL0010249496
NL0010246161	NL0010247334	NL0010248639	NL0010249504
NL0010246187	NL0010247417	NL0010248647	NL0010249512
NL0010246229	NL0010247425	NL0010248688	NL0010249520
NL0010246237	NL0010247441	NL0010248746	NL0010249538
NL0010246245	NL0010247458	NL0010248753	NL0010249546
NL0010246252	NL0010247615	NL0010248761	NL0010249561
NL0010246260	NL0010247623	NL0010248779	NL0010249579
NL0010246369	NL0010247631	NL0010248787	NL0010249587
NL0010246385	NL0010247649	NL0010248795	NL0010249629
NL0010246401	NL0010247656	NL0010248803	NL0010249637
NL0010246419	NL0010247862	NL0010248811	NL0010249645
NL0010246427	NL0010247870	NL0010248829	NL0010249652
NL0010246492	NL0010247904	NL0010248837	NL0010249660
NL0010246500	NL0010247953	NL0010248886	NL0010249678

NL0010249686	NL0010247813
NL0010249694	NL0010248191
NL0010249702	NL0010248209
NL0010249710	NL0010248431
NL0010249728	NL0010249017
NL0010249736	NL0010249264
NL0010249744	NL0010249272
NL0010249751	NL0010249603
NII 0000007045	

NL0009997345 NL0009997352 NL0009997402 NL0009997410

NL0009997428 NL0010052247 NL0010052254

NL0010052262 NL0010052270 NL0010052320 NL0010052338

NL0010052338 NL0010052346 NL0010052361

NL0010052379 NL0010052536 NL0010129250

NL0010134771

NL0010223657 NL0010223665

NL0010223707

NL0010223715

NL0010223723 NL0010223731

NL0010223749

NL0010225488

NL0010225884

NL0010225892 NL0010245791

NL0010245791 NL0010245809

NL0010245817

NL0010245833

NL0010245841

NL0010245858 NL0010245866

NL0010246120

NL0010246138

NL0010246310 NL0010246328

NL0010240328 NL0010247763

NL0010247763 NL0010247789

NL0010247789 NL0010247797

NL0010247805



# The Royal Bank of Scotland plc

(incorporated in Scotland with limited liability under the Companies Acts 1948 to 1980 registered number SC090312)

FIRST INCREASE: ISSUE AND LISTING ON 9 MAY 2013 OF A FURTHER 100,000 DOW JONES INDUSTRIAL AVERAGE TURBO SHORT CERTIFICATES TO BE CONSOLIDATED AND FORM A SINGLE SERIES WITH THE EXISTING ISSUE OF 150,000 DOW JONES INDUSTRIAL AVERAGE TURBO SHORT CERTIFICATES TO BRING THE TOTAL ISSUE SIZE TO 250,000 DOW JONES INDUSTRIAL AVERAGE TURBO SHORT CERTIFICATES (ISIN: NL0010108569)

The first two paragraphs of the section entitled "FINAL TERMS", located on page two, shall be deemed to be substituted with the following paragraphs:

Terms used herein shall be deemed to be defined as such for the purposes of the General Conditions and the Index Turbo Certificates Product Conditions (the "relevant Product Conditions") set forth in the Base Prospectus relating to Turbos dated 27 May 2011 issued by The Royal Bank of Scotland plc, as supplemented by the supplements dated 17 June 2011, 8 August 2011, 23 August 2011, 26 August 2011, 9 September 2011, 19 September 2011, 11 October 2011, 14 October 2011, 8 November 2011, 1 December 2011, 3 January 2012, 13 January 2012, 31 January 2012, 24 February 2012 and 19 March 2012 (the "2011 Base Prospectus"), which is incorporated by reference in the Base Prospectus relating to Turbos dated 25 May 2012 issued by The Royal Bank of Scotland plc (the "Base Prospectus") as supplemented from time to time. This document constitutes the Final Terms of each Series of Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the General Conditions and relevant Product Conditions contained in the 2011 Base Prospectus and with the Base Prospectus as so supplemented. Full information on the Issuer and each Series of the Securities described herein is only available on the basis of a combination of these Final Terms, the General Conditions and relevant Product Conditions contained in the 2011 Base Prospectus and the Base Prospectus. The 2011 Base Prospectus and the Base Prospectus as so supplemented are available for viewing at the office of the Issuer at 36 St Andrew Square, Edinburgh EH2 2YB, Scotland and copies may be obtained from the Issuer at that address.

These Final Terms relate to the Securities and must be read in conjunction with, and are subject to the General Conditions and the relevant Product Conditions contained in the 2011 Base Prospectus. These Final Terms, the General Conditions and the relevant Product Conditions together constitute the Conditions of each Series of the Securities described herein and will be attached to any Global Security representing each such Series of the Securities. In the event of any inconsistency between these Final Terms, the General Conditions or the relevant Product Conditions, these Final Terms will govern.

The Securities shall be consolidated with and form a single series with the Dow Jones Industrial Average Turbo Short Certificates issued by The Royal Bank of Scotland plc.

# FINAL TERMS

DATED 19 MARCH 2012



# The Royal Bank of Scotland plc

(incorporated in Scotland with limited liability under the Companies Acts 1948 to 1980 registered number SC090312)

100,000 CAC 40 Turbo Short Certificates
Issue Price: EUR 1.49

150,000 Dow Jones Industrial Average Turbo Short Certificates

ISSUE PRICE: EUR 13.04

150,000 Dow Jones Industrial Average Turbo Short Certificates

ISSUE PRICE: EUR 20.03

THE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT") OR THE SECURITIES LAWS OF ANY STATE OR POLITICAL SUBDIVISION OF THE UNITED STATES, AND MAY NOT BE OFFERED, SOLD, TRANSFERRED OR DELIVERED, DIRECTLY OR INDIRECTLY, IN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, ANY U.S. PERSON, EXCEPT PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO THE REQUIREMENTS OF THE SECURITIES ACT AND ANY APPLICABLE U.S. STATE SECURITIES LAWS. THE SECURITIES ARE BEING OFFERED AND SOLD ONLY OUTSIDE THE UNITED STATES TO PERSONS OTHER THAN U.S. PERSONS (AS DEFINED IN REGULATION S UNDER THE SECURITIES ACT) IN OFFSHORE TRANSACTIONS THAT MEET THE REQUIREMENTS OF REGULATION S UNDER THE SECURITIES ACT. FUTHERMORE, TRADING IN THE SECURITIES HAS NOT BEEN APPROVED BY THE UNITED STATES COMMODITY FUTURES TRADING COMMISSION UNDER THE UNITED STATES COMMODITY EXCHANGE ACT, AS AMENDED.

The securities do not constitute units of collective investment schemes within the meaning of the Swiss Federal Act on collective investment schemes ("CISA") and are not subject to the approval of, or supervision by the Swiss Financial Market Supervisory Authority ("FINMA"). Holders of the Securities are exposed to the credit risk of the issuer.

# FINAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the General Conditions and the Product Conditions applicable to each Series of Securities described herein (the "relevant Product Conditions") as set forth in the Base Prospectus relating to Turbos dated 27 May 2011 (the "Base Prospectus") as supplemented from time to time which constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the "Prospectus Directive"). This document constitutes the Final Terms of each Series of the Securities described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus as so supplemented. Full information on the Issuer and each Series of the Securities described herein is only available on the basis of the combination of these Final Terms and the Base Prospectus as so supplemented. The Base Prospectus as so supplemented is available for viewing at the office of the Issuer at 36 St Andrews Square, Edinburgh, EH2 2YB, Scotland and copies may be obtained from the Issuer at that address.

These Final Terms relate to the Securities and must be read in conjunction with, and are subject to, the General Conditions and the relevant Product Conditions contained in the Base Prospectus as so supplemented. These Final Terms, the relevant Product Conditions and the General Conditions together constitute the Conditions of each Series of the Securities described herein and will be attached to any Global Security representing each such Series of the Securities. In the event of any inconsistency between these Final Terms and the General Conditions or the relevant Product Conditions, these Final Terms will govern.

The Netherlands Authority for the Financial Markets has provided the Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin), Financial Market Authority (FMA), the Financial Services and Markets Authority (FSMA), Comisión Nacional del Mercado de Valores (CNMV), Comissão do Mercado de Valores Mobiliários (CMVM), Autorité des Marchés Financiers (AMF), Irish Financial Services Regulatory Authority (IFSRA), Commissione Nazionale per le Societa e la Borsa (CONSOB), Commission de Surveillance du Secteur Financier (CSSF), Financial Services Authority (FSA), the Financial Supervisory Authority (FIN-FSA), the Danish Financial Services Authority (Finanstilsynet), the Swedish Financial Supervisory Authority and the Financial Supervisory Authority of Norway (Finanstilsynet) with a certificate of approval attesting that the Base Prospectus has been drawn up in accordance with the Prospectus Directive.

In respect of Securities to be listed on the SIX Swiss Exchange Ltd, the Programme, together with any Final Terms, will constitute the listing prospectus pursuant to the Listing Rules of the SIX Swiss Exchange Ltd.

So far as the Issuer is aware, no person (other than the Issuer in its separate capacities as Issuer and Calculation Agent, see "Risk Factors – Actions taken by the Calculation Agent may affect the Underlying" and "Risk Factors - Actions taken by the Issuer may affect the value of the Securities" in the Base Prospectus) involved in the issue of the Turbo Certificates has an interest material to the offer.

Issuer: The Royal Bank of Scotland plc

Clearing Agents: Euroclear Amsterdam, Euroclear Bank S.A. as operator of the

Euroclear system, Clearstream Banking, société anonyme

Pricing Date(s):

Subscription Period:

Not Applicable

Not Applicable

20 March 2012

As, if and when issued trading:

Not Applicable

20 March 2012

Not Applicable

20 March 2012

Listing: NYSE Euronext in Amsterdam, NYSE Euronext in Paris

Listing Date: 20 March 2012

Admission to Trading: Application has been made for the Securities to be admitted to

trading on NYSE Euronext in Amsterdam with effect from 20 March 2012 and on NYSE Euronext in Paris with effect from 20

March 2012

Details of the minimum and/or Please refer to the section of the Base Prospectus entitled maximum amount of application: "General Information - Information on the Offering of the

Securities - (d) Minimum/ Maximum Application Amount"

Manner in and date on which results of

the offer are to be made public:

Please refer to the section of the Base Prospectus entitled "General Information - Information on the Offering of the Securities - (f) Details of the Manner in Which the Results of the

Initial Offer are to be Made Public"

Announcements to Holders: Delivered to Clearing Agents

Principal Agent: The Royal Bank of Scotland plc, 250 Bishopsgate, London, EC2M

4AA, United Kingdom

Registrar: In respect of Securities cleared through CREST, Computershare

Investor Services PLC, The Pavilions, Bridgewater Road, Bristol,

BS13 8AE, England.

In respect of Securities not cleared through CREST, None

Agent(s): Citibank International Plc, Netherlands Branch, Global

Transaction Services, Hoge Mosten 2, 4822 NH Breda, The

Netherlands

Calculation Agent: The Royal Bank of Scotland plc, 250 Bishopsgate, London, EC2M

4AA, United Kingdom

Indication of Yield: Not Applicable

Form of the Securities: Dematerialised form Ratings: S&P: Not Applicable

Moody's: Not Applicable Fitch: Not Applicable

# INDEX TURBO CERTIFICATES

Series: CAC 40 Turbo Short Certificates

Issue Price: EUR 1.49

Additional Market Disruption Events: None

Business Day:

Cash Amount:

As specified in Product Condition 1

As specified in Product Condition 1

Index:

CAC 40 (Bloomberg code: CAC)

Current Financing Level on the Launch

Date:

3,720.00

Current Spread on the Launch Date: 2%

Current Stop Loss Premium Rate on

the Launch Date:

3% of Current Financing Level on the Launch Date

Emerging Market Disruption Events: As specified in Product Condition 1

Entitlement: 0.01

Exercise Time: 10.00 a.m. Central European Time
Final Reference Price: As specified in Product Condition 3

Financing Level Currency: EUR

Issuer Call Commencement Date: The first Business Day following the three month period from and

including the Launch Date

Issuer Call Notice Period: One year

Maximum Premium: 5% of Current Financing Level

Maximum Spread: 3.5%

Minimum Premium: 2% of Current Financing Level

Notional Dividend Amount: Applicable

Notional Dividend Period: As specified in Product Condition 1

Relevant Currency: As specified in Product Condition 1

Relevant Number of Trading Days: For the purposes of:

Issuer Call Date: 5, or in respect of an Emerging Market

Disruption Event only, 180

Valuation Date: 5, or in respect of an Emerging Market Disruption

Event only, 180

Reset Date: 15th day

Securities Exchange: NYSE Euronext in Amsterdam

Settlement Currency: EUR

Settlement Date: Up to the fifth Business Day following the Valuation Date, the last

day of the Stop Loss Termination Valuation Period or the Issuer

Call Date, as the case may be

Standard Currency: As specified in Product Condition 1
Stop Loss Event: As specified in Product Condition 1

Stop Loss Price on the Launch Date: 3,600.00

Stop Loss Price Rounding: Downwards to the nearest whole 10 Index Points where "Index

Point" means the standard market quotation basis used by the

Index Sponsor with respect to the Index

Stop Loss Reset Date: 15th day

Stop Loss Termination Reference

Price:

As specified in Product Condition 1

Trigger Event: Not Applicable

Valuation Date(s): The last Trading Day of March in each year, commencing no

earlier than one year after the Launch Date

Amendment to General Conditions

and/or Product Conditions:

Not Applicable

Amendments to the Offering Procedure

for the Securities:

Not Applicable

ISIN: NL0010108544

Common Code: 75105843

Fondscode: Not Applicable

Other Securities Code: Mnemonic Code: 1615N

Sales Restriction: The Securities have not been and will not be registered under the

United States Securities Act of 1933, as amended (the "Securities Act") and the Securities may not be exercised, offered, sold, transferred or delivered within the United States or to, or for the account or benefit of, any U.S. person as defined in Regulation S under the Securities Act. Furthermore, trading in the Securities has not been approved by the United States Commodity Futures Trading Commission under the United States Commodity Exchange Act, as amended, and no U.S. person may

at any time trade or maintain a position in the Securities.

#### INFORMATION ON THE UNDERLYING

Performance of Underlying/formula/ other variable, explanation of effect on value of investment and associated risks and other information concerning the Underlying: **General:** Fluctuations in the value of the Underlying will have an effect on the value of the Securities throughout the life of the Securities and at maturity/expiration. The value of the Underlying may go down or up throughout the life of the Securities.

**Automatic Termination:** If the value or performance of the Underlying on any date meets certain specified conditions, it will affect the value of the Securities, and will potentially lead to the automatic termination of the Securities.

**Negative Correlation:** All other things being equal, negative performance of the Underlying will have a positive effect on the value of the Securities at maturity/expiration, and positive performance of the Underlying will have a negative effect on the value of the Securities at maturity/expiration.

**Entitlement Less Than 1:** Any increase in the value or performance of the Underlying will have a lesser effect on the value of the Securities at maturity/expiration than would have been the case if the Securities had been exposed to one unit of the Underlying.

**Leverage:** All other things being equal, positive or negative changes in the performance of the Underlying will have a proportionately larger effect on the value of the Securities, and therefore leverage has the potential to magnify gains or losses of the Securities.

**No Capital Protection:** All other things being equal, the value or performance of the Underlying will affect the value of the Securities at maturity/expiration, to such an extent that the value of the Securities at maturity/expiration may be zero.

Bloomberg Page: CAC

Page where information about the past and future performance of the Underlying and its volatility can be obtained:

Index disclaimer(s):

Euronext N.V. or its subsidiaries holds all (intellectual) proprietary rights with respect to the Index. In no way Euronext N.V. or its subsidiaries sponsors, endorses or is otherwise involved in the issue and offering of the product. Euronext N.V. or its subsidiaries disclaims any liability to any party for any inaccuracy in the data on which the Index is based, for any mistakes, errors or omissions in the calculation and.or dissemination of the Index, or for the manner in which it is applied in connection with the issue and offering thereof. "CAC40®" and "CAC®" are registered trademarks of Euronext N.V. or its subsidiaries.

Series: Dow Jones Industrial Average Turbo Short Certificates

Issue Price: EUR 13.04

Additional Market Disruption Events: None

Business Day: As specified in Product Condition 1
Cash Amount: As specified in Product Condition 1

Index: Dow Jones Industrial Average (Bloomberg code: INDU)

Current Financing Level on the Launch

Date:

14,950.00

Current Spread on the Launch Date: 2%

Current Stop Loss Premium Rate on

the Launch Date:

3% of Current Financing Level on the Launch Date

Emerging Market Disruption Events: As specified in Product Condition 1

Entitlement: 0.01

Exercise Time: 10.00 a.m. Central European Time Final Reference Price: As specified in Product Condition 3

Financing Level Currency: USD

Issuer Call Commencement Date: The first Business Day following the three month period from and

including the Launch Date

Issuer Call Notice Period: One year

Maximum Premium: 5% of Current Financing Level

Maximum Spread: 3.5%

Minimum Premium: 2% of Current Financing Level

Notional Dividend Amount: Applicable

Notional Dividend Period: As specified in Product Condition 1

Relevant Currency: As specified in Product Condition 1

Relevant Number of Trading Days: For the purposes of:

Issuer Call Date: 5, or in respect of an Emerging Market

Disruption Event only, 180

Valuation Date: 5, or in respect of an Emerging Market Disruption

Event only, 180

Reset Date: 15th day

Securities Exchange: NYSE Euronext in Amsterdam

Settlement Currency: EUR

Settlement Date: Up to the fifth Business Day following the Valuation Date, the last

day of the Stop Loss Termination Valuation Period or the Issuer

Call Date, as the case may be

Standard Currency: As specified in Product Condition 1
Stop Loss Event: As specified in Product Condition 1

Stop Loss Price on the Launch Date: 14,500.00

Stop Loss Price Rounding: Downwards to the nearest whole 10 Index Points where "Index

Point" means the standard market quotation basis used by the

Index Sponsor with respect to the Index

Stop Loss Reset Date: 15th day

Stop Loss Termination Reference

Price:

As specified in Product Condition 1

Trigger Event:

Valuation Date(s):

Amendment to General Conditions

and/or Product Conditions:

Amendments to the Offering Procedure

for the Securities:

ISIN:

Common Code: Fondscode:

Other Securities Code:

Sales Restriction:

Not Applicable

The last Trading Day of March in each year, commencing no

earlier than one year after the Launch Date

Not Applicable

Not Applicable

NL0010108551

75106378

Not Applicable

Mnemonic Code: 1616N

The Securities have not been and will not be registered under the States Securities Act of 1933, as amended (the "Securities Act") and the Securities may not be exercised, offered, sold, transferred or delivered within the United States or to, or for the account or benefit of, any U.S. person as defined in Regulation S under the Securities Act. Furthermore, trading in the Securities has not been approved by the United States Commodity Futures Trading Commission under the United States Commodity Exchange Act, as amended, and no U.S. person may at any time trade or maintain a position in the Securities.

#### INFORMATION ON THE UNDERLYING

Performance of Underlying/formula/ other variable, explanation of effect on value of investment and associated risks and other information concerning the Underlying:

**General:** Fluctuations in the value of the Underlying will have an effect on the value of the Securities throughout the life of the Securities and at maturity/expiration. The value of the Underlying may go down or up throughout the life of the Securities.

Automatic Termination: If the value or performance of the Underlying on any date meets certain specified conditions, it will affect the value of the Securities, and will potentially lead to the automatic termination of the Securities.

Negative Correlation: All other things being equal, negative performance of the Underlying will have a positive effect on the value of the Securities at maturity/expiration, and positive performance of the Underlying will have a negative effect on the value of the Securities at maturity/expiration.

Entitlement Less Than 1: Any increase in the value or performance of the Underlying will have a lesser effect on the value of the Securities at maturity/expiration than would have been the case if the Securities had been exposed to one unit of the Underlying.

**Leverage:** All other things being equal, positive or negative changes in the performance of the Underlying will have a proportionately larger effect on the value of the Securities, and therefore leverage has the potential to magnify gains or losses of the Securities.

**No Capital Protection:** All other things being equal, the value or performance of the Underlying will affect the value of the Securities at maturity/expiration, to such an extent that the value of the Securities at maturity/expiration may be zero.

**FX Adjustment:** The value of the Securities at maturity/expiration will be affected both by the value or performance of the Underlying and by the performance of the relevant FX rate between the currency of the Underlying and the currency of the Securities.

Bloomberg Page: INDU

Page where information about the past and future performance of the Underlying and its volatility can be obtained:

Index disclaimer(s):

(i) "Dow Jones" and "Dow Jones Industrial AverageSM" are service marks of Dow Jones & Company, Inc. and have been licensed for use for certain purposes by The Issuer The Royal Bank of Scotland's Securities based on the Dow Jones Industrial AverageSM, are not sponsored, endorsed, sold or promoted by Dow Jones, and Dow Jones makes no representation regarding the advisability of investing in such product(s). (ii) "Dow Jones", "Dow Jones Industrial Global IndexesSM" are service marks of Dow Jones & Company, Inc. Dow Jones has no relationship to the Issuer, other than the licensing of the Dow Jones Industrial Average (DJIA) and its service marks for use in connection with the Securities. The Securities are not sponsored, endorsed, sold or promoted by Dow Jones or any of its licensors. Neither Dow Jones nor any of its licensors makes any representation or warranty, express or implied, to the owners of the Securities or any member of the public regarding the advisability of investing in securities generally or in the Securities particularly. The only relationship of Dow Jones and its licensors to the Licensee is the licensing of certain trademarks, trade names and service marks and of the Dow Jones Industrial AverageSM, which is determined, composed and calculated without regard to The Issuer or the Securities. Neither Dow Jones nor any of its licensors has any obligation to take the needs of The Issuer or the owners of the Securities into consideration in determining, composing or calculating Dow Jones Industrial AverageSM. Neither Dow Jones nor any of its licensors is responsible for or has participated in the determination of the timing of, prices at, or quantities of the Securities to be issued or in the determination or calculation of the equation by which the Securities are to be converted into cash. None of Dow Jones or any of its licensors has any obligation or liability in connection with the administration, marketing or trading of the Securities. DOW JONES AND ITS LICENSORS DO NOT GUARANTEE THE ACCURACY AND/OR COMPLETENESS OF THE Dow Jones Industrial AverageSM OR ANY DATA RELATED THERETO AND NONE OF DOW JONES NOR ANY OF ITS LICENSORS SHALL HAVE ANY LIABILITY FOR ANY ERRORS, OMISSIONS, OR INTERRUPTIONS THEREIN. DOW JONES AND ITS LICENSORS MAKE NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY THE Issuer, OWNERS OF THE Securities, OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE DJ Industrial AverageSM OR ANY DATA RELATED THERETO. NONE OF DOW JONES OR ITS LICENSORS MAKES ANY EXPRESS OR IMPLIED WARRANTIES, AND EACH EXPRESSLY DISCLAIMS ALL WARRANTIES, MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE WITH RESPECT TO THE Dow Jones Industrial AverageSM OR ANY DATA RELATED THERETO. WITHOUT LIMITING ANY OF THE FOREGOING, IN NO EVENT SHALL DOW JONES OR ANY OF ITS LICENSORS HAVE ANY LIABILITY FOR ANY LOST PROFITS OR INDIRECT, PUNITIVE, SPECIAL OR CONSEQUENTIAL DAMAGES OR LOSSES, EVEN IF NOTIFIED OF THE POSSIBILITY THEREOF. EXCEPT FOR THE LICENSORS, THERE ARE NO THIRD PARTY **BENEFICIARIES** OF ANY **AGREEMENTS** ARRANGEMENTS BETWEEN DOW JONES AND THE Issuer

Series: Dow Jones Industrial Average Turbo Short Certificates

Issue Price: EUR 20.03

Additional Market Disruption Events: None

Business Day: As specified in Product Condition 1
Cash Amount: As specified in Product Condition 1

Index: Dow Jones Industrial Average (Bloomberg code: INDU)

Current Financing Level on the Launch

Date:

15.870.00

Current Spread on the Launch Date: 2%

Current Stop Loss Premium Rate on

the Launch Date:

3% of Current Financing Level on the Launch Date

Emerging Market Disruption Events: As specified in Product Condition 1

Entitlement: 0.01

Exercise Time: 10.00 a.m. Central European Time Final Reference Price: As specified in Product Condition 3

Financing Level Currency: USD

Issuer Call Commencement Date: The first Business Day following the three month period from and

including the Launch Date

Issuer Call Notice Period: One year

Maximum Premium: 5% of Current Financing Level

Maximum Spread: 3.5%

Minimum Premium: 2% of Current Financing Level

Notional Dividend Amount: Applicable

Notional Dividend Period: As specified in Product Condition 1

Relevant Currency: As specified in Product Condition 1

Relevant Number of Trading Days: For the purposes of:

Issuer Call Date: 5, or in respect of an Emerging Market

Disruption Event only, 180

Valuation Date: 5, or in respect of an Emerging Market Disruption

Event only, 180

Reset Date: 15th day

Securities Exchange: NYSE Euronext in Amsterdam

Settlement Currency: EUR

Settlement Date: Up to the fifth Business Day following the Valuation Date, the last

day of the Stop Loss Termination Valuation Period or the Issuer

Call Date, as the case may be

Standard Currency: As specified in Product Condition 1
Stop Loss Event: As specified in Product Condition 1

Stop Loss Price on the Launch Date: 15,390.00

Stop Loss Price Rounding: Downwards to the nearest whole 10 Index Points where "Index

Point" means the standard market quotation basis used by the

Index Sponsor with respect to the Index

Stop Loss Reset Date: 15th day

Stop Loss Termination Reference

Price:

As specified in Product Condition 1

Trigger Event:

Valuation Date(s):

Not Applicable

The last Trading Day of March in each year, commencing no

earlier than one year after the Launch Date

Amendment to General Conditions

and/or Product Conditions:

Amendments to the Offering Procedure

for the Securities:

Not Applicable

Not Applicable

ISIN: NL0010108569

Common Code: 75105797

Fondscode: Not Applicable

Other Securities Code: Mnemonic Code: 1617N

Sales Restriction:

The Securities have not been and will not be registered under the States Securities Act of 1933, as amended (the "Securities Act") and the Securities may not be exercised, offered, sold, transferred or delivered within the United States or to, or for the account or benefit of, any U.S. person as defined in Regulation S under the Securities Act. Furthermore, trading in the Securities has not been approved by the United States Commodity Futures Trading Commission under the United States Commodity Exchange Act, as amended, and no U.S. person may at any time trade or maintain a position in the Securities.

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Automatic Termination: If the value or performance of the Underlying on any date meets certain specified conditions, it will affect the value of the Securities, and will potentially lead to the automatic termination of the Securities.

Negative Correlation: All other things being equal, negative performance of the Underlying will have a positive effect on the value of the Securities at maturity/expiration, and positive performance of the Underlying will have a negative effect on the value of the Securities at maturity/expiration.

Entitlement Less Than 1: Any increase in the value or performance of the Underlying will have a lesser effect on the value of the Securities at maturity/expiration than would have been the case if the Securities had been exposed to one unit of the Underlying.

**Leverage:** All other things being equal, positive or negative changes in the performance of the Underlying will have a proportionately larger effect on the value of the Securities, and therefore leverage has the potential to magnify gains or losses of the Securities.

**No Capital Protection:** All other things being equal, the value or performance of the Underlying will affect the value of the Securities at maturity/expiration, to such an extent that the value of the Securities at maturity/expiration may be zero.

**FX Adjustment:** The value of the Securities at maturity/expiration will be affected both by the value or performance of the Underlying and by the performance of the relevant FX rate between the currency of the Underlying and the currency of the Securities.

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Page where information about the past and future performance of the Underlying and its volatility can be obtained:

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#### No Significant Change and No Material Adverse Change

There has been no significant change in the financial position of the Issuer Group taken as a whole since 30 June 2011 (the end of the last financial period for which the lastest interim financial information has been published).

Save in relation to (i) matters referred to on page 119 of the 2011 Annual Results of RBSG, relating to Payment Protection Insurance, in respect of which the Issuer Group has made provisions for therein; and (ii) the effect on revenues of Global Banking and Markets of the current subdued operating environment (see pages 49 to 52 of the 2011 Annual Results of RBSG), there has been no material adverse change in the prospects of the Issuer Group taken as a whole since 31 December 2010 (the last date to which the latest audited published financial information of the Issuer Group was prepared).

# RESPONSIBILITY

The Issuer accepts responsibility for the information contained in the Base Prospectus, as completed and/or amended by these Final Terms. To the best of the knowledge and belief of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Base Prospectus is in accordance with the facts and does not omit anything likely to affect the import of such information. Material changes since the date of the Base Prospectus will trigger the need for a supplement under Article 16 of Directive 2003/71/EC which will be filed with both the AFM and the SIX Swiss Exchange.