

Company Registration No: SC013008

LONDON OFFICE ROYAL BANK OF SCOTLAND NOMINEES LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

31 December 2012



**RBS Secretariat
The Royal Bank of Scotland Group plc
Gogarburn
P.O. Box 1000
Edinburgh EH12 1HQ**

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OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS:

**A J Nicholson
S J Sutherland**

SECRETARY:

RBS Secretarial Services Limited

REGISTERED OFFICE:

**24/25 St Andrew Square
Edinburgh
EH2 1AF**

Registered in Scotland.

DIRECTORS' REPORT

The directors present their report and financial statements for the year ended 31 December 2012.

ACTIVITIES AND BUSINESS REVIEW

The Company is a dormant company.

DIRECTORS AND SECRETARY

The present directors and secretary, who have served throughout the year except where noted below are listed on page 1.

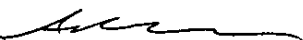
From 1 January 2012 to date the following changes have taken place:

	Appointed	Resigned
Directors		
J A Jackson		17/04/2012
S J Sutherland	17/04/2012	
Secretary		
C A Russell		27/07/2012
RBS Secretarial Services Limited	27/07/2012	

AUDITORS

A Special Resolution has been passed exempting the Company from the requirement to appoint auditors.

Approved by the Board of Directors and signed on behalf of the Board



A J Nicholson
Director

Date: 3/3/13

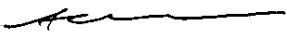
STATEMENT OF FINANCIAL POSITION AS AT 31 December 2012

	Note	2012 £	2011 £
Current Assets			
Debtors			
Amounts owed by Group Company		<u>Nil</u>	<u>Nil</u>
Net Assets		<u>Nil</u>	<u>Nil</u>
Capital			
Called up share capital	5	<u>Nil</u>	<u>Nil</u>

The Notes on pages 4 and 5 form part of these accounts.

DIRECTORS' DECLARATION

- 1 For the period ended 31 December 2012 the Company was entitled to exemption under section 480(1) of the Companies Act 2006.
- 2 No members have required the Company to obtain an audit of its accounts for the period in question in accordance with section 476 of the Companies Act 2006.
- 3 The directors acknowledge their responsibility for:
 - a) ensuring the Company keeps accounting records which comply with section 386 of the Companies Act 2006; and
 - b) preparing accounts which fairly present the financial position of the Company as at the end of its financial year, and of its financial performance and cash flows for the year in accordance with International Accounting Standards referred to by Section 395 (1(b)) of the Companies Act 2006.



 A J Nicholson
 Director

Date: 3/3/13

NOTES**1 Principal Accounting Policies**

The accounts have been prepared in accordance with applicable Accounting International Financial Reporting Standards issued by the International Accounting Standards Board and interpretations issued by the International Financial Reporting Interpretations Committee (together 'IFRS') as endorsed by the European Union. A summary of the more important accounting policies, which have been applied consistently, is set out below.

2 Basis of Accounting

The accounts have been prepared under the historical cost convention.

3 Controlling parties

On 1 December 2008, the UK Government through HM Treasury became the ultimate controlling party of The Royal Bank of Scotland Group plc. The UK Government's shareholding is managed by UK Financial Investments Limited, a company wholly owned by the UK Government.

The Company's ultimate holding company is The Royal Bank of Scotland Group plc and its immediate parent company is The Royal Bank of Scotland plc. Both companies are incorporated in Great Britain and registered in Scotland.

As at 31 December 2012, The Royal Bank of Scotland Group plc heads the largest group in which the Group is consolidated and The Royal Bank of Scotland plc heads the smallest group in which the Group is consolidated. Copies of the consolidated accounts of both companies may be obtained from The Secretary, The Royal Bank of Scotland Group plc, Gogarburn, PO Box 1000, Edinburgh EH12 1HQ.

4 Related Party Transactions

The Company entered into no transactions during the year and its only assets are balances with Group Companies.

5 **Called Up Share Capital**

The Company is limited by guarantee and has no share capital.

6 **Statement of Comprehensive Income**

The Company has not traded during the accounting period, has received no income and incurred no expenditure and consequently has made neither a profit nor a loss. A statement of comprehensive income is therefore not presented. None of the directors received any remuneration.

7 **Approval of Accounts**

The accounts were approved at a meeting of the Board of Directors.