

SH07

Notice of cancellation of shares held by or for a public company

Statement of capital

Section 4 (also Section 5 and Section 6 if appropriate) should reflect the company's share capital immediately following the cancellation.

4 Statement of capital (Share capital in pound sterling (£))

Please complete the table below to show each class of shares held in pound sterling.
If all your issued capital is in sterling, only complete Section 4 and then go to Section 7.

Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Ordinary Shares	4,943.54	0	1,350,449	£ 1,350,449
Ordinary Shares	6.92	0	1,000,000,000	£ 1,000,000,000
Ordinary Shares	1.00	0	4,607,166,359	£ 4,607,166,359
Ordinary Shares	1.00	0	1,000,000,000	£ 1,000,000,000
Totals				£

5 Statement of capital (Share capital in other currencies)

Please complete the table below to show any class of shares held in other currencies.
Please complete a separate table for each currency.

Currency	USD			
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Cat. II Non-cumulative Dollar Pref	25.00	0	54,000,000	540,000.00
Cat. II Non-cumulative Dollar Pref	1,000.00	0	2,400,000	24,000.00
Totals			56,400,000	564,000.00

Currency				
Class of shares (E.g. Ordinary/Preference etc.)	Amount paid up on each share ①	Amount (if any) unpaid on each share ①	Number of shares ②	Aggregate nominal value ③
Totals				

6 Statement of capital (Totals)

Please give the total number of shares and total aggregate nominal value of issued share capital.		③ Total aggregate nominal value Please list total aggregate values in different currencies separately. For example: £100 + €100 + \$10 etc.
Total number of shares	6,664,916,810	
Total aggregate nominal value ③	£6,608,516,810 + US\$564,000	

① Including both the nominal value and any share premium.

② Number of shares issued multiplied by nominal value of each share.

③ Total number of issued shares in this class.

Continuation pages
Please use a Statement of Capital continuation page if necessary.

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7 Statement of capital (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Section 4 and Section 5.

Class of share	Ordinary Shares
Prescribed particulars ①	Each ordinary share carries the right to one vote on a poll.
Class of share	Cat. II Non-cumulative Dollar Preference Shares
Prescribed particulars ①	- Series F Category II Non-cumulative Dollar Preference Shares do not generally confer the right to attend or vote at any general meeting of the Company. Notwithstanding the foregoing paragraph, holders of Series F Category II Non-cumulative Dollar Preference Shares that were in issue on 26 February 1998 shall, with effect from that date, be entitled to attend any general meeting of the company the business of which includes the consideration of a resolution for
Class of share	Cat. II Non-cumulative Dollar Preference Shares
Prescribed particulars ①	cont. from above the winding up of the company or any resolution varying or abrogating the special rights or privileges attached to such shares, and to speak and vote at the relevant meeting in respect of any such resolution (but only in respect of such resolution). If entitled to vote, each holder is entitled on a poll to 1 vote for each series F Category II Non-cumulative Dollar Preference Share held.

① Prescribed particulars of rights attached to shares

The particulars are:

- particulars of any voting rights, including rights that arise only in certain circumstances;
- particulars of any rights, as respects dividends, to participate in a distribution;
- particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and
- whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares.

A separate table must be used for each class of share.

Continuation pages

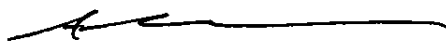
Please use a Statement of Capital continuation page if necessary.

8 Signature

I am signing this form on behalf of the company.

Signature

Signature

X  X

This form may be signed by:

Director ①, Secretary, Person authorised ①, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager.

① Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership.

① Person authorised

Under either section 270 or 274 of the Companies Act 2006.

SH07**Notice of cancellation of shares held by or for a public company****Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name Yvonne Addison

Company name RBS Gogarburn

Address PO Box 1000

Post town Edinburgh

County/Region

Postcode E H 1 2 1 H Q

Country

DX

Telephone 0131 626 3851

**Checklist**

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have entered the date in section 2.
- ☐ You have completed section 3.
- ☐ You have completed the relevant sections of the Statement of capital.
- ☐ You have signed the form.

**Important information**

Please note that all information on this form will appear on the public record.

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS.
DX 481 N.R. Belfast 1.

**Further information**

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Please complete the table below to show each class of shares held in other currencies. Please complete a separate table for each currency.

① Including both the nominal value and any share premium. ② Number of shares issued multiplied by nominal value of each share.

③ Total number of issued shares in this class.

SH07 - continuation page

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Statement of capital (Prescribed particulars of rights^① attached to shares)

Class of share	Cat. II Non-cumulative Dollar Preference Shares	
Prescribed particulars	<p>- Series H Category II Non-cumulative Dollar Preference Shares do not confer the right to attend or vote at any general meeting of the Company.</p> <p>- Series L Category II Non-cumulative Dollar Preference Shares do not confer the right to attend or vote at any general meeting of the Company.</p> <p>- Series N Category II Non-cumulative Dollar Preference Shares do not confer the right to attend or vote at any general meeting of the Company.</p> <p>- Series R Category II Non-cumulative Dollar Preference Shares do not confer the right to attend or vote at any general meeting of the Company.</p> <p>- Series 1 Category II Non-cumulative Dollar Preference Shares do not confer the right to attend or vote at any general meeting of the Company.</p>	<p>① Prescribed particulars of rights attached to shares The particulars are:</p> <ol style="list-style-type: none"> particulars of any voting rights, including rights that arise only in certain circumstances; particulars of any rights, as respects dividends, to participate in a distribution; particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares. <p>A separate table must be used for each class of share.</p>