

## SUPPLEMENTARY PROSPECTUS DATED 27 OCTOBER 2017



### **The Royal Bank of Scotland Group plc**

*(Incorporated in Scotland with limited liability under the Companies Acts 1948 to 1980, registered number SC045551)*

### **The Royal Bank of Scotland plc**

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

**£90,000,000,000**

### **Euro Medium Term Note Programme**

This supplement (the "**5<sup>th</sup> Supplementary Prospectus**") to the Prospectus dated 16 December 2016, as supplemented by the 1<sup>st</sup> supplementary prospectus dated 24 February 2017, the 2<sup>nd</sup> supplementary prospectus dated 28 April 2017, the 3<sup>rd</sup> supplementary prospectus dated 9 May 2017 and the 4<sup>th</sup> supplementary prospectus dated 7 August 2017 (the "**Prospectus**"), which comprises a base prospectus for the purpose of Directive 2003/71/EC (as amended), constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the "**FSMA**") and has been prepared in connection with the £90,000,000,000 Euro Medium Term Note Programme (the "**Programme**") established by The Royal Bank of Scotland Group plc ("**RBSG**") and The Royal Bank of Scotland plc ("**RBS**") (each, an "**Issuer**" and together, the "**Issuers**"). Terms defined in the Prospectus have the same meaning when used in this 5<sup>th</sup> Supplementary Prospectus.

This 5<sup>th</sup> Supplementary Prospectus is supplemental to, and should be read in conjunction with, the Prospectus and the documents incorporated by reference therein.

Each Issuer accepts responsibility for the information contained in this 5<sup>th</sup> Supplementary Prospectus. To the best of the knowledge of each Issuer (each having taken all reasonable care to ensure that such is the case) such information is in accordance with the facts and does not omit anything likely to affect the import of such information.

### **Purpose of the Supplementary Prospectus**

The purpose of this 5<sup>th</sup> Supplementary Prospectus is to:

- (a) incorporate by reference into the Prospectus the RBSG Q3 2017 IMS (as defined below); and
- (b) following the publication of the RBSG Q3 2017 IMS, update the statement of no significant change for RBSG.

### **Incorporation of Information by Reference**

By virtue of this 5<sup>th</sup> Supplementary Prospectus, the unaudited Interim Management Statement Q3 2017 of RBSG, except for the second sentence in the section entitled "Outlook" on page 4 (the "**RBSG Q3 2017 IMS**"), which was published via the regulatory news service of the London Stock Exchange on 27 October 2017 and which has been (1) previously published and (2) filed with the Financial Conduct Authority, shall be incorporated in, and form part of, the Prospectus.

A copy of any or all of the information which is incorporated by reference in the Prospectus can be obtained from the website of RBSG at <http://www.rbs.com> and from the London Stock Exchange plc's website at <http://www.londonstockexchange.com/exchange/prices-and-news/news/market-news/market-news-home.html>.

If a document which is incorporated by reference in the Prospectus by virtue of this 5<sup>th</sup> Supplementary Prospectus itself incorporates any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of the Prospectus except where such information or other documents are specifically incorporated by reference in, or attached to, the Prospectus by virtue of this 5<sup>th</sup> Supplementary Prospectus. Those parts of the RBSG Q3 2017 IMS incorporated by reference which are specifically excluded from the information incorporated by reference in this 5<sup>th</sup> Supplementary Prospectus are either not relevant for prospective investors or the information is included elsewhere in the Prospectus.

#### **Statement of No Significant Change – RBSG**

There has been no significant change in the trading or financial position of the Group taken as a whole since 30 September 2017 (the end of the last financial period for which the latest unaudited interim financial information of the Group has been published).

#### **Other Information**

To the extent that there is any inconsistency between any statement in this 5<sup>th</sup> Supplementary Prospectus and any other statement in or incorporated by reference in the Prospectus, the statements in this 5<sup>th</sup> Supplementary Prospectus will prevail.

Save as disclosed in this 5<sup>th</sup> Supplementary Prospectus no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.

The hyperlinks included in this 5<sup>th</sup> Supplementary Prospectus are included for information purposes only and the websites and their content are not incorporated into, and do not form part of, the 5<sup>th</sup> Supplementary Prospectus or the Prospectus.