

SUPPLEMENT DATED 9 AUGUST 2010 TO THE PROSPECTUS DATED 21 AUGUST 2009, THE PROSPECTUS DATED 24 AUGUST 2009, THE PROSPECTUSES DATED 25 SEPTEMBER 2009, THE PROSPECTUS DATED 7 DECEMBER 2009, THE PROSPECTUS DATED 1 APRIL 2010, THE PROSPECTUS DATED 27 APRIL 2010 AND THE PROSPECTUSES DATED 21 MAY 2010



The Royal Bank of Scotland plc

(incorporated under the laws of Scotland with limited liability under the Companies Act 1948 to 1980, with registered number SC090312)

The Prospectuses listed in the schedule hereto

This Supplement (this **Supplement**) to the Prospectus dated 21 August 2009, the Prospectus dated 24 August 2009, the Prospectuses dated 25 September 2009, the Prospectus dated 7 December 2009, the Prospectus dated 1 April 2010, the Prospectus dated 27 April 2010 and the Prospectuses dated 21 May 2010 listed in the Schedule hereto (each as supplemented at the date hereof) (the **Prospectuses** and each a **Prospectus**) (each of which comprises a base prospectus), constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the **FSMA**). Terms defined in the Prospectuses have the same meanings when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, each Prospectus and any other supplements to the relevant Prospectus issued by The Royal Bank of Scotland plc (the **Issuer**) as further described in the Schedule hereto.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Disincorporation of information incorporated by reference in each of the Prospectuses

- (a) The registration document dated 10 June 2010 relating to the Issuer, which was approved by the Financial Services Authority (the **FSA**) and published via the Regulatory News Service of the London Stock Exchange plc (the **RNS**) on 10 June 2010, and incorporated by reference in each of the Prospectuses shall, by virtue of this Supplement, no longer be so incorporated.
- (b) The RBSG Interim Management Statement Q1 2010 published via the RNS on 7 May 2010 and incorporated by reference in each of the Prospectuses shall, by virtue of this Supplement, no longer be so incorporated.

Incorporation of information incorporated by reference in each of the Prospectuses

The documents set out below which have been (1) previously published and (2) approved by the FSA or filed with it shall, by virtue of this Supplement, be deemed to be incorporated in, and form part of, each of the Prospectuses:

- (a) the registration document dated 9 August 2010 relating to the Issuer, which was published via the RNS on 9 August 2010 (the **Registration Document**); and
- (b) the RBSG Interim Results 2010 of The Royal Bank of Scotland Group plc for the six months ended 30 June 2010, which was published via the RNS on 6 August 2010 (the **RBSG Interim Results**).

Unaudited Pro Forma Financial Information

The unaudited pro forma financial information contained in the RBSG Interim Results (the **Unaudited Pro Forma Financial Information**) which is incorporated by reference in each of the Prospectuses by virtue of this Supplement has been prepared for illustrative purposes only and addresses a hypothetical situation. Therefore, the Unaudited Pro Forma Financial Information does not represent the Group's actual financial position or results as at and for the periods in respect of which the Unaudited Pro Forma Financial Information has been prepared.

Amendment to the Summary section in each of the Prospectuses

In each of the Prospectuses, the description of the Issuer set out in the summary section under the sub-heading (i) "Business", in the case of the C&W Programme Prospectus (ii) "Issuer" in the case of the SMTN Programme Prospectus (together with the C&W Programme Prospectus, the **Programme Prospectuses**) and (iii) "Description of the Issuer" in all Prospectuses excluding the Programme Prospectuses shall, by virtue of this Supplement, be deleted in its entirety and replaced by the following:

"The Issuer (together with its subsidiaries, the **Issuer Group**) is a wholly owned subsidiary of The Royal Bank of Scotland Group plc (**RBSG**, together with its subsidiaries, the **Group**). RBSG is the holding company of a large global banking and financial services group. Headquartered in Edinburgh, the Group operates in the United Kingdom, the United States and internationally through its three principal subsidiaries, the Issuer, National Westminster Bank Plc (**NatWest**) and The Royal Bank of Scotland N.V. (**RBS N.V.**). The Issuer is a public limited company incorporated in Scotland. The Issuer and NatWest are both major United Kingdom clearing banks. RBS N.V. is a bank regulated by the Dutch Central Bank. In the United States, the Group's subsidiary, Citizens, is a large commercial banking organisation. The Group has a large and diversified customer base and provides a wide range of products and services to personal, commercial and large corporate and institutional customers.

The Group had total assets of £1,582.1 billion and owners' equity of £76.8 billion as at 30 June 2010. The Group's capital ratios at that date were a total capital ratio of 13.9 per cent., a Core Tier 1 capital ratio of 10.5 per cent. and a Tier 1 capital ratio of 12.8 per cent...

The Issuer had total assets of £1,333.0 billion and shareholder's equity of £55.1 billion as at 31 December 2009. The Issuer's capital ratios as at that date were a total capital ratio of 14.8 per cent. and a Tier 1 capital ratio of 10.5 per cent."

A copy of any or all of the information which is incorporated by reference in each of the Prospectuses can be obtained from the website of the Issuer at www.rbs.com and from the London Stock Exchange's website at www.londonstockexchange.com/en-gb/pricesnews/marketnews/.

If the documents which are incorporated by reference in each of the Prospectuses by virtue of this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of any of the Prospectuses for the purposes of the Prospectus Directive except where such information or other documents are specifically incorporated by reference in, or attached to, each of the Prospectuses by virtue of this Supplement.

To the extent that there is any inconsistency between any statement in or incorporated by reference in each of the Prospectuses by virtue of this Supplement and any other statement in or incorporated by reference in any Prospectus, the statements in or incorporated by reference in each of the Prospectuses by virtue of this Supplement will prevail.

Save as disclosed in this Supplement or any document incorporated by reference in each of the Prospectuses by this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in each of the Prospectuses (as supplemented at the date hereof) since the publication of each of the Prospectuses.

An investor should be aware of its rights arising pursuant to Section 87Q(4) of the FSMA.

SCHEDULE

List of Prospectuses

Programme Prospectuses

1. Prospectus dated 25 September 2009 relating to the Issuer's Certificate and Warrant Programme, as supplemented on 19 October 2009, 19 November 2009, 30 November 2009, 16 December 2009, 10 March 2010, 24 March 2010, 1 April 2010, 15 April 2010, 11 May 2010, 28 May 2010 and 10 June 2010 (the **C&W Programme Prospectus**).
2. Prospectus dated 27 April 2010 relating to the Issuer's Structured Note Programme, as supplemented on 11 May 2010, 28 May 2010 and 10 June 2010 (the **SMTN Programme Prospectus**).

Structured Note Programme Prospectuses

3. Prospectus dated 21 August 2009 relating to the issue of Principal-Protected and Non-Principal Protected Notes (Flexi-Payout), as supplemented on 28 August 2009, 8 September 2009, 15 September 2009, 19 November 2009, 20 November 2009, 30 November 2009, 11 December 2009, 16 December 2009, 29 January 2010, 18 February 2010, 10 March 2010, 24 March 2010, 1 April 2010, 15 April 2010, 28 April 2010, 5 May 2010, 11 May 2010, 28 May 2010 and 10 June 2010 (the **Flexi-Payout Prospectus**).
4. Prospectus dated 24 August 2009 relating to the issue of Principal-Protected and Non-Principal Protected Index or Equity Linked Notes, as supplemented on 28 August 2009, 8 September 2009, 15 September 2009, 19 November 2009, 20 November 2009, 30 November 2009, 11 December 2009, 16 December 2009, 18 February 2010, 10 March 2010, 24 March 2010, 1 April 2010, 15 April 2010, 28 April 2010, 5 May 2010, 11 May 2010, 28 May 2010 and 10 June 2010 (the **Accumulator – Bull and Bear Prospectus**).
5. Prospectus dated 21 May 2010 relating to the issue of Principal-Protected and Non-Principal Protected Index, Equity or Currency Linked Notes (Asian Put and Call) as supplemented on 10 June 2010 (the **Asian Put and Call Prospectus**).
6. Prospectus dated 21 May 2010 relating to the issue of Principal-Protected and Non-Principal Protected Notes Base Prospectus Active Investment Strategy (Autopilot) as supplemented on 10 June 2010 (the **Autopilot Prospectus**).

Certificate and Warrant Programme Prospectuses

7. Prospectus dated 25 September 2009 relating to the issue of Call and Put Warrants (UK Public), as supplemented on 19 November 2009, 30 November 2009, 16 December 2009, 10 March 2010, 24 March 2010, 1 April 2010, 15 April 2010, 11 May 2010, 28 May 2010 and 10 June 2010 (the **Call and Put Warrants Prospectus**).
8. Prospectus dated 7 December 2009 relating to the issue of Call/Put Warrants, Lock-In Call/Lock-In Put and Digital Call/Digital Put Warrants, as supplemented on 16 December 2009, 10 March 2010, 24 March 2010, 1 April 2010, 15 April 2010, 11 May 2010, 28 May 2010 and 10 June 2010 (the **Call/Put, Lock-In Call/Put and Digital Call/Put Warrants Prospectus**).
9. Prospectus dated 1 April 2010 relating to the issue of Exercisable Certificates/Warrants and Redeemable Certificates, as supplemented on 15 April 2010, 11 May 2010, 28 May 2010 and 10 June 2010 (the **Exercisable Certificates/Warrants and Redeemable Certificates Prospectus**).