
ASX Market Announcement

RBS Self Funding Instalments – Expiry Notice

The Royal Bank of Scotland plc (ABN 30 101 464 528) (“RBS”) is the issuer of RBS Self Funding Instalments listed in the Schedule attached to the end of this notice. Your Self Funding Instalments were issued pursuant to the Product Disclosure Statement dated 25 May 2005 (“PDS”).

On the 23rd June 2014, RBS made a market announcement that it will cease to carry on the Investor Product and Equity Derivatives business with effect from 23rd June 2014. RBS no longer issues or offers any warrants or structured products on the primary or secondary market, including as part of a conversion under a rollover (or similar) facility of a product already on issue.

The Expiry Date for your Self Funding Instalments is Thursday, 30 June 2016.

There are no conversion or rollover products available. As set out in the PDS, holders have a few alternative options to take on, or before, the Expiry Date (i.e., Thursday, 30 June 2016) with regards to your Self Funding Instalments. Please refer to the attached Expiry Notification document listing all the alternative options, a copy of the notification has been addressed and mailed to all holders.

RBS will continue to meet its obligations to existing holders pursuant to the Self Funding Instalment product terms and RBS plc (or any additional or replacement market maker) will continue to make a bid on these Self Funding Instalments up to 4pm (AESDT) on the Expiry Date.

Any holders who require additional information should contact their Stockbroker and/or Financial Adviser. Alternatively please call RBS Investor Products on 1800 450 005. Any update to this information will be provided at www.rbs.com.com.au/warrants

The Royal Bank of Scotland plc

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[insert investors name and address]

Expiry Notification of RBS Self Funding Instalment Warrants

RBS Alternative Investments (Australia) Pty Ltd (ABN 85 154 251 671, Authorised Intermediary of The Royal Bank of Scotland plc AFSL: 241114) ("**RBS**"); as Issuer of the Series of Self Funding Instalments issued pursuant to the Product Disclosure Statement dated 18 April 2006 and Part 2 of the product Disclosure Statement dated 25 May 2005, as supplemented by a by a Supplementary Product Disclosure Statement dated 6 February 2008 ("**PDS**"), wishes to inform you that your entire Holdings in this Series will expire on **30 June 2016** ("**Expiry Date**").

RBS announcement - On the 23rd June 2014, RBS made a market announcement that it will cease to carry on the Investor Product and Equity Derivatives business with effect from 23rd June 2014. RBS no longer issues or offers any warrants or structured products on the primary or secondary market, including as part of a conversion under a rollover (or similar) facility of a product already on issue.

The below table outlines your entire Holdings in this Series and is followed by a table showing your investment options and the economic result of each of these options (including information of what will occur if you do not advise RBS of your intentions before **5:00pm on 30 June 2016** (the Expiry Date)). For further information, please refer to the PDS.

Capitalised terms used in this Expiry Notification that are not otherwise defined will have the same meanings as set out in the PDS.

ASX Code Series	Underlying Entities' Shares	Number of Holdings registered and held as at the date of this notification	Instalment Payment (\$)
<<ASX code>>	<<Company Name>>	<<holdings>>	<<Strike Price>>

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Important: You must ensure that all completed and signed forms (as well as any payments owed) are received by RBS before 5:00pm on 30 June 2016 (the Expiry Date).

Your Options.....	What you need to do once you have made your investment decision.....
1. Pay the Instalment Payment and any applicable Cap Payment to receive the fully paid Underlying Entities' Shares.	Complete the Instalment Payment Notice form (Parts A, B, C, D & F) a) Complete and sign the relevant parts of the attached "Self Funding Instalment Warrants – Instalment Payment Notice or Put Option Notice" and return this original, completed notice to RBS. b) This original, completed notice and the relevant Instalment Payment must be received by RBS before 5:00pm on 30 June 2016 (the Expiry Date).
2. Exercise the Holder's Put Option which instructs RBS to purchase the beneficial interest in the underlying Shares and pay the Holder's Cash Entitlement to you..	Complete the Put Option Notice form (Parts A, B, E & F). a) Complete and sign the relevant parts of the attached "Self Funding Instalment Warrants – Instalment Payment Notice or Put Option Notice" and return this original, completed notice to RBS. b) This original, completed notice must be received by RBS before 5:00pm on 30 June 2016 (the Expiry Date).
3. "Do Nothing" and RBS will sell the Underlying Entities' Shares on your behalf.	"Do Nothing" If you do nothing, then pursuant to the Terms set out in the PDS, RBS will sell your Underlying Entities' Shares on your behalf. The sale proceeds of these shares payable to you shall be the greater of either: (i) the net proceeds of the sale of your Underlying Entities' Shares less the Instalment Payment plus any applicable Cap Payment; <u>or</u> (ii) where the Market Value of the Underlying Entities' Shares less the Instalment Payment exceeds 5% of the Instalment Payment on the Expiry Date, 90% of the difference between the aggregate of the Volume Weighted Average Sale Price and the Instalment Payment. This automatic adjustment is in accordance with the Trust Deed and the Terms as set out in the PDS.
4. Sell your Holdings on ASX	Please contact your financial adviser if you wish to pursue this option.

The address for all notices and cheques to be delivered is as follows:

Manager, Equity Derivatives Operations RBS Alternative Investments (Australia) Pty Ltd Level 22 88 Phillip Street Sydney NSW 2000 Australia	<u>OR</u>	Manager, Equity Derivatives Operations RBS Alternative Investments (Australia) Pty Ltd GPO Box 4675 Sydney NSW 2001 Australia
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Important Note:

- Original, completed notices and any applicable payments need to be posted to the above address and received by RBS **before 5:00pm on 30 June 2016** (the Expiry Date). If the original, completed notice is not received by that time, RBS will reverse the trade at the expense of the investor.

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- If you do not inform RBS of your investment decision **by 5:00pm on 30 June 2016 (the Expiry Date)**, then pursuant to the terms of the Trust Deed, RBS will automatically exercise on your behalf in accordance with the procedure set out in Option 3 "Do Nothing" above. It is important that you understand that under Option 3, you may not receive any sale proceeds from the sale of your Underlying Entities' Shares.
 - **All cheques** should be made payable to **RBS Alternative Investments (Australia) Pty Ltd** and any costs that are incurred by RBS as a result of failed cheques will be passed back to the Holder. Failed payments will also result in the procedure set out in Option 3 above being applied by RBS on your behalf.
 - **Cleared funds** for all payments must be received by RBS by 5:00pm on the 5th Business Day after the Expiry Date. If cleared funds are not received by this time, this will result in the procedure set out in Option 3 above being applied by RBS.
 - Your Self Funding Instalments will cease trading at the close of trading on ASX on **30 June 2016** (the Expiry Date).

If you require further information, please contact your financial adviser or RBS on 1800 450 005.

We thank you for choosing to invest with RBS.

The RBS Investor Products Team

RBS Alternative Investments (Australia) Pty Ltd

Self Funding Instalment Warrants - Instalment Payment Notice or Put Option Notice

This form is to be completed if you wish to: <ul style="list-style-type: none"> • make the Instalment Payment OR <ul style="list-style-type: none"> • exercise the Holder's Put Option 	Send To: Manager, Equity Derivatives Operations Level 22 88 Phillip Street Sydney NSW 2001 Australia
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PART A – HOLDER'S DETAILS

Registered Holdings	<<Reg Line 1>> <<Reg Line 2>> <<Reg Line 3>> <<Reg Line 4>> <<Reg Line 5>> <<Reg Line 6>>		
Phone number		Mobile number	
Email address			
SRN/HIN	<<HRN>>		

**YOU MUST COMPLETE PART B, C AND D OR PART E.
(It is compulsory for all Holders to complete Part F).**

PART B – CALL FOR DELIVERY OF SHARES

As Holder of the Self Funding Instalment Warrants described below, I/we hereby give this Instalment Payment Notice to RBS in respect of the following Self Funding Instalment Warrants in accordance with the terms of the PDS.

ASX Code	Number of Self Funding Instalment Warrants	Number of Underlying Entities' Shares called for delivery	Instalment Payment	Total Payment *

Total Payment = number of Underlying Entities' Shares called for delivery x Instalment Payment

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PART C – PAYMENT TO RBS FOR DELIVERY OF YOUR UNDERLYING ENTITIES’ SHARES

Three payment options are available

1. Cheque

- Tick if paying by cheque. Please make the cheque payable to **RBS Alternative Investments (Australia) Pty Ltd** and crossed **not transferable**.

Payer details	
Account name	
Bank	
Branch	
Account number	
Cheque number	
Amount (\$)	

2. Direct Credit

- Tick if paying by direct credit.

Note: Please reference payment with your unique Reference Number shown below.

Account name	The Royal Bank of Scotland plc Trust Account
Bank	Westpac Banking Corporation
BSB	032 024
Account number	960 440
Reference Number	<<Reference Number>>
Amount (\$)	

3. BPay

- Tick if paying by BPay. Please reference payments with your unique Reference Number shown below.

Bpay Biller Code	210880		
Reference Number	<<Reference Number>>		
Bpay receipt number¹			
Amount (\$)		Date paid	

¹Write the Bpay receipt number and the date paid in the nominated space as it will assist us in identifying your payment.

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PART D – SHAREHOLDER DETAILS

Security Reference Number (SRN) or Holder Identification Number (HIN) for the allocation and delivery of your shares.

PID or Broker name	
SRN or HIN	
Shareholder name	

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PART E – EXERCISE THE HOLDER’S PUT OPTION

As Holder of the Self Funding Instalment Warrants described below, I/we hereby give this notice to RBS to exercise the Holder’s Put Option on my/our behalf in relation to the following Self Funding Instalment Warrants in accordance with the Terms set out in the PDS.

ASX Code	Number of instalment warrants	Number of instalments warrants for which you are exercising the Holder’s Put Option*

*No payment is required for this option.

PART F – SIGNATURES

In order for this notice to be executed for either the Instalment Payment Notice or Put Option Notice, please ensure that you date and sign in the spaces shown below.

Dated this	Day of	,2016
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- If the Holder(s) is/are Individual(s)

Signature		Print name	
Signature		Print name	

- If the Holder is a company

Company name	
Sole Director or Director/Secretary signature	
Print name	
Director/Secretary signature	
Print name	

Schedule for existing Holders of the Self Funding Instalments Series

ASX CODE	UNDERLYING ENTITY'S NAME	UNDERLYING ENTITY'S SHARE PRICE	CURRENT INSTALMENT PAYMENT
AMPSZB	AMP LIMITED	\$5.47	\$4.0492
ANZSZB	AUSTRALIA & NEW ZEALAND BANKING GROUP LIMITED	\$24.51	\$10.0156
ASXSZB	ASX LIMITED	\$44.03	\$12.3274
BHPSZB	BHP BILLITON LIMITED	\$19.21	\$18.7818
BOQSZB	BANK OF QUEENSLAND	\$11.50	\$9.5427
BSLSZB	BLUESCOPE STEEL LIMITED	\$6.00	\$38.9381
BXBSZB	BRAMBLES LIMITED	\$13.05	\$7.2849
CBASZB	COMMONWEALTH BANK OF AUSTRALIA	\$78.70	\$8.8081
CWNSZB	CROWN RESORTS LTD	\$12.05	\$5.5577
IAGSZB	INSURANCE AUSTRALIA GROUP	\$5.86	\$2.3546
LLCSZB	Lend Lease Corp Limited	\$13.41	\$8.6031
MGRSZB	MIRVAC GROUP	\$1.91	\$3.0656
MQGSZB	MACQUARIE GROUP LTD	\$71.02	\$41.3605
NABSZB	National Australia Bank Ltd	\$28.13	\$15.6359
QANSZB	QANTAS AIRWAYS LTD	\$3.39	\$2.5792
QBESZB	QBE INSURANCE GROUP LTD	\$11.92	\$14.1752
RIOSZB	Rio Tinto Ltd	\$45.87	\$51.6652
SHLSZB	SONIC HEALTHCARE	\$21.79	\$10.3861
SLFSZB	SPDR / ASX 200 Listed Property	\$13.31	\$10.5201
STWSZB	SPDR S&P/ASX 200 FUND	\$51.31	\$27.8536
SUNSZB	Suncorp Group Ltd	\$12.90	\$11.1862
TAHSZB	TABCORP HOLDINGS LIMITED	\$4.25	\$7.4238
TCLSZB	TRANSURBAN GROUP	\$12.40	\$2.4682
WBCSZB	Westpac Banking Corporation	\$30.20	\$5.3769
WBCSZZ	Westpac Banking Corporation	\$30.20	\$3.8818
WESSZB	Wesfarmers Limited	\$43.29	\$13.5715
WFDSZB	Westfield Corporation	\$10.64	\$0.9419
WOWSZB	Woolworths Limited	\$22.73	\$6.2790
WPLSZB	Woodside Petroleum Ltd	\$27.55	\$32.5807
AFISZB	AUSTRALIAN FOUNDATION INVESTMENT COMPANY	\$5.66	\$2.1146
ARGSZB	ARGO INVESTMENTS LIMITED	\$7.25	\$4.0704
OZLSZB	OZ MINERALS LIMITED	\$5.8	\$16.9208

Prices are indicative as at 17 May 2016

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