THE FOLLOWING ANNOUNCEMENT IS BEING MADE PURSUANT TO THE REQUIREMENTS OF RULE 19.6(C) OF THE CITY CODE ON TAKEOVERS AND MERGERS (THE "CODE"), WHICH, INTER ALIA, REQUIRES A PARTY TO AN OFFER TO MAKE AN ANNOUNCEMENT AT THE END OF A PERIOD OF 12 MONTHS FROM THE DATE ON WHICH THE OFFER PERIOD ENDED CONFIRMING WHETHER IT HAS TAKEN, OR NOT TAKEN, THE COURSE OF ACTION SET OUT IN ITS STATED INTENTIONS

FOR IMMEDIATE RELEASE

3 June 2019

**The Royal Bank of Scotland Group plc**

**Confirmation with Respect to Stated Post-Offer Intentions With Regard to**

**FreeAgent Holdings Plc**

The Royal Bank of Scotland Group plc (“RBS”), announces that further to the completion of the recommended cash offer for the entire issued and to be issued ordinary share capital of FreeAgent Holdings Plc by its indirect subsidiary Silvermere Holdings Limited, which was effected by way of a scheme of arrangement under Part 26 of the Companies Act 2006 on 1 June 2018, its board of directors has duly confirmed in writing to The Panel on Takeovers and Mergers in accordance with the requirements of Rule 19.6(c) of the Code that RBS has complied with its post-offer statements of intent made pursuant to Rules 2.7(c)(iv) and 24.2 of the Code, as originally detailed in its announcement of 27 March 2018 and the scheme document published on 11 April 2018.

Enquiries:

RBS Investor Relations:

Alexander Holcroft  
Head of Investor Relations  
Tel: 0207 672 1758

**Legal Entity Identifiers**

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| The Royal Bank of Scotland Group plc | 2138005O9XJIJN4JPN90 |