

Final Terms dated October 25, 2013



ROYAL BANK OF CANADA
(a Canadian chartered bank)

**Issue of EUR1,500,000,000 1.25 per cent. Covered Bonds due 29 October 2018
under the**

€23,000,000,000

Global Covered Bond Programme
unconditionally and irrevocably guaranteed as to payments by
RBC COVERED BOND GUARANTOR
LIMITED PARTNERSHIP
(a limited partnership formed under the laws of Ontario)

THESE COVERED BONDS HAVE NOT BEEN APPROVED OR DISAPPROVED BY CANADA MORTGAGE AND HOUSING CORPORATION ("CMHC") NOR HAS CMHC PASSED UPON THE ACCURACY OR ADEQUACY OF THIS DISCLOSURE DOCUMENT. THESE COVERED BONDS ARE NOT INSURED OR GUARANTEED BY CMHC OR THE GOVERNMENT OF CANADA OR ANY OTHER AGENCY THEREOF.

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "**Conditions**") set forth in the Prospectus dated July 25, 2013 which constitutes a base prospectus, as supplemented by the 1st Supplementary Prospectus dated September 18, 2013 and the 2nd Supplementary Prospectus dated October 18, 2013 (together, the "**Prospectus**") for the purposes of Directive 2003/71/EC, as amended (the "**Prospectus Directive**"). This document constitutes the Final Terms of the Covered Bonds described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus. Full information on the Issuer and the offer of the Covered Bonds is only available on the basis of the combination

of these Final Terms and the Prospectus. The Prospectus and all documents incorporated by reference therein are available for viewing on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> under the name Royal Bank of Canada and the headline "Publication of Prospectus" and copies may be obtained from the offices of the Issuer, Royal Bank Plaza, 200 Bay Street, 8th Floor, South Tower, Toronto, Ontario, Canada M5J 2J5, and the offices of the Issuing and Paying Agent, One Canada Square, London E14 5AL, England.

1.
 - (i) Series Number: CB14
 - (ii) Tranche Number: 1
 - (iii) Date on which the Covered Bonds become fungible: Not Applicable
2. Specified Currency or Currencies: Euro ("**EUR**")
3. Aggregate Principal Amount:
 - (i) Series: EUR1,500,000,000
 - (ii) Tranche: EUR1,500,000,000
4. Issue Price: 99.937 per cent. of the Aggregate Principal Amount
5.
 - (a) Specified Denominations: EUR100,000 and integral multiples of EUR1,000 in excess thereof up to and including EUR199,000. No Covered Bonds in definitive form will be issued with a denomination above EUR199,000.
 - (b) Calculation Amount: EUR1,000
6.
 - (i) Issue Date: 29 October 2013
 - (ii) Interest Commencement Date: Issue Date
7.
 - (i) Final Maturity Date: 29 October 2018

	(ii) Extended Due for Payment Date of Guaranteed Amounts corresponding to the Final Redemption Amount under the Covered Bond Guarantee:	29 October 2019
8.	Interest Basis:	1.25 per cent. per annum Fixed Rate
9.	Redemption/Payment Basis:	Subject to any purchase and cancellation or early redemption, the Covered Bonds will be redeemed on the Maturity Date at par.
10.	Change of Interest Basis:	Paragraph 13 is applicable for the period from and including the Interest Commencement Date to but excluding the Final Maturity Date. Paragraph 14 is applicable for the period from and including the Final Maturity Date to but excluding the Extended Due for Payment Date.
11.	Put Option /Call Option:	Not Applicable
12.	Date of Board approval for issuance of Covered Bonds obtained:	Not Applicable

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

13.	Fixed Rate Covered Bond Provisions	Applicable from and including the Interest Commencement Date, to but excluding the Final Maturity Date.
	(i) Rate(s) of Interest:	1.25 per cent. per annum payable in arrear on each Interest Payment Date
	(ii) Specified Interest Payment Date(s):	29 October in each year from and including 29 October 2014 up to and including the Final Maturity Date.
	(iii) Business Day Convention:	Not Applicable
	(iv) Business Centre(s):	Not Applicable
	(v) Fixed Coupon Amount(s):	EUR12.50 per Calculation Amount

	(vi)	Broken Amount(s):	Not Applicable
	(vii)	Day Count Fraction:	Actual/Actual (ICMA)
	(vii)	Determination Dates:	29 October in each year
14.		Floating Rate Covered Bond Provisions	Applicable from and including the Final Maturity Date, to but excluding the Extended Due for Payment Date.
	(i)	Interest Period(s):	Not Applicable
	(ii)	Specified Interest Payment Dates:	The Interest Payment Date falling on or nearest to the 29 th day of each month from and including the Final Maturity Date to and including the Extended Due for Payment Date, subject to adjustment in accordance with the Business Day Convention specified in paragraph 14(iii) below
	(iii)	Business Day Convention:	Modified Following Business Day Convention
	(iv)	Business Centre(s):	Toronto, London and TARGET2
	(v)	Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination
	(vi)	Party responsible for calculating the Rate(s) of Interest and Interest Amount(s):	Royal Bank of Canada, London Branch c/o Royal Bank of Canada, Toronto Branch RBC Centre, 8th Floor 155 Wellington Street West Toronto Ontario Canada M5V 3H1
	(vii)	Screen Rate Determination:	Applicable
	–	Reference Rate:	1 month EURIBOR
	–	Interest Determination Date(s):	The second TARGET Business Day prior to the start of each Interest Period
	–	Relevant Screen Page:	Reuters Screen Page EURIBOR01

	–	Relevant Time:	11:00am (Central European Time)
	–	Reference Banks:	Has the meaning given in the ISDA Definitions
	–	Relevant Financial Centre:	Not Applicable
	–	Principal Financial Centre:	Not Applicable
(viii)		ISDA Determination:	Not Applicable
(ix)		Margin(s):	+ 0.32 per cent. per annum
(x)		Minimum Rate of Interest:	Not Applicable
(xi)		Maximum Rate of Interest:	Not Applicable
(xii)		Day Count Fraction:	Actual/360
15.		Zero Coupon Covered Bond	Not Applicable

PROVISIONS RELATING TO REDEMPTION

16.		Call Option	Not Applicable
17.		Put Option	Not Applicable
18.		Final Redemption Amount of each Covered Bond	EUR1,000 per Calculation Amount
19.		Early Redemption Amount	
		Early Redemption Amount(s) payable on redemption for taxation reasons or illegality or upon acceleration following an Issuer Event of Default or Guarantor LP Event of Default or other early redemption:	EUR1,000 per Calculation Amount
		Early Redemption Amount includes amount in respect of accrued interest:	No: together with the Early Redemption Amount, accrued interest shall also be paid

GENERAL PROVISIONS APPLICABLE TO THE COVERED BONDS

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| 20. | Form of the Covered Bonds: | Registered Covered Bonds:

Regulation S Global Covered Bond (EUR1,475,000,000 nominal amount) registered in the name of a nominee for a common safekeeper for Euroclear and Clearstream (that is, held under the NSS) and exchangeable only after an Exchange Event.

Rule 144A Global Covered Bond (EUR25,000,000 nominal amount) registered in the name of a nominee for a common safekeeper for Euroclear and Clearstream (that is, held under the NSS) and exchangeable only after an Exchange Event. |
| 21. | New Global Covered Bond: | No |
| 22. | Financial Centre(s) or other special provisions relating to payment dates: | Toronto, London and TARGET2 |
| 23. | Talons for future Coupons to be attached to Definitive Covered Bonds (and dates on which such Talons mature): | No |
| 24. | Euro Conversion Rate: | Not Applicable |
| 25. | Branch of Account: | Main Toronto Branch located at the Executive Offices at the address indicated at the back of the Prospectus |

Signed on behalf of the Issuer:

Signed on behalf of the Managing GP for and on behalf of the Guarantor LP:

By: 
Duly authorized

By: 
Duly authorized

By: 
Duly authorized

PART B – OTHER INFORMATION

1. LISTING

- (i) Listing and admission to trading: Application has been made by the Issuer (or on its behalf) for the Covered Bonds to be admitted to the Official List of the UK Listing Authority and to trading on the Market with effect from 29 October 2013.
- (ii) Estimate of total expenses related to admission to trading: GBP3,650

2. RATINGS

- Ratings: The Covered Bonds to be issued are expected to be rated:
- S&P: AAA
Moody's: Aaa
Fitch: AAA
DBRS: AAA

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save for the fees payable to the Managers, so far as the Issuer is aware, no person involved in the offer of the Covered Bonds has an interest material to the offer. The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer, the Covered Bond Guarantor and their affiliates in the ordinary course of business.

4. FIXED RATE COVERED BONDS ONLY – YIELD

Indication of yield: 1.263 per cent. per annum

5. OPERATIONAL INFORMATION

- (i) Reg S ISIN Code: XS0986254455
Rule 144A ISIN Code: XS0986254539
- (ii) Reg S Common Code: 098625445
Rule 144A Common Code: 098625453

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|--------|---|--------------------------|
| (iii) | CUSIP: | Not Applicable |
| (iv) | CINS: | Not Applicable |
| (v) | Reg S WKN: | A1HSNN |
| | Rule 144A WKN: | A1HSNP |
| (vi) | Any clearing system(s) other than Euroclear Bank S.A./N.V., Clearstream Banking Société Anonyme, DTC, CDS, their addresses and the relevant identification number(s): | Not Applicable |
| (vii) | Delivery | Delivery against payment |
| (viii) | Name(s) and address(es) of additional Paying Agent(s) or Transfer Agent(s): | Not Applicable |

6. DISTRIBUTION

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| (i) | U.S. Selling Restrictions: | Regulation S, compliance Category 2; TEFRA Rules not applicable. Rule 144A eligible. |
| (ii) | Canadian selling restrictions: | Not Applicable |

7. THIRD PARTY INFORMATION

Not Applicable