

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – Other than with respect to offers of the Notes in the United Kingdom the Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "**MIFID II**"); or (ii) a customer within the meaning of Directive 2002/92/EC (as amended), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in Directive 2003/71/EC (as amended). Consequently, save as provided above, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

THE NOTES ARE SUBJECT TO CONVERSION IN WHOLE OR IN PART – BY MEANS OF A TRANSACTION OR SERIES OF TRANSACTIONS AND IN ONE OR MORE STEPS – INTO COMMON SHARES OF ROYAL BANK OF CANADA OR ANY OF ITS AFFILIATES UNDER SUBSECTION 39.2(2.3) OF THE CANADA DEPOSIT INSURANCE CORPORATION ACT (CANADA) ("CDIC ACT") AND TO VARIATION OR EXTINGUISHMENT IN CONSEQUENCE AND SUBJECT TO THE APPLICATION OF THE LAWS OF THE PROVINCE OF ONTARIO AND THE FEDERAL LAWS OF CANADA APPLICABLE THEREIN IN RESPECT OF THE OPERATION OF THE CDIC ACT WITH RESPECT TO THE NOTES.

**Final Terms dated 20 November 2018**



**ROYAL BANK OF CANADA**  
(a Canadian chartered bank)

Legal entity identifier (LEI): ES7IP3U3RHIGC71XBU11

Issue of USD 1,000,000 Collared Floating Rate Notes due November 2020  
under the Programme for the Issuance of Securities

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive, in each case, in relation to such offer.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

## **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 Structured Securities Base Prospectus dated October 12, 2018 which constitutes a base prospectus for the purposes of the Prospectus Directive (the “**Base Prospectus**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. A summary of the Notes (which comprises the summary in the Base Prospectus as completed to reflect the provisions of these Final Terms) is annexed to these Final Terms. The Base Prospectus has been published on the website of Euronext Dublin ([www.ise.ie](http://www.ise.ie)), the Central Bank of Ireland (<http://www.centralbank.ie>) and the Issuer ([rbccm.com/privatebanksolutions](http://rbccm.com/privatebanksolutions)) and copies may be obtained from the offices of the Issuer, Royal Bank Plaza, 200 Bay Street, 8th Floor, South Tower, Toronto, Ontario, Canada and the offices of the Issuing and Paying Agent, One Canada Square, London E14 5AL, England.

By investing in the Notes each investor represents that:

(a) **Non-Reliance.** It is acting for its own account, and it has made its own independent decisions to invest in the Notes and as to whether the investment in the Notes is appropriate or proper for it based upon its own judgement and upon advice from such advisers as it has deemed necessary. It is not relying on any communication (written or oral) of the Issuer or any Dealer as investment advice or as a recommendation to invest in the Notes, it being understood that information and explanations related to the Conditions of the Notes shall not be considered to be investment advice or a recommendation to invest in the Notes. No communication (written or oral) received from the Issuer or any Dealer shall be deemed to be an assurance or guarantee as to the expected results of the investment in the Notes.

(b) **Assessment and Understanding.** It is capable of assessing the merits of and understanding (on its own behalf or through independent professional advice), and understands and accepts the terms and conditions and the risks of the investment in the Notes. It is also capable of assuming, and assumes, the risks of the investment in the Notes.

(c) **Status of Parties.** Neither the Issuer nor any Dealer is acting as fiduciary for or adviser to it in respect of the investment in the Notes.

1. Issuer:	Royal Bank of Canada
Branch of Account / Branch:	Main Toronto Branch located at 200 Bay

Street, Toronto, Ontario, Canada

2. Series Number: 43145
  3. Specified Currency or Currencies: United States Dollars (“USD”)
  4. Aggregate Principal Amount:
    - (i) Series: USD 1,000,000
    - (ii) Tranche: USD 1,000,000
  5. Issue Price: 100 per cent of the Aggregate Principal Amount
  6. (a) Specified Denominations: USD2,000 and integral multiples of  
Condition 1.10, 11 or 1.11a) USD1,000 in excess thereof.

So long as the Notes are represented by a Temporary Global Note or Permanent Global Note and the relevant clearing system(s) so permit, the Notes will be tradeable only in principal amounts of at least the Specified Denomination (or if more than one Specified Denomination, the lowest Specified Denomination) and higher integral multiples of USD1,000, notwithstanding that no definitive Notes will be issued with a denomination above USD2,000.

    - (b) Calculation Amount: USD1,000
    - (c) Minimum Trading Size: Applicable: USD2,000
  7. (i) Issue Date: 20 November 2018  
(ii) Interest Commencement Date: Issue Date
  8. Maturity Date: The Interest Payment Date falling in November 2020
  9. Interest Basis: USD LIBOR Floating Rate, subject to the provisions set out below
  10. (a) Redemption Basis<sup>1</sup>: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date 100 per cent. of their principal amount
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(b)	Protection Amount:	100 per cent. of the Calculation Amount
11.	Change of Interest Basis:	Not Applicable
12.	Put Option/ Call Option/ Trigger Early Redemption:	Not Applicable
13.	Date Board approval for issuance of Notes obtained:	Not Applicable
14.	Bail-inable Securities:	Yes
15.	Method of distribution:	Non-syndicated
<b>PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE</b>		
16.	<b>Fixed Rate Note Provisions</b>	Not Applicable
17.	<b>Floating Rate Note Provisions</b> (Condition 4.03)	Applicable
(i)	Specified Period(s):	The first Specified Period shall be from and including the Issue Date to but excluding the first Interest Payment Date, thereafter each Specified Period shall be from and including the preceding Interest Payment Date to but excluding the next Interest Payment Date.
(ii)	Specified Interest Payment Dates:	20 February, 20 May, 20 August and 20 November in each year up to and including the final Interest Payment Date which shall be the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out in (iv) below.
(iii)	First Interest Payment Date:	20 February 2019
(iv)	Business Day Convention:	Following Business Day Convention
(v)	Business Centre(s):	London and New York
(vi)	Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination
(vii)	Screen Rate Determination:	Applicable
	– Reference Rate:	Three month USD LIBOR

	– Interest Determination Date(s):	London Business Day at the start of each Interest Period
	– Relevant Screen Page:	Reuters page LIBOR 01
	– Relevant Time:	11.00 a.m. London time
	– Reference Banks:	As defined in the ISDA Definitions
(viii)	ISDA Rate Determination:	Not Applicable
(ix)	Linear Interpolation:	Not Applicable
(x)	Margin(s):	Not Applicable
(xi)	Minimum Rate of Interest: (Condition 4.04)	3.16 per cent. per annum
(xii)	Maximum Rate of Interest: (Condition 4.04)	4.00 per cent. per annum
(xiii)	Day Count Fraction:	30/360, unadjusted
(xiv)	Default Rate:	As set out in Condition 4.06
18.	<b>Zero Coupon Note Provisions</b>	Not Applicable
19.	<b>Reference Item Linked Interest Notes</b>	Not Applicable
<b>PROVISIONS RELATING TO REDEMPTION</b>		
20.	<b>Call Option</b>	Not Applicable
21.	<b>Put Option</b>	Not Applicable
22.	<b>Notice periods for Early Redemption for Taxation Reasons:</b>	
	(i) Minimum period:	30 days
	(ii) Maximum period:	60 days
23.	<b>TLAC Disqualification Event:</b>	Not Applicable
24.	<b>Notice periods for Redemption for Illegality:</b>	
	(i) Minimum period:	10 days
	(ii) Maximum period:	30 days
25.	<b>Trigger Early Redemption</b>	Not Applicable

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| 26. | <b>Final Redemption Amount</b>   | 100 per cent. per Calculation Amount   |
| 27. | <b>Early Redemption Amount</b>   |  |
|     | (i) Early Redemption Amount(s) payable on redemption for taxation reasons, illegality or on event of default or other early redemption (including, in the case of Index Linked Notes, following an Index Adjustment Event in accordance with Condition 7 or in the case of Equity Linked Notes, following a Potential Adjustment Event and/or De-listing and/or Merger Event and/or Nationalisation and/or Insolvency and/or Tender Offer in accordance with Condition 8, or in the case of Equity Linked Notes, Index Linked Notes or Fund Linked Notes (involving ETFs), following an Additional Disruption Event (if applicable) (if required): | As per Condition 5.10  |
|     | (ii) Early Redemption Amount includes amount in respect of accrued interest:   | No: together with the Early Redemption Amount, accrued interest shall also be paid |

#### **PROVISIONS RELATING TO REFERENCE ITEM LINKED NOTES**

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|-----|--|-----------------|
| 28. | <b>Settlement Method</b>   |                 |
|     | Whether redemption of the Notes will be by (a) Cash Settlement or (b) Physical Delivery: | Cash Settlement |
| 29. | <b>Final Redemption Amount for Reference Item Linked Notes</b>                           | Not Applicable  |
| 30. | <b>Multi-Reference Item Linked Notes</b>   | Not Applicable  |
| 31. | <b>Currency Linked Note Provisions</b>   | Not Applicable  |
| 32. | <b>Commodity Linked Note Provisions</b>  | Not Applicable  |
| 33. | <b>Index Linked Note Provisions (Equity Indices only)</b>                                | Not Applicable  |

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|-----|---|----------------|
| 34. | <b>Equity Linked Note Provisions</b>      | Not Applicable |
| 35. | <b>Fund Linked Note Provisions (ETF)</b>  | Not Applicable |
| 36. | <b>Non-Exempt Physical Delivery Notes</b> | Not Applicable |

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

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|-----|---|---|
| 37. | (i) New Global Note:  | No  |
|     | (ii) Form of Notes:   | Registered Notes  |
| 38. | Financial Centre(s) or other special provisions relating to payment dates:  | London and New York   |
| 39. | Relevant Renminbi Settlement Centre   | Not Applicable  |
| 40. | Talons for future Coupons to be attached to Definitive Notes:<br>(Condition <b>Error! Reference source not found.</b> )                       | No  |
| 41. | Name and address of Calculation Agent:  | Royal Bank of Canada, London Branch<br>Riverbank House<br>2 Swan Lane<br>London, EC4R 3BF |
| 42. | Name and address of RMB Rate Calculation Agent:   | Not Applicable  |
| 43. | Issuer access to the register of creditors (Sw. <i>skuldboken</i> ) in respect of Swedish Notes:  | Not Applicable  |
| 44. | Exchange Date:  | Not Applicable  |
| 45. | The Aggregate Principal Amount of the Notes issued has been translated into U.S. dollars at the rate of U.S.\$1.00 = [●], producing a sum of: | Not Applicable  |
| 46. | Governing law of Notes (if other than [the laws of the Province of Ontario and the federal laws of Canada applicable therein:                 | Not Applicable  |

Each Holder or beneficial owner of any Bail-inable Securities is deemed to attorn to the jurisdiction of the courts in the Province of Ontario with respect to the operation of the

CDIC Act and the above laws.

47. Alternative Currency Payment:

Not Applicable

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: .....  
Duly authorised

By: .....  
Duly authorised



## PART B – OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing/Admission to trading: Not Applicable
- (ii) Estimate of total expenses related to admission to trading: Not Applicable

### 2. RATINGS

Ratings: Not Applicable

### 3. OPERATIONAL INFORMATION

- (i) ISIN: XS1887254818
- (ii) Common Code: 188725481
- (iii) CFI: Not Applicable
- (iv) FISN: Not Applicable
- (v) Other Identification Number: Not Applicable
- (vi) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg, their addresses and the relevant identification number(s): Not Applicable
- (vii) Delivery: Delivery against payment
- (viii) Name(s) and address(es) of Initial Paying Agents, Registrar and Transfer Agents: The Bank of New York Mellon SA/NV, Luxembourg Branch
- (ix) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (x) Intended to be held in a manner which would allow Eurosystem eligibility: No. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safe-keeper, and registered in the name of a nominee of one of the ICSDs acting as common safe-keeper] and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary

policy and intra day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

#### **4. DISTRIBUTION**

##### **DISTRIBUTION**

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|---|--|
| (a) If non-syndicated, name of Dealer:            | RBC Europe Limited   |
| (b) U.S. Selling Restrictions:                    | Regulation S compliance Category 2<br>TEFRA rules not applicable |
| (c) Canadian Sales:                               | Canadian Sales Not Permitted                                     |
| (d) Non-exempt Offer:                             | Not Applicable   |
| (e) Prohibition of Sales to EEA Retail Investors: | Not Applicable   |

#### **5. HIRE ACT WITHHOLDING**

The Notes are not Specified Securities for purposes of Section 871(m) of the U.S. Internal Revenue Code of 1986