

**PROHIBITION OF SALES TO EEA RETAIL INVESTORS** – 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**”) without an up-to-date PRIIPS KID being in place with the prior written consent of RBC Europe Limited and provided in accordance with the PRIIPS Regulation. 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 (EU) 2016/97, 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 Regulation (EU) 2017/1129. If the aforementioned consent of RBC Europe Limited has not been received then no key information document required by Regulation (EU) No 1286/2014 (as amended, the “**PRIIPs 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.

**PROHIBITION OF SALES TO UK RETAIL INVESTORS** – 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 United Kingdom (“**UK**”) without an up-to-date UK PRIIPS KID being in place with the prior written consent of RBC Europe Limited and provided in accordance with the PRIIPS Regulation. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of UK domestic law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the UK Prospectus Regulation. If the aforementioned consent of RBC Europe Limited has not been received then no key information document required by Regulation (EU) No 1286/2014 as it forms part of UK domestic law by virtue of the EUWA (the “**UK PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

**PROHIBITION OF OFFER TO PRIVATE CLIENTS IN SWITZERLAND** - Other than for the duration of the listing of the Notes on SIX Swiss Exchange for which a key information document according to the Swiss Federal Financial Services Act (“**FinSA**”) or an equivalent document under FinSA has been prepared, the Notes are not intended to be offered or recommended to private clients within the meaning of FinSA in Switzerland. For these purposes, a private client means a person who is not one (or more) of the following: (i) a professional client as defined in Article 4(3) FinSA (not having opted-in on the basis of Article 5(5) FinSA) or Article 5(1) FinSA; or (ii) an institutional client as defined in Article 4(4) FinSA; or (iii) a private client with an asset management agreement according to Article 58(2) FinSA.

**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) (THE “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 28 March 2023**

**Amended and restated as of 8 August 2024**



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

Legal entity identifier (LEI): ES7IP3U3RHIGC71XBU11

Issue of EUR 1,060,000 Floating Rate Notes due March 2031  
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 either of Article 3 of the Prospectus Regulation or section 85 of the FSMA or to supplement a prospectus pursuant to either of Article 23 of the Prospectus Regulation or Article 23 of the UK Prospectus Regulation, in each case, in relation to such offer, and subject as provided in the sections entitled "Prohibition of Sales to EEA Retail Investors" and "Prohibition of Sales to UK Retail Investors" above.

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 Base Prospectus dated July 29, 2022 which is incorporated by reference in the Base Prospectus dated July 16, 2024. These Final Terms must be read in conjunction with the Base Prospectus dated July 16, 2024 (the "**Base Prospectus**") in order to obtain all the relevant information. A summary of the Notes is annexed to these Final Terms.

These Final Terms do not relate to a non-exempt public offer or admission to trading on a regulated market for the purposes of the Prospectus Regulation. The Notes will be the subject of Final Terms and will be treated as Non-Exempt Notes and not Exempt Notes for the purposes of the Conditions (notwithstanding anything to the contrary therein) and in each case references therein will be construed accordingly, other than in relation to any reference to publication on the website of the European Securities and Markets Authority. These Final Terms will be deposited with SIX Exchange Regulation Ltd. as review body (*Prüfstelle*) in Switzerland and published according to Article 64 FinSA for the purposes of the listing and admission to trading of the Notes on SIX Swiss Exchange on the basis of the combination of these Final Terms and the Base Prospectus which has been included as a foreign prospectus that is deemed approved according to Article 54(2) FinSA in the list of approved prospectuses according to Article 64(5) FinSA by SIX Exchange Regulation Ltd., deposited with this review body and published according to Article 64 FinSA.

The Base Prospectus has been published on the website of Euronext Dublin ([www.euronext.com/en/markets/dublin](http://www.euronext.com/en/markets/dublin)) and the Issuer ([www.rbc.com](http://www.rbc.com)) and copies may be obtained from the offices of the Issuer, Royal Bank Plaza, 200 Bay Street, 8<sup>th</sup> Floor, South Tower, Toronto,

Ontario, Canada and the offices of the Issuing and Paying Agent, 160 Queen Victoria Street, London EC4V 4LA, England.

For the purposes hereof:

**“UK Prospectus Regulation”** means Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the EUWA;

**“EUWA”** means the European Union (Withdrawal) Act 2018, as amended; and

**“FSMA”** means the Financial Services and Markets Act 2000, as amended.

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:                           | Toronto Branch                                 |
| 2. | (i) Series Number:                                    | 67938  |
|    | (ii) Tranche Number:                                  | 1  |
| 3. | Specified Currency or Currencies:<br>(Condition 1.12) | EUR  |
| 4. | Aggregate Principal Amount:                           | EUR 1,060,000                                  |
|    | (i) Series:   | EUR 1,060,000                                  |
|    | (ii) Tranche:   | EUR 1,060,000                                  |
| 5. | Issue Price:  | 100 per cent of the Aggregate Principal Amount |
| 6. | (a) Specified Denominations:                          | EUR 1,000                                      |
|    | (b) Calculation Amount:                               | EUR 1,000                                      |

	(c) Minimum Trading Size:	Applicable: EUR 1,000
7.	(i) Issue Date:	28 March 2023
	(ii) Interest Commencement Date:	Issue Date
	(iii) Trade Date:	21 February 2023
8.	Maturity Date:	28 March 2031
9.	Description of Notes:	Not Applicable
10.	Product Terms:	Not Applicable
11.	Interest Basis:	EURIBOR Floating Rate
12.	(a) Redemption Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at their Final Redemption Amount specified in item 28 below
	(b) Protection Amount:	Not Applicable
13.	Change of Interest Basis:	Not Applicable
14.	Put Option/ Call Option/ Trigger Early Redemption:	Not Applicable
15.	Date Board approval for issuance of Notes obtained:	Not Applicable
16.	Bail-inable Securities:	Yes
17.	Method of distribution:	Non-syndicated

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

18.	<b>Fixed Rate Note Provisions</b> (Condition 4.02/4.02a)	Not Applicable
19.	<b>Floating Rate Note Provisions</b> (Condition 4.03)	Applicable
	(i) Floating Rate of Interest Basis:	Not Applicable
	(ii) Specified Period(s):	The period from and including each Interest Payment Date to but excluding the following Interest Payment Date with the first such period being the period from and including the Interest Commencement Date to but excluding the first Interest Payment Date. For the avoidance of doubt, the Specified Periods, for the purpose of determining the interest amount, shall be considered unadjusted.

(iii)	Specified Interest Payment Dates:	The 28 <sup>th</sup> of March, June, September and December in each year, commencing on the First Interest Payment Date and with final payment on the Maturity Date, not subject to any adjustment, as the Business Day Convention in (vi) below is specified as Not Applicable.
(iv)	Interest Period End Dates:	Not Applicable
(v)	First Interest Payment Date:	28 June 2023
(vi)	Business Day Convention:	Not Applicable
(vii)	Business Centre(s):	TARGET2 and London
(viii)	Manner in which the Rate(s) of Interest is/are to be determined:	Screen Rate Determination
(ix)	Screen Rate Determination:	Applicable
	- Reference Rate(s):	3 month EURIBOR
	- Term Rate:	Applicable
	- Overnight Rate:	Not Applicable
	- Relevant Swap Rate:	Not Applicable
	- Calculation Method:	Not Applicable
	- Observation Method:	Not Applicable
	- Interest Determination Date(s):	With respect to the first Interest Payment Date, 2 TARGET Business Days prior to the Interest Commencement Date. With respect to each subsequent Interest Payment Date, 2 TARGET Business Days prior to the previous Interest Payment Date.
	- Rate Determination Date:	Not Applicable
	- Relevant Screen Page:	EURIBOR01
	- Designated Maturity:	3 Months
	- Relevant Time:	Such time as the Rate of Interest is to be determined
	- Reference Banks:	Not Applicable
	- Swap Rate Frequency:	Not Applicable
	- Swap Rate Time:	Not Applicable
	- Swap Rate Currency:	Not Applicable

	– Compounded:	Not Applicable
	– Underlying RFR Rate:	Not Applicable
	– Swap Rate:	Not Applicable
	– Administrator:	Not Applicable
	- Observation      Look-Back Period:	Not Applicable
(x)	ISDA Rate Determination:	Not Applicable
(xi)	Linear Interpolation:	Not Applicable
(xii)	Margin(s):	Not Applicable
(xiii)	Minimum Rate of Interest: (Condition 4.04)	3.20 per cent. per annum
(xiv)	Maximum Rate of Interest: (Condition 4.04)	5.50 per cent. per annum
(xv)	Day Count Fraction:	30/360
(xvi)	Default Rate:	As set out in Condition 4.06
20.	<b>Zero Coupon Note Provisions</b>	Not Applicable
21.	<b>Reference Item Linked Interest Notes</b>	Not Applicable
<b>PROVISIONS RELATING TO REDEMPTION</b>		
22.	<b>Call Option</b> (Condition 5.03)	Not Applicable
23.	<b>Put Option</b> (Condition 5.06)	Not Applicable
24.	<b>Notice periods for Early Redemption for Taxation Reasons:</b>	
	(i) Minimum period:	30 days
	(ii) Maximum period:	60 days
25.	<b>TLAC Disqualification Event:</b>	Applicable
26.	<b>Notice periods for Redemption for Illegality:</b>	
	(i) Minimum period:	10 days
	(ii) Maximum period:	30 days
27.	<b>Trigger Early Redemption</b> (Condition 5.09 and Condition 31.02)	Not Applicable

28.	<b>Final Redemption Amount</b>	EUR 1,000 per Calculation Amount
29.	<b>Early Redemption Amount</b>	
	(i) Early Redemption Amount(s) payable on redemption for taxation reasons, a TLAC Disqualification Event, illegality or on event of default or other early redemption (including, without limitation and as applicable, following an Index Adjustment Event, a Potential Adjustment Event and/or De-listing and/or Merger Event and/or Nationalisation and/or Insolvency and/or Tender Offer, an Additional Disruption Event, a Rebalancing Advisory Entity Event, an Inflation Index Substitution Event or an Inflation Index Modification:	As per Condition 5.10
	(ii) Early Redemption Amount includes amount in respect of accrued interest:	Yes: no additional amount in respect of accrued interest to be paid

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

30.	<b>Settlement Method</b>	
	Whether redemption of the Notes will be by (a) Cash Settlement or (b) Physical Delivery or (c) Cash Settlement or Physical Delivery:	Cash Settlement
31.	<b>Additional Payouts Condition Terms – Final Redemption Amount and/or Physical Settlement Event</b>	Not Applicable
32.	<b>Multi-Reference Item Linked Notes</b>	Not Applicable
33.	<b>Currency Linked Note Provisions</b>	Not Applicable
34.	<b>Commodity Linked Note Provisions</b>	Not Applicable
35.	<b>Index Linked Note Provisions (Equity Indices only)</b>	Not Applicable
36.	<b>Equity Linked Note Provisions</b>	Not Applicable
37.	<b>Fund Linked Note Provisions (ETF)</b>	Not Applicable

38.	<b>Credit Linked Note Provisions</b>	Not Applicable
39.	<b>Bond Linked Redemption Note Provisions</b>	Not Applicable
40.	<b>Actively Managed Basket Linked Note Provisions</b>	Not Applicable
41.	<b>Inflation Linked Note Provisions</b>	Not Applicable
42.	<b>Physical Delivery</b>	Not Applicable

#### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**


43.	(i) New Global Note:	No
	(ii) Form of Notes:	Registered Notes
44.	Financial Centre(s) or other special provisions relating to payment dates:	TARGET and London
45.	Relevant Renminbi Settlement Centre	Not Applicable
46.	Talons for future Coupons to be attached to Definitive Notes: (Condition 1.06)	No
47.	Name and address of Calculation Agent:	Royal Bank of Canada, London Branch 100 Bishopsgate London EC2N 4AA
48.	Name and address of RMB Rate Calculation Agent:	Not Applicable
49.	Exchange Date:	Not Applicable
50.	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
51.	Governing law of Notes (if other than the laws of the Province of Ontario and the federal laws of Canada applicable therein):	Not Applicable
52.	Alternative Currency Payment:	Not Applicable
53.	<i>Masse</i> :	Not applicable
54.	CMU Notes:	Not Applicable
55.	Hong Kong SFC Code of Conduct:	Not Applicable




## RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement.

Signed on behalf of the Issuer:

By:   
Nicole Blackwood  
Vice President, Transaction Management Group

Duly authorized

By:   
Jason Goss  
Managing Director, Head of European Solutions & Structures Product Sales  
Duly authorized

## **PART B – OTHER INFORMATION**

### **1. LISTING AND ADMISSION TO TRADING**

Listing/Admission to trading:

Application has been made by the Issuer (or on its behalf) for the Notes to be listed and admitted to trading on the SIX Swiss Exchange with effect from 12 August, 2024.

No assurances can be given that such application for listing and/or admission to trading will be granted (or, if granted, will be granted by 12 August, 2024). The Issuer has no duty to maintain any admission to trading and/or listing of the Notes over their entire lifetime.

Notes admitted to trading and/or listed on the SIX Swiss Exchange may be suspended from trading in accordance with applicable rules and regulations of the SIX Swiss Exchange and in addition the Notes may be de-listed without any further action, if (i) the Issuer or any of its affiliates has prepaid, repaid, repurchased, redeemed or otherwise acquired or holds all the Notes of such Series and (ii) the Issuer has published or caused to be published a notice stating that such Notes have been de-listed with respect to the SIX Swiss Exchange.

### **2. RATINGS**

Ratings:

Not Applicable

### **3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE**

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

### **4. REASONS FOR THE OFFER**

See "Use of Proceeds" in the Base Prospectus

### **5. DETAILS OF PERFORMANCE OF EURIBOR RATES CAN BE OBTAINED, BUT NOT FREE OF CHARGE, FROM REUTERS.**

### **6. OPERATIONAL INFORMATION**

(i) ISIN:

XS2581410672

(ii) Common Code:	258141067
(iii) CFI:	See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
(iv) FISN:	See the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
(v) CMU Instrument No.:	Not Applicable
(vi) Other Identification Number:	123635379
(vii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg, their addresses and the relevant identification number(s):	Not Applicable
(viii) Delivery:	Delivery against payment
(ix) Name(s) and address(es) of Initial Paying Agents, CMU Lodging and Paying Agent, French Paying Agent, Registrar and Transfer Agents:	<p>The Bank of New York Mellon, London Branch</p> <p>160 Queen Victoria Street London EC4V 4LA</p> <p>Registrar:</p> <p>The Bank of New York Mellon SA/NV, Luxembourg Branch</p> <p>Vertigo Building – Polaris</p> <p>2 – 4 rue Eugène Ruppert L–2453 Luxembourg</p>
(x) Names and addresses of additional Paying Agent(s), Registrar and Transfer Agents (if any):	Not Applicable
(xi) Intended to be held in a manner which would allow Eurosystem eligibility:	<p>No</p> <p>Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosystem eligibility criteria be amended in the future such that the Notes are capable of meeting them the Notes may then be deposited with one of the ICSDs as</p>

Common Safe-keeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosystem monetary policy and intra day credit operations by the Eurosystem at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosystem eligibility criteria have been met.

(xii) SIX Swiss Exchange Listing Information:

Swiss Programme Agent: RBC Capital Markets (Europe) GmbH, Representative Office Lausanne, Rue du Bourg 20, 1002 Lausanne, Switzerland

Type of Quoting: The Notes are traded or quoted including accrued interest (dirty trading)

Minimum Trading Volume: 1 Note

First SIX Swiss Exchange Trading Day: Anticipated to be 12 August, 2024

Last SIX Swiss Exchange Trading Day: the Maturity Date, trading on SIX Swiss Exchange until official close of trading on SIX Swiss Exchange on that day

Representative (for purposes of article 58a of the Listing Rules of the SIX Swiss Exchange): Nastra Attorneys at Law Ltd., Zurich, Switzerland

## 7. DISTRIBUTION

- |   |  |
|---|--|
| (a) If syndicated, names and addresses of Managers: | Not Applicable   |
| (b) If non-syndicated, name and address of Dealer:  | RBC Europe Limited<br>100 Bishopsgate<br>London EC2N 4AA |
| (c) U.S. Selling Restrictions:                      | Super Reg S; TEFRA rules not applicable                  |
| (d) Canadian Sales:                                 | Canadian Sales Not Permitted                             |
| (e) Non-exempt Offer:                               | Not Applicable   |
| (f) Swiss Non-Exempt Offer:                         | Not Applicable   |
| (g) Admission to trading of Notes in Switzerland:   | Applicable   |

- |   |   |
|---|---|
| (h) Prohibition of Sales to EEA Retail Investors:                             | Applicable, other than with respect to offers of the Notes for which a PRIIPs KID is being prepared.    |
| (i) Prohibition of Sales to UK Retail Investors:                              | Applicable, other than with respect to offers of the Notes for which a UK PRIIPs KID is being prepared. |
| (j) Prohibition of Offer to Private Clients in Switzerland:                   | Applicable, other than for the duration of the listing of the Notes on SIX Swiss Exchange               |
| (k) Singapore Sales to Institutional Investors and Accredited Investors only: | Applicable  |

**8. HIRE ACT WITHHOLDING**

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

**9. EU BENCHMARKS REGULATION**

EU Benchmarks Regulation: Article 29(2) statement on benchmarks:	Not Applicable
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## INTRODUCTION

**This summary should be read as an introduction to the Base Prospectus and the Final Terms to which this is annexed. Any decision to invest in any Notes should be based on a consideration of the Base Prospectus as a whole, including any documents incorporated by reference and the Final Terms. An investor in the Notes could lose all or part of the invested capital. Where a claim relating to information contained in the Base Prospectus and the Final Terms is brought before a court, the plaintiff may, under national law where the claim is brought, be required to bear the costs of translating the Base Prospectus and the Final Terms before the legal proceedings are initiated. Civil liability attaches only to the Issuer solely on the basis of this summary, including any translation of it, but only where the summary is misleading, inaccurate or inconsistent when read together with the other parts of the Base Prospectus and the Final Terms or where it does not provide, when read together with the other parts of the Base Prospectus and the Final Terms, key information in order to aid investors when considering whether to invest in the Notes.**

**You are considering the purchase of a product that is not simple and may be difficult to understand.**

The Notes described in this Summary EUR 1,060,000 Floating Rate Notes due March 2031 (the "Notes"), with International Securities Identification Number (ISIN) XS2581410672, issued by Royal Bank of Canada (the "Issuer"), Royal Bank Plaza, 200 Bay Street, 8th Floor, South Tower, Toronto, Ontario, Canada M5J 2J5. The Issuer's Legal Entity Identifier (LEI) is ES7IP3U3RHIGC71XBU11.

The Base Prospectus has been approved as a base prospectus by the Central Bank of Ireland, New Wapping Street, North Wall Quay, Dublin 1, DO1 F7X3 on July 16, 2024.

## KEY INFORMATION ON THE ISSUER

### *Who is the Issuer of the securities?*

The Issuer is incorporated and domiciled in Canada and is a Schedule 1 bank under the *Bank Act* (Canada) which constitutes its charter. The Issuer's Legal Entity Identifier (LEI) is ES7IP3U3RHIGC71XBU11.

**Description of the Issuer:** Royal Bank of Canada and its subsidiaries are referred to as the "RBC Group". Royal Bank of Canada is a global financial institution with a purpose-driven, principles-led approach to delivering leading performance. RBC Group's success comes from the 98,000+ employees who leverage their imaginations and insights to bring RBC Group's vision, values and strategy to life so it can help its clients thrive and communities prosper. As Canada's biggest bank, and one of the largest banks in the world based on market capitalization, RBC Group has a diversified business model with a focus on innovation and providing exceptional experiences to the Issuer's 18 million clients in Canada, the U.S. and 27 other countries. Royal Bank of Canada is the ultimate parent company and main operating company of the RBC Group.

**Principal Activities of the Issuer:** The Issuer's business segments are Personal & Commercial Banking, Wealth Management, Insurance, Investor & Treasury Services and Capital Markets. Personal & Commercial Banking provides a broad suite of financial products and services in Canada, the Caribbean and the U.S. Wealth Management serves high net worth and ultra-high net worth clients from the Issuer's offices in key financial centres mainly in Canada, the U.S., the U.K., Europe and Asia. Wealth Management offers a comprehensive suite of investment, trust, banking, credit and other wealth management solutions. It also provides asset management products to institutional and individual clients through its distribution channels and third-party distributors. Insurance offers a wide range of life, health, home, auto, travel, wealth, annuities and reinsurance advice and solutions, as well as creditor and business insurance services to individual, business and group clients. Investor & Treasury Services acts as a specialist provider of asset services, and a provider of cash management, transaction banking, and treasury services to institutional clients worldwide. It also provides Canadian dollar cash management, correspondent banking and trade finance to financial institutions globally and short-term funding

and liquidity management for the Issuer. Capital Markets provides expertise in banking, finance and capital markets to corporations, institutional investors, asset managers, governments and central banks around the world.

**Controlling Shareholders:** To the extent known to the Issuer, the Issuer is not directly or indirectly controlled by any person.

**Key managing directors:** Mirko Bibic (Toronto, Ontario), Andrew A. Chisholm (Toronto, Ontario), Jacynthe Côté (Montreal, Québec), Toos N. Daruvala (New York, New York), Cynthia Devine (Toronto, Ontario), Cynthia Devine (Toronto, Ontario), Roberta L. Jamieson (Ohsweken, Ontario), David I. McKay (Toronto, Ontario), Amanda Norton (Charlotte, North Carolina), Barry Perry (St. John's, Newfoundland and Labrador), Maryann Turcke (Toronto, Ontario), Thierry Vandal (Mamaroneck, New York), Frank Vettese (Toronto, Ontario), Jeffery W. Yabuki (Incline Village, Nevada).

**Statutory Auditor:** PricewaterhouseCoopers LLP, PwC Tower, 18 York Street, Suite 2600, Toronto, Ontario, Canada M5J 0B2.

*What is the key financial information regarding the Issuer?*

## Selected Consolidated Balance Sheet Information

	As at April 30, 2023	As at October 31, 2022	As at October 31, 2021
<i>(in millions of Canadian dollars)</i>			
Loans, net of allowance for loan losses	831,187	819,965	717,575
Total assets	1,940,302	1,917,219	1,706,323
Deposits	1,210,053	1,208,814	1,100,831
Other liabilities	604,447	587,567	494,471
Subordinated debentures	11,565	10,025	9,593
Non-Controlling interests	98	111	95
Equity attributable to shareholders	111,256	108,064	98,667

## Consolidated and Condensed Consolidated Statement of Income Information<sup>2</sup>

	Six-months ended April 30, 2023	Six-months ended April 30, 2022	Year ended October 31, 2022	Year ended October 31, 2021
<i>(in millions of Canadian dollars, except per share amounts and percentage amounts)</i>				
Net interest income	12,301	10,545	22,717	20,002
Non-interest income	16,313	13,741	26,268	29,691
Total revenue	28,614	24,286	48,985	49,693
Provision for credit losses (PCL)	1,132	(237)	484	(753)

Insurance policyholder benefits, claims and acquisition expense	2,551	817	1,783	3,891
Non-interest expense	15,169	13,014	26,609	25,924
Net Income	6,863	8,348	15,807	16,050
Earnings per share				
– basic	\$4.87	\$5.81	\$11.08	\$11.08
– diluted	\$4.86	\$5.80	\$11.06	\$11.06
Return on common equity (ROE) <sup>1, 2</sup>	13.5%	17.9%	16.4%	18.6%
<p>1. ROE represents net income available to common shareholders, expressed as a percentage of average common equity. This measure does not have a standardized meaning under generally accepted accounting principles (GAAP) and may not be comparable to similar measures disclosed by other financial institutions. For further details, refer to the Key performance and non-GAAP measures section of the 2022 Management, Discussion and Analysis in the 2022 Annual Report and the Key performance and non-GAAP measures section of the Second Quarter 2024 Management, Discussion and Analysis in the Second Quarter 2024 Report to Shareholders.</p> <p>2. Average amounts are calculated using methods intended to approximate the average of the daily balances for the period. This includes average common equity used in the calculation of ROE. For further details, refer to the Key performance and non-GAAP measures section of the 2022 Management, Discussion and Analysis in the 2022 Annual Report and the Key performance and non-GAAP measures section of the Second Quarter 2024 Management, Discussion and Analysis in the Second Quarter 2024 Report to Shareholders.</p>				

The audit reports on historical financial information are not qualified.

***What are the key risks that are specific to the Issuer?***

**Business and Economic Conditions:** The Issuer's financial results are affected to varying degrees by the general business and economic conditions in the geographic regions in which the Issuer operates. These conditions may include factors such as: economic growth or contraction trends, consumer saving and spending habits, consumer and corporate borrowing and repayment patterns, unemployment rates, the differing economic trajectories among nations across the globe, global tensions and geopolitical uncertainty; the level of business investment and overall business sentiment; trade; the emergence of a new outbreak of a pandemic or other health crisis; the level of government spending as well as fiscal and monetary policy; the level of activity and volatility of the financial markets; disruptions to energy and other commodity markets; competitiveness; supply chain challenges and labour shortages; the evolution of elevated inflationary pressures; possible stagflation or deflation, monetary policies that are adopted by the Bank of Canada, the Federal Reserve in the U.S., the European Central Bank in the European Union, the Bank of England in the UK and monetary authorities in other jurisdictions in which the Issuer operates, and the fiscal policies of the governments of Canada, the U.S., Europe and such other jurisdictions. Such policies can also adversely affect the Issuer's clients and counterparties in Canada, the U.S. and internationally, which may increase the risk of default by such clients and counterparties. Moreover, interest rate changes and actions taken by central banks to manage inflation or the broader economy have implications for the Issuer. The Issuer's financial results are sensitive to changes in interest rates, as described in the "Systemic Risk" section below. For example, a slowdown in economic growth or an economic downturn could adversely impact employment rates and household incomes, consumer spending, housing prices, corporate earnings and business investment and could adversely affect the Issuer's business, including, but not limited to, the demand for its loan and other products, and result in lower earnings and higher credit losses. In addition to risks arising from monetary policy tightening, risks are also emerging around how governments may continue to seek to recoup pandemic-related support, or any new support provided to deal with emerging economic challenges. This may include, for example, changes to tax policy to address fiscal capacity concerns and to balance budgets in the future.



There are also emerging risks related to wealth and income inequality, as well as changing demographics and immigration, which could impact the labour market, the housing market, inflation, demand and consumer trends, and potentially have broader societal and government policy implications.

**Information Technology and Cyber Risks:** Information technology risk, cyber risks and third-party risk remain top risks, not only for the financial services sector, but for other industries worldwide. Geopolitical tensions have increased the risk of nation state actors attacking critical infrastructure, including banks and critical third parties (e.g. utilities, telecom providers, etc.). Information technology risk is the risk associated with the use, ownership, operation and adoption of information systems that can result in business interruptions, client service disruptions and loss of confidential information causing financial loss, reputational damage and regulatory fines and penalties. Cybersecurity risk is the risk to the Issuer associated with cyberattacks initiated to disrupt or disable its operations or to expose or damage data. The Issuer continues to be subject to heightened inherent risk of cyberattacks, data breaches, cyber extortion and similar compromises, due to: (i) the size, scale, and global nature of its operations; (ii) its heavy reliance on the internet to conduct day-to-day business activities; (iii) its intricate technological infrastructure; and (iv) its reliance on third-party service providers.

**Privacy, Data and Related Risks:** The protection and responsible use of personal information are critical to maintaining the Issuer's clients' trust. Privacy risk is defined as the risk of improper creation or collection, use, disclosure, retention or destruction of personal information ("PI") that identifies an individual or can be reasonably used to identify an individual. PI includes the personal information entrusted to the Issuer by its clients and employees. Privacy risk includes the risk of failure to safeguard PI against unauthorized access or use. In addition, the management and governance of the Issuer's data also remains a top risk given the high value attributed to its data for the insights it can generate for clients and communities. Data management risk is the risk of failing to manage information appropriately throughout its lifecycle due to inadequate processes and controls, resulting in legal or regulatory consequences, reputational damage or financial loss. Resulting implications from failing to manage data and privacy risks could include financial loss, theft of intellectual property and/or confidential information, litigation, enhanced regulatory attention and penalties, as well as reputational damage. Effective privacy and information management practices continue to grow in importance, as demonstrated by the continued development of complex regulations in the jurisdictions in which the Issuer operates. Privacy and data related risks have also heightened as a result of the evolving threat landscape, and associated data breach risks.

**Regulatory Changes:** The ongoing introduction of new or revised regulations requires enhanced focus across the organization on meeting additional regulatory requirements across the multiple jurisdictions in which the Issuer operates. See business segment results on pages 32 to 57 of the 2023 MD&A and pages 12 to 22 of the Second Quarter 2024 MD&A incorporated by reference in the Base Prospectus for information on the Issuer's business segments and the jurisdictions in which it operates. Financial and other reforms that have been implemented or are being implemented, across multiple jurisdictions, such as digital, data and technology reforms, cyber security and anti-money laundering regulations, interest rate benchmark and payments reform, as well as privacy, climate, sustainability and consumer protection regulatory initiatives, continue to impact the Issuer's operations and strategies and may negatively impact its financial performance, condition and prospects.

## KEY INFORMATION ON THE SECURITIES

### *What are the main features of the securities?*

The Notes are Floating Rate Notes due 28 March 2031, with International Securities Identification Number (ISIN) XS2581410672. The currency of this Series of Notes is Euro ("EUR"). The Notes have a Specified Denomination EUR 1,000, with a minimum trading size of EUR 1,000.

*Transferability of the Notes:* There are no restrictions on the free transferability of the Notes.

*Status (Ranking):* The Notes constitute direct, unconditional, unsubordinated and unsecured obligations of the Issuer and rank *pari passu* without any preference among themselves and at least *pari passu* with all other present and future unsubordinated and unsecured obligations of the Issuer (including deposit liabilities), except as otherwise prescribed by law and subject to the exercise of bank resolution powers.

*Taxation:* All payments in respect of the Notes will be made free and clear of and without withholding or deduction for or on account of taxes, duties, assessments or governmental charges imposed by Canada, any province or territory or political subdivision thereof or any authority or agency therein or thereof having power to tax and the United Kingdom or any political subdivision thereof or any authority or agency therein or thereof having power to tax. In the event that any such withholding or deduction is made, the Issuer will, save in certain limited circumstances, be required to pay additional amounts to cover the amounts so withheld or deducted and the Issuer may redeem the Notes early in such circumstances.

*Negative pledge:* The terms of the Notes will not contain a negative pledge provision.

*Events of default:* The terms of the Notes provide for events of default which are limited to (a) non-payment of interest or principal, in each case for more than 30 business days from the relevant due date; and (b) certain bankruptcy or insolvency events occurring in respect of the Issuer.

*Meetings:* The terms of the Notes will contain provisions for calling meetings of holders of such Notes and passing written resolutions and obtaining electronic consents, in each case in relation to matters affecting their interests generally. These provisions permit defined majorities to bind all holders, including holders who did not attend and vote at the relevant meeting or by way of written resolution or electronically and holders who voted in a manner contrary to the majority.

*Governing law:* The laws of the Province of Ontario and the federal laws of Canada applicable therein.

*Representative of holders:* Not applicable, no representative of the Holders of the Notes has been appointed by the Issuer.

*Interest:* The Notes bear interest from their date of issue, payable on the Interest Payment Dates, at EURIBOR (subject to a minimum of 3.20 per cent and a maximum of 5.50 per cent and certain temporary unavailability and permanent replacement rate fallback provisions).

“Interest Payment Dates” means the 28th of each March, June, September and December in each year, from (and including) 28 June 2023 and up to (and including) the Maturity Date, adjusted for payment purposes only in accordance with the Following Business Day Convention.

*Maturity:* Subject to any purchase and cancellation or early redemption, each Note will be redeemed on 28 March 2031 at the Final Redemption Amount set out below.

*Final Redemption Amount:* The Final Redemption Amount is 100% per Calculation Amount.

*Early Redemption:* The Notes may be redeemed early for taxation reasons, illegality, or event of default, or on the occurrence of certain events (“**Benchmark Events**”) relating to EURIBOR or the administrator(s) or sponsor(s) thereof (including without limitation material change; cancellation; prohibition of use; non-representativeness; or rejection, suspension or withdrawal of authorisation or registration) at the fair value of the Notes as determined by the Calculation Agent.

**TLAC Disqualification Event:** In the event that the Superintendent has notified that the Notes will no longer be recognised in full as eligible as total loss absorbing capacity, the Issuer may, at its option, with the prior approval of the Superintendent, redeem all of the Notes at the fair value of the Notes as determined by the Calculation Agent.

*Adjustments:* The terms of the Notes may be subject to adjustment as provided therein to take into account events in relation to EURIBOR or the Notes or the occurrence of a Benchmark Event.

***Where will the securities be traded?***

Application has been made by the Issuer (or on its behalf) for the Notes to be listed and admitted to trading on the SIX Swiss Exchange.

***What are the key risks that are specific to the securities?***

Risks associated with the Notes include the following:

*Modification and waivers:* holders of the Notes are exposed to the risk that their rights in respect of the Notes are varied against their will, which may result in an investment in any Notes becoming less advantageous to a particular holder depending on individual circumstances.

*Secondary market:* an active secondary market in respect of the Notes may never be established or may be illiquid and this would adversely affect the value at which an investor could sell its Notes.

*Exchange rate risk:* if an investor holds Notes which are not denominated in the investor's home currency, the investor will be exposed to movements in exchange rate adversely affecting the value of the holding of Notes. Also the imposition of exchange controls or certain other specified events in relation to the Notes could result in an investor not receiving payment on the Notes.

*Credit ratings:* Credit ratings assigned to the Issuer or the Notes might not reflect all the risks associated with an investment in the Notes.

*Cap on return:* the maximum possible return on the Notes will be limited to principal amount of the Notes.

*Risks relating to Bail-inable Securities:* Bail-inable Securities will be subject to risks, including non-payment in full or 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 the Issuer or any of its affiliates, under Canadian bank resolution powers.

**KEY INFORMATION ON THE OFFER OF NOTES  
AND ADMISSION TO TRADING**

***Are the Notes being offered to the public as part of a Non-Exempt Offer?***

The Notes are not being offered to the public as part of a Non-exempt Offer.

***Under which conditions and timetable can I invest in this security?***

Not applicable – the Notes are not being offered to the public as part of a Non-exempt Offer.

Application has been made by the Issuer (or on its behalf) for the Notes to be listed and admitted to trading on the SIX Swiss Exchange with effect from 12 August, 2024.

***Why is this prospectus being produced?***

This summary has been produced to fulfil the listing requirements of the Swiss Federal Financial Services Act.

The net proceeds from the issue of Notes have been added to the general funds of the Issuer and used by the Issuer and/or its affiliates for hedging the Notes. The estimated net proceeds were EUR 1,060,000.

The Issue Price may include a fee or commission payable to a distributor or third party. Such fee or commission would have been determined by reference to a number of factors including but not limited to the maturity date of the Notes, hedging costs and legal fees. Further details in respect of the fee or commission are available upon request.

Other than as mentioned above, so far as the Issuer is aware, no person involved in the offer of the Notes had an interest material to the offer.

# Key Information Document



RBC Capital Markets

## Purpose

This document provides you with key information about this investment product. It is not marketing material. The information is required by law to help you understand the nature, risks, costs, potential gains and losses of this product and to help you compare it with other products.

## Product

Product name	Floating Rate Note Linked to an Interest Rate
Product identifiers	XS2581410672 SIX
PRIIP manufacturer	Royal Bank of Canada (Toronto Branch) ( <a href="http://www.rbcnotes.co.uk/">http://www.rbcnotes.co.uk/</a> ) Call +44 (0) 20 7029 0555 for more information.
Competent authority of the PRIIP manufacturer	Authorised by the U.K. Prudential Regulation Authority and regulated by the U.K. Financial Conduct Authority and U.K. Prudential Regulation Authority
Date and time of production	8 August 2024 10:55 London local time

You are about to purchase a product that is not simple and may be difficult to understand.

## 1. What is this product?

### Type

Canadian law governed notes

### Objectives

(Terms that appear in **bold** in this section are described in more detail in the table(s) below.)

The product is designed to provide (1) a return in the form of variable interest payments calculated by reference to the **reference rate** and (2) repayment of the **product notional amount** on the **maturity date**. The product has a fixed term and will terminate on the **maturity date**.

**Interest:** On each **interest payment date** you will receive an interest payment calculated by multiplying the **product notional amount** by the applicable **interest rate** and then applying the relevant **day count fraction** to adjust this amount to reflect the length of the relevant **interest period**. The relevant dates and interest rates are shown in the table(s) below.

Interest payment dates	Interest rates
28 June 2023	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2023	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2023	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 March 2024	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 June 2024	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2024	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2024	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 March 2025	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 June 2025	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2025	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2025	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 March 2026	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 June 2026	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2026	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2026	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 March 2027	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 June 2027	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2027	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2027	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 March 2028	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 June 2028	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2028	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2028	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 March 2029	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 June 2029	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2029	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2029	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 March 2030	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%

28 June 2030	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 September 2030	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
28 December 2030	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%
Maturity date	A per annum rate equal to 3M EURIBOR, subject to a floor of 3.20% and a cap of 5.50%

**Termination on the maturity date:** On the **maturity date** you will receive EUR 1,060,000.00.

Under the product terms, certain dates specified above and below will be adjusted if the respective date is either not a business day or not a trading day (as applicable). Any adjustments may affect the return, if any, you receive.

The product terms also provide that if certain exceptional events occur (1) adjustments may be made to the product and/or (2) the issuer may terminate the product early. These events are specified in the product terms and principally relate to the product and the issuer. The return (if any) you receive on such early termination is likely to be different from the scenarios described above and may be less than the amount you invested.

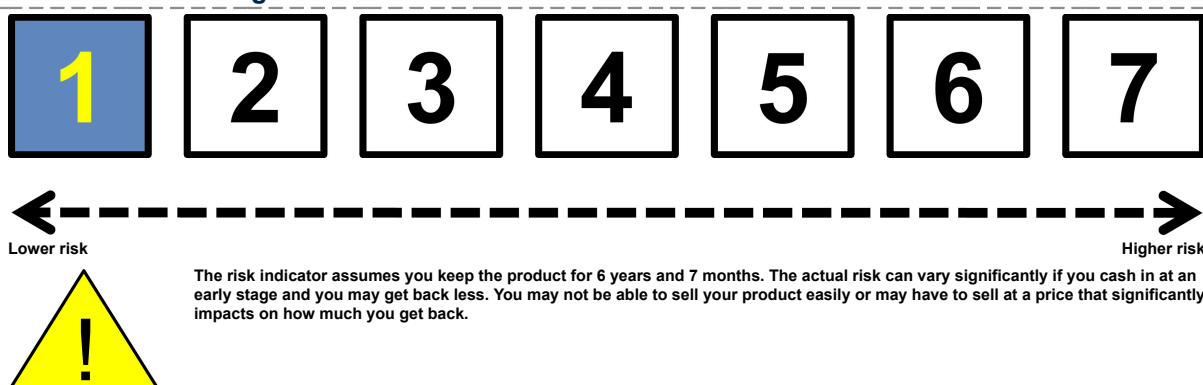
<b>Reference rate</b>	3M EURIBOR The level of the reference rate for any <b>interest period</b> will be determined by reference to Refinitiv screen page <EURIBOR3MD> at 11:00 a.m. (Frankfurt am Main local time) 2 TARGET business days prior to the beginning of that <b>interest period</b>	<b>Issue date</b>	28 March 2023
<b>Underlying market</b>	Interest rates	<b>Maturity date / term</b>	28 March 2031
<b>Product notional amount</b>	EUR 1,060,000	<b>Interest period</b>	Each period from, and including, an <b>interest payment date</b> (or the <b>issue date</b> , in the case of the initial <b>interest period</b> ) to, but excluding, the next <b>interest payment date</b> (or the <b>maturity date</b> , in the case of the final <b>interest period</b> )
<b>Issue price</b>	100.00% of the <b>product notional amount</b>	<b>Day count fraction</b>	30/360
<b>Product currency</b>	Euro (EUR)		

**Intended retail investor** The product is intended to be offered to retail investors who fulfil all of the criteria below:

- they have advanced knowledge and a comprehensive understanding of the product, its market and its specific risks and rewards, with relevant financial industry experience including either frequent trading or large holdings in products of a similar nature, risk and complexity, either independently or through professional advice;
- they seek income and/or full protection of the product notional amount, subject to the issuer's ability to pay, expect the movement in the reference rate to perform in a way that generates a favourable return and have an investment horizon of the recommended holding period specified below;
- they accept the risk that the issuer could fail to pay or perform its obligations under the product but otherwise they are not able to bear any loss of their investment; and
- they are willing to accept a level of risk to achieve potential returns that is consistent with the summary risk indicator shown below.

## 2. What are the risks and what could I get in return?

**Risk indicator**



The summary risk indicator is a guide to the level of risk of this product compared to other products. It shows how likely it is that the product will lose money because of movements in the markets or because we are not able to pay you.

We have classified this product as 1 out of 7, which is the lowest risk class. This rates the potential losses from future performance at a very low level, and poor market conditions are very unlikely to impact our capacity to pay you.

**To the extent the currency of the country in which you purchase this product or your account currency differs from the product currency, please be aware of currency risk. You will receive payments in a different currency so the final return you will get depends on the exchange rate between the two currencies. This risk is not considered in the indicator shown above.**

Inflation erodes the purchasing value of cash over time and this may result in the decline in real terms of any capital reimbursed or interest you may be paid under the investment.

You are entitled to receive back at least 100.00% of your capital. However, this protection against future market performance will not apply if you cash in before maturity or in case of immediate termination by the issuer.

If we are not able to pay you what is owed, you could lose your entire investment.

For detailed information about all risks relating to the product please refer to the risk sections of the prospectus and any supplements thereto as specified in the section "7. Other relevant information" below.

### Main factors likely to affect future returns on the product

Your return on the product at the end of the recommended holding period will principally be affected by (1) the price at which you purchase the product, (2) the performance of the **reference rate** over the recommended holding period and (3) the ability of the issuer to make payments that become due on the product. The value of the product before the **maturity date** will also be affected by general economic and market conditions, the volatility of the **reference rate** (which is a measure of the extent of movement in the level of the **reference rate**), interest rates, the remaining time to maturity and the ability of the issuer to make payments.

#### What could affect my return positively?

- An increase in the level of the **reference rate**

#### What could affect my return negatively?

- The issuer's inability to make payments on the product when they fall due

The factors listed above provide general guidance on how changes in the level of the **reference rate** may affect your return if you purchase the product at inception and hold it to the end of the recommended holding period. If you purchase or sell the product after inception, your return on the product will also be affected by the purchase or sale price and the level of the **reference rate** at the time of sale or, in the case of a purchase, at and following the time of purchase. The precise impact will depend on the timing and effects of these changes, and the above list should not be viewed as guaranteeing a particular outcome. See "1. What is this product?" for a discussion of how the payments you will receive during the life of the product and the payment you will receive at the end of the recommended holding period will be calculated.

**Investment performance information**

In severely adverse market conditions, if you hold the product to the end of the recommended holding period, you are entitled to receive back 100.00% of your investment. Any amount over this, and any additional return, depends on market conditions and is uncertain.

If you sell the product in severely adverse market conditions prior to the recommended holding period, your return may be lower than what you would have received if you held the product to the end of the recommended holding period and may be as low as zero. See "5. How long should I hold it and can I take money out early" below for additional information.

### 3. What happens if the issuer is unable to pay out?

You are exposed to the risk that the issuer might be unable to meet its obligations in connection with the product for instance in the event of bankruptcy or an official directive for resolution action. This may materially adversely affect the value of the product and could lead to you losing some or all of your investment in the product. The product is not covered by any deposit protection scheme.

### 4. What are the costs?

The Reduction in Yield (RIY) shows what impact the total costs you pay will have on the investment return you might get. The total costs take into account one-off, ongoing and incidental costs.

The amounts shown here are the cumulative costs of the product itself, for three different holding periods. They include potential early exit penalties. The figures assume you invest EUR 10,000. The figures are estimates and may change in the future.

#### Costs over time

<i>Investment: EUR 10,000</i>			
Scenarios	<i>If you cash in after 1 year</i>	<i>If you cash in after 4 years</i>	<i>If you cash in at the end of the recommended holding period</i>
Total costs	EUR 363.00	EUR 363.00	EUR 363.00
Impact on return (RIY) per year	4.16%	0.97%	0.58%

The "Total costs" in the table above represents in monetary terms the aggregated amount of costs associated with the investment, assuming the product performs in line with the moderate performance scenario. The "Impact on return" represents how much the expected costs of the product would affect your return in such scenario. Disregarding the impact on your return in that scenario, the estimated entry and exit costs as a percentage of the **product notional amount** are estimated to be 3.63% if you cash in after 1 year, 3.63% if you cash in after 4 years and 3.63% if you cash in at the end of the recommended holding period.

The person selling you or advising you about this product may charge you other costs. If so, this person will provide you with information about these costs, and show you the impact that all costs will have on your investment over time.

#### Composition of costs

The table below shows:

- The impact each year of the different types of costs on the investment return you might get at the end of the recommended holding period.
- The meaning of the different cost categories.

<i>The table shows the impact on return per year.</i>			
One-off costs	Entry costs	0.58%	The impact of the costs already included in the price.
	Exit costs	0.00%	The impact of the costs of exiting your investment when it matures.

The costs shown in the table above represent the split of the reduction in yield shown in the costs over time table at the end of the recommended holding period. The split of the actual estimated costs of the product as a percentage of the **product notional amount** is estimated to be as follows: entry costs: 3.63% and exit costs: 0.00%.

### 5. How long should I hold it and can I take money out early?

#### Recommended holding period: 6 years and 7 months

The product aims to provide you with the return described under "1. What is this product?" above. However, this only applies if the product is held to maturity. It is therefore recommended that the product is held until 28 March 2031 (maturity).

The product does not guarantee the possibility to disinvest other than by selling the product either (1) through the exchange (if the product is exchange traded) or (2) off-exchange, where an offer for such product exists. Save as otherwise disclosed in exit costs (see section "4. What are the costs?" above), no fees or penalties will be charged by the issuer for any such transaction, however an execution fee might be chargeable by your broker if applicable. By selling the product before its maturity, you may receive back less than you would have received if you had kept the product until maturity.

Exchange listing	SIX Swiss Exchange – Structured Products	Price quotation	Percentage
Smallest tradable unit	EUR 1,000		

In volatile or unusual market conditions, or in the event of technical faults/disruptions, the purchase and/or sale of the product can be temporarily hindered and/or suspended and may not be possible at all.

### 6. How can I complain?

Any complaint regarding the conduct of the person advising on, or selling, the product can be submitted directly to that person.

Any complaint regarding the product or the conduct of the manufacturer of this product can be submitted in writing at the following address: 100 Bishopsgate, London, EC2N 4AA, by email to: [KID\\_complaints@rbccm.com](mailto:KID_complaints@rbccm.com) or at the following website: <http://www.rbcnotes.co.uk/>.

### 7. Other relevant information

Any additional documentation in relation to the product, in particular, the issuance programme documentation, any supplements thereto and the product terms are available free of charge from 100 Bishopsgate, London, EC2N 4AA or can be accessed at: <https://www.rbc.com/investor-relations/european-senior-notes-program.html#offering-documents-content>.

The information contained in this Key Information Document does not constitute a recommendation to buy or sell the product and is no substitute for individual consultation with your bank or advisor.