EUR Fixed Rate Callable Notes due 3 January 2034

A structured product is not a collective investment scheme as per the Swiss Federal Act on Collective Investment Schemes (“CISA”) and is not subject to the authorization or supervision by the Swiss Financial Market Supervisory Authority (FINMA). Therefore, investors in this product are not eligible for the specific investor protection under the Swiss Collective Investment Schemes Act. Investors are exposed to the credit risk of the issuer.

This document is provided for discussion and/or information purposes only and it does not constitute either an offer or the solicitation of an offer to enter into a securities or any other transaction. It is not intended to set forth a final expression of the terms and conditions of any transaction and it may be amended, superseded or replaced in its entirety by subsequent documents or other summaries of terms and conditions. This document does not purport to identify or suggest all of the risks (direct or indirect) which may be associated with the proposed investment.

This document must be read in conjunction with the Prospectus (as supplemented or updated) for the Royal Bank of Canada Programme for the Issuance of Securities, current as of the issue date of the Notes (the "Base Prospectus"). The Base Prospectus can be obtained from https://www.rbc.com/investor-relations/european-senior-notes-program.html or such other successor display page that has been designated by the Issuer or provided by Royal Bank of Canada upon request. Terms used but not defined herein are as defined in the Base Prospectus and in particular the Terms and Conditions of the Notes (the "Conditions") set out therein.

Information with regard to the Offering of the Notes in Switzerland

This document is not, and under no circumstances is to be construed as an advertisement under article 68 of the Swiss Federal Financial Services Act (“FinSA”) except where this document is used for the purposes of marketing. In such latter case, the FinSA prospectus and the key information document, where these exist, can be downloaded from the Website.

These Notes may be, subject to the applicable selling restrictions outlined below, publicly offered to investors in Switzerland but can only be offered on a Private Placement basis in any Member State of the European Economic Area as per below or elsewhere.

This document in English is not available in one of the official Swiss languages.

I. PRODUCT DESCRIPTION

Overview
EUR Fixed Rate Callable Notes due 3 January 2034 offer investors an opportunity to receive a periodic Interest Amount, which is subject to the Call Feature which gives to the Issuer the right to early redeem the Notes. At maturity, the investor will receive: a cash payment equal to 100% of the Calculation Amount, unless previously redeemed.

The securities are principal protected.

Market Expectations
Rates Stagnant

SSPA Classification/Product Type
Capital Protected(1100)

PRODUCT DETAILS

<table>
<thead>
<tr>
<th>Issuer</th>
<th>Royal Bank of Canada (Toronto Branch)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rating</td>
<td>A1 (Stable outlook) by Moody's and A (Stable outlook) by Standard and Poor's</td>
</tr>
<tr>
<td>Prudential Supervision of the Issuer</td>
<td>RBC is a schedule 1 bank under the Canadian Bank Act, subject to supervision by the Office of the Superintendent for Financial Institutions of Canada and by the Prudential Regulation Authority, United Kingdom</td>
</tr>
<tr>
<td>Bail-in capable Notes:</td>
<td>Notes are subject to bail-in conversion in Canadian Bail-in Regime</td>
</tr>
<tr>
<td>Currency</td>
<td>EUR</td>
</tr>
<tr>
<td>Issue Size (min.)</td>
<td>EUR 1,000,000</td>
</tr>
<tr>
<td>Specified Denomination</td>
<td>EUR 1,000</td>
</tr>
<tr>
<td>Calculation Amount</td>
<td>EUR 1,000</td>
</tr>
<tr>
<td>Minimum Trading Size</td>
<td>EUR 1,000</td>
</tr>
</tbody>
</table>
Settlement Method | Cash Settlement
---|---
ISIN | XS2708273573
RBC Code | TBC
RIC Code | TBC
Valoren | 130259726
Issue Price | 100% of the Calculation Amount
Offer Price | The Issue Price
Listing | None
Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the Conditions in it: | UBS Switzerland AG

### DATES

<table>
<thead>
<tr>
<th>Event</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Swiss Offer Period</td>
<td>20 November 2023 until 08 December 2023</td>
</tr>
<tr>
<td>Trade Date</td>
<td>8 December 2023</td>
</tr>
<tr>
<td>Issue Date</td>
<td>3 January 2024</td>
</tr>
<tr>
<td>Maturity Date</td>
<td>3 January 2034, subject to the Call Feature</td>
</tr>
<tr>
<td>Interest Payment Dates</td>
<td>The 03rd of each January commencing 03rd January 2025 with a final payment on the Maturity Date.</td>
</tr>
</tbody>
</table>

### INTEREST INFORMATION

<table>
<thead>
<tr>
<th>Description</th>
<th>Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest Rate</td>
<td>4.10 per cent per annum</td>
</tr>
<tr>
<td>Interest Amount Per Calculation Amount</td>
<td>Interest Rate multiplied by the Day Count Fraction multiplied by the Calculation Amount.</td>
</tr>
<tr>
<td>Day Count Fraction:</td>
<td>30/360 Unadjusted</td>
</tr>
</tbody>
</table>

### EARLY REDEMPTION INFORMATION

<table>
<thead>
<tr>
<th>Description</th>
<th>Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Call Feature</td>
<td>Issuer has the right to call the Notes at par (Calculation Amount x 100%) in whole but not in part on 03rd of each January, commencing 03rd January 2025 until 03rd January 2033, upon giving 5 business days’ notice, provided that where the redemption would lead to a breach of the Issuer’s TLAC requirement each redemption will be subject to the prior approval of the Superintendent of Financial Institutions (Canada).</td>
</tr>
</tbody>
</table>

### REDEMPTION AT MATURITY

<table>
<thead>
<tr>
<th>Description</th>
<th>Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Final Redemption Amount</td>
<td>The Final Redemption Amount shall be determined in accordance with the following provisions: Calculation Amount x 100%</td>
</tr>
</tbody>
</table>

### GENERAL INFORMATION

<table>
<thead>
<tr>
<th>Description</th>
<th>Details</th>
</tr>
</thead>
<tbody>
<tr>
<td>Calculation Agent</td>
<td>Royal Bank of Canada, London Branch</td>
</tr>
<tr>
<td><strong>Secondary Market</strong></td>
<td>Under normal market conditions, the Dealer intends to maintain a secondary market throughout the lifetime of the Securities with an indicative market making spread of 0.50%</td>
</tr>
<tr>
<td><strong>Business Days</strong></td>
<td>London and TARGET2</td>
</tr>
<tr>
<td><strong>Business Day Convention</strong></td>
<td>Following</td>
</tr>
<tr>
<td><strong>Form of Notes</strong></td>
<td>Registered Notes</td>
</tr>
<tr>
<td><strong>Registrar</strong></td>
<td>The Bank of New York Mellon SA/NV, Luxembourg Branch</td>
</tr>
<tr>
<td><strong>Settlement</strong></td>
<td>Euroclear or Clearstream on a delivery against payment basis</td>
</tr>
<tr>
<td><strong>Status</strong></td>
<td>Direct, unsecured and unsubordinated obligations of the Issuer</td>
</tr>
<tr>
<td><strong>Documentation</strong></td>
<td>Under the existing Programme for the Issuance of Securities</td>
</tr>
<tr>
<td><strong>Dealer (non-syndicated)</strong></td>
<td>RBC Europe Limited</td>
</tr>
<tr>
<td><strong>Prohibition of Sales to EEA Retail Investors</strong></td>
<td>Applicable, other than with respect to offers of the Notes for which a PRIIPs KID is being prepared.</td>
</tr>
<tr>
<td><strong>Prohibition of Sales to UK Retail Investors</strong></td>
<td>Applicable, other than with respect to offers of the Notes for which a PRIIPs KID is being prepared.</td>
</tr>
<tr>
<td><strong>Prohibition of Offer to Private Clients in Switzerland</strong></td>
<td>Applicable, other than with respect to offers of the Notes for which a PRIIPs KID is being prepared.</td>
</tr>
<tr>
<td><strong>Distribution Fees</strong></td>
<td>The payment of any fee or commission by the Dealer is subject to the relevant regulatory requirements, including those applicable in the jurisdiction(s) that the Dealer and distributor operate in, as well as the jurisdiction(s) into which the Notes are distributed, if different. The Issue Price may include a fee or commission payable by the Dealer to a distributor or third party, such a fee or commission will be determined by a number of factors including but not limited to the maturity of the Security, hedging costs and legal fees. This fee will not exceed 2.00% of the Issue Price. Any fee or commission received by the distributor or third party may be in addition to the fee normally charged by that party in connection with an investment in the Security. Further details in respect of the fee or commission are available upon request.</td>
</tr>
<tr>
<td><strong>Website</strong></td>
<td><a href="https://www.rbc.com/investor-relations/european-senior-notes-program.html#swiss-notes-transactions-content">https://www.rbc.com/investor-relations/european-senior-notes-program.html#swiss-notes-transactions-content</a></td>
</tr>
<tr>
<td><strong>TEFRA Rules</strong></td>
<td>TEFRA rules not applicable</td>
</tr>
<tr>
<td><strong>Availability of Documentation</strong></td>
<td>Investors may obtain copies of the Base Prospectus, the Base Prospectus Supplements and the Final Terms free of charge on request from offices of the Distributors or the Issuer’s registered office. This Simplified Prospectus compliant document is available, in electronic form, in printed form free of charge and upon request from <a href="mailto:swiss@rbccm.com">swiss@rbccm.com</a> or from RBC Europe Limited, London, Representative Office Lausanne, Rue de Bourg 20 / 2nd floor, P.O. Box 7249, 1002 Lausanne, Switzerland</td>
</tr>
<tr>
<td><strong>Adjustments</strong></td>
<td>For modifications to the Terms and Conditions during the term of the Notes as a result of corporate actions or similar events and any other notices to Investors, please refer to the Swiss Simplified Prospectus published on the Internet page <a href="https://www.rbc.com/investor-relations/european-senior-notes-program.html#swiss-notes-transactions-content">https://www.rbc.com/investor-relations/european-senior-notes-program.html#swiss-notes-transactions-content</a></td>
</tr>
<tr>
<td><strong>Governing Law</strong></td>
<td>Province of Ontario and the laws of Canada applicable therein</td>
</tr>
<tr>
<td><strong>Jurisdiction</strong></td>
<td>Courts of Ontario and Canada</td>
</tr>
</tbody>
</table>
SWISS TAX INFORMATION

Swiss Tax Treatment of the Securities

The following is a summary only of the Issuer’s understanding of current law and practice in Switzerland relating to the taxation of the Notes. This summary does not address the tax consequences of an investment in the Notes in any other jurisdiction than Switzerland. Because this summary does not address all tax considerations under Swiss law and does not consider the specific tax situation of an investor, prospective investors are recommended to consult its personal tax advisors as to the tax consequences of the purchase, ownership, sale or redemption of the Notes including, in particular, the effect of tax laws of any other jurisdiction.

An investor shall be liable for all current and future taxes and duties resulting from an investment in the Notes.

A) Swiss Income Taxation

Please note that the following income tax treatment is only applicable for private investors with tax residence in Switzerland, holding the Notes as their private assets in a tax perspective.

The Interest Amount* is subject to income tax on the relevant Payment Date.

* each to be converted into CHF at the prevailing exchange rate at purchase and sale or maturity.

B) Swiss Withholding Tax

The Notes are not subject to Swiss withholding tax.

C) Swiss Stamp Taxes

The issuance of the Notes (primary market) is not subject to Swiss stamp duty. However, secondary market transactions of the Notes are in principle subject to Swiss stamp duty (TK22).

The before mentioned tax treatment applies at the Issue Date. The relevant tax laws and/or the regulation and practice of the tax authorities may change at any time. Please note that this tax information does not replace professional tax advice from a personal tax advisor considering the particular circumstances of a holder or a prospective holder. Therefore, Royal Bank of Canada highly recommends consulting the personal tax advisor as to the tax consequences of the purchase, ownership, sale or exercise of these Notes. Royal Bank of Canada hereby expressly excludes any liabilities in respect of any tax implications arising thereof.

Automatic Exchange of Information in Tax Matters

Switzerland has implemented the Automatic Exchange of Information in Tax Matters ("AEOI") as of 1st January 2017 with the EU and various other countries and is negotiating the introduction of the AEOI with further countries. The website "www.sif.admin.ch" provides an overview of all partner states Switzerland has signed an agreement for the introduction of the AEOI.

II. PROFIT AND LOSS

This security falls in the category “capital protection with coupon”.

The maximum amount investors may receive over the term of the security is their invested capital, excluding any transaction or other costs, plus coupon. If the Securities are held until the Maturity Date, the investor will receive at least 100% of their
principal investment – irrespective of how the Reference Item(s) have performed during the term of the Securities. Please refer to the section “Product Description”.

Effect of the performance of the Reference Item on the redemption amount:

Positive performance:
If the Reference Item performs positively, the investor realises no return.

Sideways to slightly negative performance:
If the Reference Item performs sideways to slightly negative, the investor realises no return.

Pronounced negative performance:
If the Reference Item performs negatively, the investor realises no return.

III. SIGNIFICANT RISKS FOR INVESTORS

<table>
<thead>
<tr>
<th>RISKS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Product Risk</td>
<td>These Securities are capital protected. These Securities are not guaranteed against losses by the Issuer, Dealer, their affiliates, the UK Financial Services Compensation Scheme or any equivalent European deposit guarantee scheme.</td>
</tr>
<tr>
<td>U.S. Withholding Tax on Dividend Equivalent Payments</td>
<td>The United States Internal Revenue Code of 1986, as amended, treats a “dividend equivalent” payment as a dividend from sources within the United States. Unless reduced by an applicable tax treaty with the United States, such payments generally would be subject to U.S. withholding tax of 30% if paid to a non-U.S. holder. A non-U.S. holder is a beneficial owner of a Note that, for U.S. federal income tax purposes, is a non-resident alien individual, a foreign corporation, or a foreign estate or trust. Under recently finalized U.S. Treasury Department regulations, payments on certain equity-linked instruments (including deemed payments) that are contingent upon or determined by Reference to actual or estimated U.S. source dividends, (regardless of whether such contingency or determination is explicitly stated or implicitly taken into account in computing one or more of the terms of such instruments) may be treated as dividend equivalents subject to withholding tax. Withholding tax will apply to dividend equivalent payments on Notes issued or materially modified on or after January 1, 2017. If any payments are treated as dividend equivalent subject to withholding, we (or the applicable paying agent) would be required to withhold taxes and would not be required to pay any additional amounts with respect to amounts so withheld. Prospective investors of the Notes should consult their own tax advisers regarding the application of the U.S. rules for withholding on dividend equivalents.</td>
</tr>
<tr>
<td>Issuer Risk</td>
<td>Investors bear the issuer risk. The Security’s value and the payment of any income or bonus amount (where one is payable) are dependent not only on the development of the Reference Item, but also on the creditworthiness of the Issuer, which may vary over the term of the Security. The ratings of the Issuer noted above reflect the independent opinion of the rating agencies as to the safety of payments of principal and interest. These ratings are not a guarantee of credit quality. The ratings do not take into consideration any risk associated with fluctuations in the market value of this Security, or where factors other than the Issuer’s credit quality determine the level of principal and interest payments.</td>
</tr>
<tr>
<td>Reference Item</td>
<td>N/A</td>
</tr>
<tr>
<td>FX Risk</td>
<td>N/A</td>
</tr>
<tr>
<td>Physical Delivery</td>
<td>N/A</td>
</tr>
<tr>
<td>Liquidity Risk</td>
<td>The investor should be prepared to hold this Security until maturity should it not be called or terminated early, if such option exists, by the Issuer. The Dealer will, however, use its reasonable endeavours to provide liquidity to the Security (either directly or</td>
</tr>
</tbody>
</table>
through an affiliate) but is not obliged to do so and may stop providing liquidity at any time without notice. This means an investor should not rely on having the ability to redeem the Security at a particular time or for a certain price. If the Security is redeemed early, the investor may get back less than the stated redemption amount. The Issue Price is not a direct reflection of the market value of the Security. The level at which the investor purchases the Security includes hedging costs and profits that the Dealer or its affiliates expect to incur or realize. The Issue Price may also include selling commissions paid by the Dealer to distributors and/or intermediaries. Any selling commissions, costs and profits will reduce the secondary market level, if any secondary market develops, for the Security. As a result, the investor may experience an immediate and substantial decline in the value of the Securities on the Issue Date.

Suitability

This termsheet is provided for information purposes only and should not be used as the sole or primary basis of any investment decision. Transactions of a type described herein, may involve a high degree of risk and may not be suitable for all investors. Transactions in the Securities should not be undertaken unless the prospective investor understands and is capable of bearing all of the risks associated with an investment in the Securities. Before entering into any transaction, potential investors should take steps to ensure they understand the transaction and have assessed the appropriateness of the transaction in light of their own objectives and circumstances, including the possible risks, benefits and also the tax implications of entering into this proposed transaction. The information in this termsheet does not constitute financial, tax or legal advice and should not be used as a substitute for seeking professional advice. The Dealer is acting as an arm's length counterparty and not as an advisor or fiduciary. It is strongly recommended that potential investors consult their own professional advisers.

Institutions referencing this termsheet or extracting information from this termsheet to provide to their clients should ensure that the information satisfies their local jurisdictional requirements and applicable securities laws for conducting business, including any applicable suitability and appropriateness assessment. Investments of a type described herein should only be sold to investors that have the necessary knowledge and experience to fully understand the related risks and are able to bear such risks.

Conflicts of Interest Disclosure

RBC Europe Limited ("RBCEL") forms part of a major banking group. It is therefore possible that RBCEL or one of its subsidiaries, or affiliates, or one of their officers, employees, representatives or agents (together "the Bank Group") or another client of the Bank Group may have interests, relationships and/or arrangements that give rise to conflicts of interest in relation to business that is transacted with you. Members of the Bank Group may perform a variety of roles in connection with the issuance. The Issuer, Dealer, or their affiliates may act as the Calculation Agent and may enter into positions in connection with the issuance. The Issuer, Dealer, or their affiliates may undertake hedging activity including trading in the Reference Item(s) or instruments related to the Reference Item(s), which may have an adverse impact on the value of the Securities. The Issuer, Dealer, or their affiliates may from time-to-time possess or have access to information concerning the Reference Item(s) and are under no obligation to disclose this information to investors. Any conflicts of interest will be managed in accordance with the Bank Group’s established policies and procedures.

Early Redemption

The investor should be aware that the Security may have an Issuer Call feature. In case the of an Issuer Call event, the Securities will be redeemed by the Issuer prior to the Maturity Date and the early redemption amount may be less than the initial purchase. The investor may receive less than its original invested amount in the Securities.

Tax Risk

An investment in the Securities may give rise to tax consequences. Any tax liability is dependent on the taxpayer’s personal circumstances. The basis and level of any taxes may change during the term of the Security.

On-sale of Securities

It is strongly recommended that investors seek independent tax advice prior to an investment in the Securities. The Issuer, Dealer and members of the Bank Group do not provide tax advice. To the extent that any general information is provided with regard to tax, this is for information purposes only and should neither be construed as

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RBC Europe Limited Registered in England and Wales: 995939
RBC Europe Limited Registered Address: 100 Bishopsgate London EC2N 4AA

Authorised by the Prudential Regulatory Authority ("PRA") and regulated by the Financial Conduct Authority ("FCA") and the PRA
tax advice nor should it be relied on, or treated as a substitute for seeking independent tax advice.

**Fees**

The payment of any fee or commission by the Dealer is subject to the relevant regulatory requirements, including those applicable in the jurisdiction(s) that the Dealer and distributor operate in, as well as the jurisdiction(s) into which the Securities are distributed, if different. The Issue Price may include a fee or commission payable by the Dealer to a distributor or third party, such a fee or commission will be determined by a number of factors including but not limited to the maturity of the Security, hedging costs and legal fees. Any fee or commission received by the distributor or third party may be in addition to the fee normally charged by that party in connection with an investment in the Security. Further details in respect of the fee or commission are available upon request.

### IV. OTHER INFORMATION

#### SALES RESTRICTION

**EEA Retail Investor Offering Information**

The Base Prospectus (as contemplated by the Final Terms of the Notes) has been prepared on the basis that any offer of Notes in any Member State of the European Economic Area ("EEA") which has implemented Regulation (EU) 2017/1129 (the "Prospectus Regulation") will be made pursuant to an exemption under the Prospectus Regulation, as implemented in the Relevant State, from the requirement to publish a prospectus for offers of Notes. Accordingly, the Notes should not be sold or offered, directly or indirectly, to persons in any Relevant State except in circumstances which would not require the publication of a prospectus and any person making or intending to make an offer in that Relevant State of Notes should only do so in circumstances in which no obligation arises for the Issuer or RBC Europe Limited to publish a prospectus pursuant to Article 3 of the Prospectus Regulation or supplement a prospectus pursuant to Article 23 of the Prospectus Regulation in relation to such offer. No recipient of this termsheet is authorized by any person to act in a way which would result in an offer to it being considered to be a placement through an intermediary for the purposes of the Prospectus Regulation.

The Securities 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 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.

**UK Retail Investor Offering Information**

The Securities 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 UK 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 domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); or (ii) a customer within the meaning of provisions of the FSMA and any rules or regulations made under the Financial Services and Markets Act 2000 (the "FSMA") to implement Directive (EU) 2016/97, where that customer would not
Additional UK Offering Information

Each Dealer has represented, warranted and agreed, and each further Dealer appointed under the Programme will be required to represent and agree, that:

(a) it has only communicated or caused to be communicated and will only communicate or cause to be communicated an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) received by it in connection with the issue or sale of any Securities in circumstances in which Section 21(1) of the FSMA would not, if the Issuer was not an authorized person, apply to the Issuer; and

(b) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to any Securities in, from or otherwise involving the United Kingdom.

US Offering Information

This termsheet is not an offer of securities for sale in the United States. The Notes have not been and will not be registered under the US Securities Act of 1933, as amended (the "Securities Act") or any state securities laws, and may not at any time be offered, pledged, sold or otherwise transferred, directly or indirectly, in the United States or to, or for the account or benefit of, US Persons (as such term is defined in Regulation S under the Securities Act) unless registered under the Securities Act or pursuant to an exemption from such registration.

Swiss Offering Information

Each offeror acknowledges and agrees that, subject to the applicable transitional provisions under the FinSA and the implementing FinSO, the Notes have not been offered and will not be offered, directly or indirectly, to the public in Switzerland, and have not distributed or caused to be distributed and will not distribute or cause to be distributed to the public in Switzerland, the Base Prospectus, this termsheet or any other offering material relating to the Notes, other than pursuant to an exemption under Article 36(1) FinSA or where such offer or distribution does not qualify as a public offer in Switzerland. For these purposes, “public offer” refers to the respective definitions in Article 3(g) and (h) FinSA and as further detailed in FinSO.

Canadian Offering Information

The Notes have not been and will not be qualified for sale under the securities laws of any province or territory of Canada. Each Dealer has represented and agreed that it has not offered, sold or distributed and will not offer, sell or distribute any securities, directly or indirectly, in Canada or to or for the benefit of any resident of Canada, other than in compliance with applicable securities laws. Each Dealer has also represented and agreed that it has not distributed or delivered and will not distribute or deliver this termsheet, or any other offering material in connection with any offering of the securities, in Canada other than in compliance with applicable securities laws.

Hong Kong Offering Information

WARNING

The contents of this termsheet have not been reviewed by any regulatory authority in Hong Kong or any other jurisdiction. You are advised to exercise caution in relation to the offer. If you are in any doubt about any of the contents of this termsheet, you should obtain independent professional advice.

This is a structured product which involves derivatives. Do not invest in it unless you fully understand and are willing to assume the risks associated with it. If you are in any doubt about the risks involved in the product, you may clarify with the intermediary or seek independent professional advice.

This termsheet has not been approved by the Securities and Futures Commission in Hong Kong and, accordingly, (i) the Notes (except for Notes which are "structured
products" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong (the “SFO”) may not be offered or sold in Hong Kong by means of this termsheet or any other document other than to “professional investors” as defined in the SFO and any rules made thereunder, or in other circumstances which do not result in the termsheet being a “prospectus” as defined in the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong (the “C(WUMP)O”) or which do not constitute an offer to the public within the meaning of C(WUMP)O, and (ii) no person shall issue or possess for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or termsheet relating to the Notes which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to the Notes which are or are intended to be disposed of only to persons outside Hong Kong or only to “professional investors” as defined in the Securities and Futures Ordinance and any rules made thereunder. For distribution through Hong Kong, Royal Bank of Canada Hong Kong Branch and/or its associates will receive monetary benefits in distributing this product.

**Singapore Offering Information**

Each Dealer acknowledges that the Base Prospectus has not been, and will not be, registered as a prospectus with the Monetary Authority of Singapore. Accordingly, each Dealer represents, warrants, and agrees that it has not offered or sold any Notes or caused the Notes to be made the subject of an invitation for subscription or purchase and will not offer or sell any Notes or cause the Notes to be made the subject of an invitation for subscription or purchase, and has not circulated or distributed, nor will it circulate or distribute, the Base Prospectus, this termsheet or any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of any Notes, whether directly or indirectly, to any person in Singapore other than (a) to an institutional investor (as defined in Section 4A of the SFA) pursuant to Section 274 of the SFA, (b) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1) of the SFA, or to any person pursuant to Section 275(1A) of the SFA and in accordance with the conditions specified in Section 275 of the SFA or (c) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where the Notes are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

(a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is accredited investor; or

(b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary is an individual who is an accredited investor, securities or securities-based derivative contracts (each term as defined in Section 2(1) of the SFA) of that corporation or the beneficiaries’ rights and interest (howsoever described) in that trust shall not be transferred within 6 months after that corporation or that trust has acquired the Notes pursuant to an offer made under Section 275 of the SFA except:

(i) to an institutional investor or to a relevant person or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;

(ii) where no consideration is or will be given for the transfer;

(iii) where the transfer is by operation of law;

(iv) as specified in Section 276(7) of the SFA; or

(v) as specified in Regulation 37A of the Securities and Futures (Offers of Investments) (Securities and Securities–based Derivatives Contracts) Regulations 2018 of Singapore.

**UAE (excluding Dubai International Financial Centre) Offering Information**

Each Dealer has represented and agreed that Notes have not been, and will not be, offered, sold or publicly promoted or advertised by it in the United Arab Emirates other than in compliance with any laws applicable in the United Arab Emirates governing the issue, offering and sale of Notes.
Bahrain Offering Information

This termsheet has been prepared for information purposes of intended investors only who will be high net worth individuals and institutions. The issuer represents and warrants that it has not made and will not make any invitation in or from the kingdom of Bahrain and will not market or offer the securities to any potential investor in Bahrain. All marketing and offering is made and will be made outside the kingdom of Bahrain. The central bank of Bahrain has not reviewed, nor has it approved, this termsheet or the marketing of the securities and takes no responsibility for the accuracy of the statements and information contained in this termsheet, nor shall it have any liability to any person for any loss or damage resulting from reliance on any statements or information contained herein.

Israel Offering Information

Israeli Securities law. Neither such offering nor the Notes have been qualified or approved by the Israeli Securities Authority or any other government or regulatory body. RBC is not licensed under The Regularization of Engagement in Investment Counselling Investment Marketing and Portfolio Management Law, 1995 (the “Counselling Law”) and therefore, RBC does not carry insurance as would be required if RBC were licensed.

The purchaser represents, warrants and covenants that: (i) the purchaser is acquiring the Notes as a principal only and not as an agent of Royal Bank of Canada, (ii) all risks associated with the holding or owning of the Notes are irrevocably transferred to the purchaser upon the purchase of such Notes by the purchaser, (iii) the purchaser will not share with RBC any gains or losses it realizes in connection with the Notes; (iv) neither RBC nor RBC EL has provided the purchaser with any investment advice in connection with the purchaser’s purchase of the Notes and the purchaser has consulted with its own investment advisors in connection therewith; (v) to the extent relevant to the purchaser. The purchaser will comply with the applicable provisions of Israel’s Currency Control Law, 1978 and the amended Currency Control Permit, 1998 promulgated thereunder in connection with the Notes; and (vi) the purchaser shall at all times comply with Israeli and other applicable laws and regulations, including securities laws and regulation, in connection with Notes and the purchaser shall take no action which would or not fail to take any action if the failure would cause RBC or RBC EL to be in violation of any such laws or regulations.

Monaco Offering Information

The securities may not be offered or sold, directly or indirectly, to the public in Monaco other than by a Monaco Bank or a duly authorized Monegasque intermediary. Consequently, this document may only be communicated to Monaco banks duly licensed by the “Autorité de Contrôle Prudentiel” and fully licensed Monaco portfolio management companies by virtue of Law n° 1.144 of July 26, 1991 and Law 1.338, of September 7, 2007 duly licensed by the “Commission de Contrôle des Activités Financières” (“CCAF”). Such regulated intermediaries may in turn communicate this document to potential investors.

Dubai International Financial Centre Offering Information

Each Dealer has represented and agreed that it has not offered and will not offer Notes to any person in the Dubai International Financial Centre unless such offer is:

(a) An “Exempt Offer” in accordance with the Market Rules (MKT) Module of the Dubai Financial Services Authority (the “DFSA”) rulebook; and

(b) Made only to persons who meet the Professional Client criteria set out in Rule 2.3.3 of the Conduct of Business Module of the DFSA rulebook.

Japan Offering Information

No registration pursuant to Article 4, Paragraph 1 of the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended) (the “FIEA”) has been made or will be made with respect to the Notes. The Dealer has represented and agreed, and each further Dealer appointed under the Base Prospectus will be required to represent and agree, that it will not offer or sell any Notes, directly or indirectly, in Japan or to, or for the benefit of, any Resident of Japan (as defined under Article 6, Paragraph 1, Item 5 of the Foreign Exchange and Foreign Trade Act (Act No. 228 of 1949, as amended)), or to others for re-offering or resale, directly or indirectly, in Japan or to, or for the benefit of a resident of Japan except pursuant to an exemption from the registration requirements of, and otherwise in compliance with, the FIEA and any other applicable laws, regulations and ministerial guidelines of Japan.
THE ABOVE IS A SUMMARY OF THE INDICATIVE TERMS AND CONDITIONS OF A PROPOSED TRANSACTION AND DOES NOT INCLUDE ALL DEFINED TERMS. ALL THE INDICATIVE TERMS AND CONDITIONS ABOVE ARE SUBJECT TO CHANGE; THEREFORE NO RELIANCE SHOULD BE PLACED ON THIS SUMMARY. WHEN MAKING AN INVESTMENT DECISION, ANY PROSPECTIVE INVESTOR SHOULD RELY SOLELY ON THE FINAL PRICING SUPPLEMENT, WHICH WILL CONTAIN THE FINAL TERMS AND CONDITIONS OF THE TRANSACTION, NOT ON THE SUMMARY ABOVE.

This document has been prepared by RBC Capital Markets ("RBCCM") for discussion and/or information purposes only and does not constitute either an offer or the solicitation of an offer to enter into securities or any other transaction. This document is an indicative summary of the terms and conditions of the transaction described herein. It is not intended to set forth a final expression of the terms and conditions of any transaction and it may be amended, superseded or replaced in its entirety by subsequent summaries and should not be relied on. Should a transaction ultimately be entered into between us, the final terms and conditions of the transaction will be set out in full in a binding transaction document and reference should be made only to such document and not this indicative termsheet for definitive information. This document shall not constitute an underwriting commitment, an offer to sell, or the solicitation of an offer to buy any securities, commodities or other instruments, or a recommendation to enter into any transaction by any RBC entity. Nor is it an official or unofficial confirmation of terms. Although the indicative information set forth herein is reflective of terms, as of the date of this communication, under which we believe an issuance of securities or other transactions might be structured, no assurance can be given that such an issuance or transaction could in fact be executed, nor is any entity obligated to issue such securities or obligations or enter into any transaction. To the extent that you subsequently enter into a transaction with RBC and/or any of its affiliates this would be on the basis that you were transacting with us as principal (and not as agent or in any other capacity, fiduciary or otherwise) and no other person would have an interest herein.

All information, terms and pricing set forth herein is indicative and subject to change without notice. Any opinions expressed herein reflect our judgement at the date and time hereof and are subject to change without notice. The information contained in this document has been internally developed or taken from trade and statistical services and other sources which we deem reliable, but no warranty is made that such information is accurate or complete and it should not be relied upon as such.

Transactions of the type described herein may involve a high degree of risk and the value of such investments may be highly volatile. Such risks may include without limitation risk of adverse or unanticipated market developments, risk of issuers defauling, and risk of liquidity. In certain transactions counterparties may lose their entire investment or incur an unlimited loss.

This brief statement does not purport to identify or suggest all the risks (directly or indirectly) and other significant aspects in connection with transactions of the type described herein, and counterparties should ensure that they fully understand the terms of the transaction, including the relevant risk factors and any legal, tax, regulatory or accounting considerations applicable to them, prior to transacting. No representation is made concerning the legal, tax, regulatory or accounting implications in any applicable jurisdiction and we are not advising you in respect of such matters. Accordingly you must independently determine, with your own advisors, the appropriateness for you of the transaction before transacting. To the fullest extent permissible by law, RBCCM accepts no liability for any loss (including consequential losses) arising from the use of this document or reliance on the information contained herein. RBCCM is acting solely in the capacity of an arm’s length contractual counterparty and not in the capacity of your financial adviser or fiduciary.

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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 1,000,000 Callable Fixed Rate Notes due 03 January 2034 (the "Notes"), with International Securities Identification Number (ISIN) XS2708273573, 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, D01 F7X3 on 14 July 14 2023 as supplemented on 29 August 2023.

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 86,000+ 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 17 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. It serves clients from 58 offices in 14 countries across North America, the U.K. and Europe, and Australia, Asia and other regions.
Controlling Shareholders: To the extent known to the Issuer, the Issuer is not directly or indirectly controlled by any person.

Key managing directors: Andrew A. Chisholm (Toronto, Ontario), Jacynthe Côté (Montreal, Québec), Toos N. Daruvala (New York, New York), David F. Denison (Toronto, Ontario), Cynthia Devine (Toronto, Ontario), David I. McKay (Toronto, Ontario), Kathleen Taylor (Toronto, Ontario), Maryann Turcke (Toronto, Ontario), Bridget A. van Kralingen (New York, New York), 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

<table>
<thead>
<tr>
<th></th>
<th>As at April 30, 2023</th>
<th>As at April 31, 2022</th>
<th>As at October 31, 2021</th>
</tr>
</thead>
<tbody>
<tr>
<td>(in millions of Canadian dollars)</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Loans, net of allowance for loan losses</td>
<td>831,187</td>
<td>774,464</td>
<td>717,575</td>
</tr>
<tr>
<td>Total assets</td>
<td>1,940,302</td>
<td>1,848,572</td>
<td>1,706,323</td>
</tr>
<tr>
<td>Deposits</td>
<td>1,210,053</td>
<td>1,151,597</td>
<td>1,100,831</td>
</tr>
<tr>
<td>Other liabilities</td>
<td>604,447</td>
<td>579,635</td>
<td>494,471</td>
</tr>
<tr>
<td>Subordinated debentures</td>
<td>11,565</td>
<td>10,276</td>
<td>9,593</td>
</tr>
<tr>
<td>Non-Controlling interests</td>
<td>98</td>
<td>101</td>
<td>95</td>
</tr>
<tr>
<td>Equity attributable to shareholders</td>
<td>111,256</td>
<td>104,304</td>
<td>98,667</td>
</tr>
</tbody>
</table>

Consolidated and Condensed Consolidated Statement of Income Information

<table>
<thead>
<tr>
<th></th>
<th>Six-months ended April 30, 2023</th>
<th>Six-months ended April 30, 2022</th>
<th>Year ended October 31, 2022</th>
<th>Year ended October 31, 2021</th>
</tr>
</thead>
<tbody>
<tr>
<td>(in millions of Canadian dollars, except per share amounts and percentage amounts)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net interest income</td>
<td>12,301</td>
<td>10,545</td>
<td>22,717</td>
<td>20,002</td>
</tr>
<tr>
<td>Non-interest income</td>
<td>16,313</td>
<td>13,741</td>
<td>26,268</td>
<td>29,691</td>
</tr>
<tr>
<td>Total revenue</td>
<td>28,614</td>
<td>24,286</td>
<td>48,985</td>
<td>49,693</td>
</tr>
<tr>
<td>Provision for credit losses (PCL)</td>
<td>1,132</td>
<td>(237)</td>
<td>484</td>
<td>(753)</td>
</tr>
<tr>
<td>Insurance policyholder benefits, claims and acquisition expense</td>
<td>2,551</td>
<td>817</td>
<td>1,783</td>
<td>3,891</td>
</tr>
<tr>
<td>Non-interest expense</td>
<td>15,169</td>
<td>13,014</td>
<td>26,609</td>
<td>25,924</td>
</tr>
<tr>
<td>Net Income</td>
<td>6,863</td>
<td>8,348</td>
<td>15,807</td>
<td>16,050</td>
</tr>
<tr>
<td>Earnings per share</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>– basic</td>
<td>$4.87</td>
<td>$5.81</td>
<td>$11.08</td>
<td>$11.08</td>
</tr>
<tr>
<td>– diluted</td>
<td>$4.86</td>
<td>$5.80</td>
<td>$11.06</td>
<td>$11.06</td>
</tr>
<tr>
<td>Return on common equity (ROE)\textsuperscript{1,2}</td>
<td>13.5%</td>
<td>17.9%</td>
<td>16.4%</td>
<td>18.6%</td>
</tr>
</tbody>
</table>
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 may be 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 consumer saving and spending habits as well as consumer borrowing and repayment patterns, unemployment rates, the impact of containment measures associated with the COVID-19 pandemic or other health crises on businesses’ operations, the level of business investment and overall business sentiment, the level of activity and volatility of the financial markets, inflation, the level of government spending, monetary policies that are adopted by the BoC, the Federal Reserve in the U.S., the European Central Bank in the European Union 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. For example, economic downturns may result in higher unemployment rates and lower household incomes, lower corporate earnings, changes in business investment and consumer spending, 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, including higher credit losses. The Issuer’s financial results are also sensitive to changes in interest rates and to weaker investor confidence and market conditions, which may lead to lower client activity and unfavourable changes in earnings. Additional risks are emerging around how countries will seek to recoup the unprecedented levels of stimulus measures introduced in response to the COVID-19 pandemic and balance budgets in the future, and around the potential implications that a prolonged low interest rate environment will have, for example, on increasing wealth inequality and extended retirement ages, among others.

**Information Technology and Cyber Risks:** Information technology (IT) and cyber risks remain top risks, not only for the financial services sector, but for other industries worldwide. Cybersecurity is the risk to the business associated with cyber-attacks initiated to disrupt or disable the Issuer’s operations or to expose or damage data. The Issuer continues to be subject to heightened risks in the form of cyberattacks, data breaches, cyber extortion and similar compromises, due to: (i) the size, scale, and global nature of the Issuer’s operations; (ii) the Issuer’s heavy reliance on the internet to conduct day-to-day business activities; (iii) the Issuer’s intricate technological infrastructure; and (iv) the Issuer’s use of third-party service providers. Additionally, clients’ use of personal devices can create further avenues for potential cyber-related incidents, as the Issuer has little or no control over the safety of these devices. IT and cyber risks have increased during the COVID-19 pandemic, as increased malicious activities are creating more threats for cyberattacks including COVID-19 phishing emails, malware-embedded mobile apps that purport to track infection rates, and targeting of vulnerabilities in remote access platforms as many companies continue to operate with work from home arrangements. Resulting implications could include business interruptions, service disruptions, financial loss, theft of intellectual property and confidential information, litigation, enhanced regulatory attention and penalties, as well as reputational damage. Furthermore, the adoption of emerging technologies, such as cloud computing, AI and robotics, call for continued focus and investment to manage risks effectively. Not managing this risk effectively may have an adverse effect on the Issuer’s financial performance and condition.

**Privacy, Data and Third Party Related Risks:** The collection, use and sharing of data, as well as the management and governance of data, are increasingly important as the Issuer continues to invest in digital solutions and innovation, as well as, expanding its business activities. Data management 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. In addition to the management and governance of data, its collection, use, and sharing also remain a top risk given the high value attributed to the Issuer’s data. Resulting implications from failing to manage this risk could include financial loss, theft of intellectual property and confidential information, litigation, enhanced regulatory attention and penalties, as well as reputational damage. Privacy risk is the risk of improper creation or collection, use, disclosure, retention or destruction of information. 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 and recent regulatory developments relating to data privacy. The Chief Privacy Office and the Chief Data Office partner with cross-functional teams to develop and implement enterprise-wide standards and practices that describe how data is used, protected, managed and governed. The Issuer’s potential exposure to these risks also increases as the Issuer continues to partner with third-party service providers and adopt new technologies (e.g., cloud computing, AI and machine learning, etc.) and business models. Third-party risk is the risk of failure to effectively manage third parties which may expose the Issuer to service disruptions, regulatory action, financial loss, litigation or reputational damage. Privacy, data and third-party related risks have been heightened as the use of work from home arrangements have become common practice. As the majority of the Issuer’s employees continue to work from home, it is continuously monitoring and enforcing best practices as it seeks to maintain the privacy and confidentiality of all sensitive information. The Issuer’s security awareness program is required to be completed by each employee annually and includes cyber awareness training on managing risks while working remotely. Third-party providers critical to its operations are being monitored for any impact on their ability to deliver services, including vendors of its third-party providers. Failure to properly onboard and manage service providers may expose the Issuer to service disruption, financial loss and other risks that may negatively impact its financial performance and condition.

**Regulatory Changes:** The ongoing introduction of new or revised regulations will continue to lead to increasing focus across the organization on meeting additional regulatory requirements across the multiple jurisdictions in which the Issuer operates. See “Business segment results” on pages 26 to 48 of the 2020 MD&A incorporated by reference in the Base Prospectus for information on the Issuer’s business segments and the jurisdictions in which they operate. Financial and other reforms that have come into effect or are coming into effect, across multiple jurisdictions, such as Canadian anti-money laundering regulations, the interest rate benchmark reform, as well as data, privacy, consumer protection regulations, Canadian benchmark rate for qualifying insured mortgages and client focused reforms, continue to provide challenges and impact the Issuer's operations and strategies and may negatively impact its financial performance, condition and prospects.

**Digital Disruption and Innovation:** The COVID-19 pandemic has changed the way consumers interact with financial services providers. Demand for digital banking services has increased, and while this represents an opportunity for the Issuer to leverage its technological advantage, the need to meet the rapidly evolving needs of clients and compete with non-traditional competitors has increased the Issuer’s strategic and reputational risks. Additional risks also continue to emerge as demographic trends, evolving client expectations, the increased power to analyze data and the emergence of disruptors are creating competitive pressures across a number of sectors. Moreover, established technology companies, newer competitors, and regulatory changes continue to foster new business models that could challenge traditional banks and financial products. Finally, while the adoption of new technologies, such as AI and machine learning, presents opportunities for the Issuer, it could result in new and complex strategic, reputational, operational, regulatory and compliance risks that would need to be managed effectively and, if not, may adversely impact its financial performance and condition.

**KEY INFORMATION ON THE SECURITIES**

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

The Notes are Index Linked Redemption due 03 January 2034, with International Securities Identification Number (ISIN) XS2708273573. The currency of this Series of Notes is EUR. The Notes have a minimum Specified Denomination of 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 4.10% per annum.

“Interest Payment Dates” means the 03rd of each January, from (and including) 03 January 2025 with a final payment on the Maturity Date, adjusted for payment purposes only in accordance with the Following Business Day Convention, subject to the exercise of the Call Option. **Issuer Call Feature:** Issuer has the right to call the Notes at the Optional Redemption Amount on every Optional Payment Date(s), upon giving 5 London and TARGET2 business days’ notice, provided that where the redemption would lead to a breach of the Issuer’s TLAC requirement each redemption will be subject to the prior approval of the Superintendent of Financial Institutions (Canada). Should the issuer Call Feature not be exercised, the investor receives the Final Redemption Amount.

“Optional Payment Date(s)” means the 03rd of each January in each year, from (and including) 03 January 2025 and up to (and including) 03 January 2033, subject to adjustment in accordance with the Following Business Day Convention.

“Optional Redemption Amount” means 100% per Calculation Amount.

**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.

**Maturity Date:** Subject to any purchase and cancellation or early redemption, each Note will be redeemed on 3 January 2034 at the Final Redemption Amount set out below.

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

**Where will the securities be traded?**

The Notes are not intended to be admitted to trading on any market.
**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.

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

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

This issue of Notes is being offered in a Non-exempt Offer in Switzerland (the “Non-exempt Offer Jurisdiction”).

**Consent:** Subject to the conditions set out below, the Issuer consents to the use of the Base Prospectus in connection with a Non-exempt Offer of Notes by the Dealer/Managers, and UBS Switzerland AG.

“We, UBS Switzerland AG, refer to the offer of EUR 1,000,000 (the “Securities”) described in the Final Terms dated 20 November 2023 (the “Final Terms”) published by Royal Bank of Canada (the “Issuer”). In consideration of the Issuer offering to grant its consent to our use of the Base Prospectus (as defined in the Final Terms) in connection with the offer of the Securities in Switzerland during the Offer Period and subject to the other conditions to such consent, each as specified in the Base Prospectus, we hereby accept the offer by the Issuer in accordance with the Authorised Offeror Terms (as specified in the Base Prospectus) and confirm that we are using the Base Prospectus accordingly.”

**Offer period:** The Issuer's consent referred to above is given for Non-exempt Offers of Notes during 20 November 2023 to 08 December 2023 (the “Offer Period”).

**Conditions to consent:** The conditions to the Issuer's consent (in addition to the conditions referred to above) are that such consent (a) is only valid during the Offer Period; and (b) only extends to the use of the Base Prospectus to make Non-exempt Offers of the relevant Tranche of Notes in the Non-exempt Offer Jurisdiction.

AN INVESTOR INTENDING TO PURCHASE OR PURCHASING ANY NOTES IN A NON-EXEMPT OFFER FROM AN AUTHORISED OFFEROR WILL DO SO, AND OFFERS AND SALES OF SUCH NOTES TO AN INVESTOR BY SUCH AUTHORISED OFFEROR WILL BE MADE, IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF
THE OFFER IN PLACE BETWEEN SUCH AUTHORISED OFFEROR AND SUCH INVESTOR INCLUDING ARRANGEMENTS IN RELATION TO PRICE, ALLOCATIONS, EXPENSES AND SETTLEMENT. THE RELEVANT INFORMATION WILL BE PROVIDED BY THE AUTHORISED OFFEROR AT THE TIME OF SUCH OFFER.

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

This issue of Notes is being offered in a Non-exempt Offer in the Non-exempt Offer Jurisdiction during the Offer Period. The issue price of the Notes is 100.00 per cent. of their principal amount

Why is this prospectus being produced?

The net proceeds from the issue of Notes will be 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 are EUR 1,000,000.

The Issue Price may include a fee or commission payable to a distributor or third party. Such fee or commission will be 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 has an interest material to the offer.
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”). 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 (the “Prospectus Regulation”). Consequently, 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”). 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 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 domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of the UK Prospectus Regulation. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of 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 with respect to offers of the Notes during the period 20 November 2023 to 08 December 2023 for which a key information document according to the Swiss Federal Financial Services Act (“FinSA”) or an equivalent document under FinSA has been prepared and its implementing ordinance, for which a simplified prospectus pursuant to Article 5(2) of the Swiss Federal Act on Collective Investment Schemes, as such article was in effect immediately prior to the entry into effect of FinSA, has been prepared, the Notes are not intended to be offered or recommended to private clients within the meaning of the Swiss Federal Financial Services Act (“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 do not constitute a participation in a collective investment scheme in the meaning of [the Swiss Federal Act on Collective Investment Schemes (“CISA”)/CISA] and are not subject to the supervision by the Swiss Financial Market Supervisory Authority FINMA, and investors will not benefit from the specific investor protection under the CISA.

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 2023

ROYAL BANK OF CANADA
(a Canadian chartered bank)

Legal entity identifier (LEI): ES7IP3U3RHIGC71XBU11

Issue of EUR 1,000,000 Callable Fixed Coupon Notes due 03 January 2034
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 Structured Securities Base Prospectus dated July 14, 2023 and the supplemental Prospectuses dated August 29, 2023 which together constitute a base prospectus for the purposes of the Prospectus Regulation (the “Base Prospectus”). These Final Terms will be deposited with SIX Exchange Regulation Ltd. as review body (Prüfstelle) in Switzerland and published according to Article 64 of the Swiss Federal Financial Services Act (“FinSA”)/FinSA for the purposes of an offer of the Notes to the public in Switzerland 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. These Final Terms must be read in conjunction with the Base Prospectus in order to obtain all the relevant information. A summary of the Notes is annexed to these Final Terms. The Base Prospectus has been published on the website of Euronext Dublin (www.euronext.com/en/markets/dublin) and the Issuer (www.rbc.com) 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, 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 domestic law by virtue of the EUWA;

“EUWA” means the European Union (Withdrawal) Act 2018; and


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 terms and 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:
   (ii) Tranche Number: 1

3. Specified Currency or Currencies: EUR
   (Condition 1.12)

4. Aggregate Principal Amount: EUR 1,000,000
   (i) Series: EUR 1,000,000
   (ii) Tranche: EUR 1,000,000

5. Issue Price: 100.00% 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: 03 January 2024
   (ii) Interest Commencement Date: Issue Date

3
(iii)  Trade Date: 08 December 2023

8.  Maturity Date: 03 January 2034

9.  Description of Notes: Not Applicable

10.  Product Terms: Not Applicable

11.  Interest Basis: 4.10 per cent. Fixed Rate

12.  (a) Redemption Basis: Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their principal amount

(b)  Protection Amount: Not Applicable

13.  Change of Interest Basis: Not Applicable

14.  Put Option/ Call Option/ Trigger Early Redemption: Call Option

(Further particulars specified below)

15.  Date Board approval for issuance of Notes obtained: Not Applicable

16.  Bail-in able Securities: Yes

17.  Method of distribution: Non-syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

18.  Fixed Rate Note Provisions (Condition 4.02/4.02a) Applicable

(i)  Rate(s) of Interest: 4.10 per cent. per annum payable in arrear on each Interest Payment Date

(ii) Interest Payment Date(s) The 03rd of each January in each year, from (and including) 03 January 2025 and up to (and including) the Maturity Date, adjusted for payment purposes only in accordance with the Business Day Convention, subject to the exercise of the Call Option as set out below

(iii) Adjusted Interest Periods: Not Applicable

(iv) Business Day Convention: Following Business Day Convention

(v)  Fixed Coupon Amount(s): Rate(s) of Interest multiplied by the Day Count Fraction multiplied by the Calculation Amount per Calculation Amount

(vi) Broken Amount(s): Not Applicable

(vii) Day Count Fraction: 30/360

(viii) Determination Dates: Not Applicable
(ix) Default Rate: As set out in Condition 4.06

19. Floating Rate Note Provisions (Condition 4.03) Not Applicable

20. Zero Coupon Note Provisions Not Applicable

21. Reference Item Linked Interest Notes Applicable

PROVISIONS RELATING TO REDEMPTION

22. Call Option (Condition 5.03) Applicable

(i) Optional Redemption Date(s): The 03rd of each January in each year, from (and including) 03 January 2025 and up to (and including) 03 January 2033, subject to adjustment in accordance with the Following Business Day Convention

(ii) Optional Redemption Amount(s) of each Note: 100% per Calculation Amount

(iii) Redeemable in part: If redeemable in part: Not Applicable

(iv) Notice period: Minimum period: 5 days

Maximum period: 5 days

23. Put Option (Condition 5.06) Not Applicable

24. Notice periods for Early Redemption for Taxation Reasons:

(i) Minimum period: 30 days

(ii) Maximum period: 60 days

25. TLAC Disqualification Events: Applicable

26. Notice periods for Redemption for Illegality:

(i) Minimum period: 10 days

(ii) Maximum period: 30 days

27. Trigger Early Redemption (Condition 5.09 and Condition 31.02) Not Applicable

28. Final Redemption Amount 100% per Calculation Amount
29. **Early Redemption Amount**

(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): 

(ii) Early Redemption Amount includes amount in respect of accrued interest: 

As per Condition 5.10

Yes: no additional amount in respect of accrued interest to be paid

**PROVISIONS RELATING TO REFERENCE ITEM LINKED NOTES**

30. **Settlement Method**

Whether redemption of the Notes will be by (a) Cash Settlement or (b) Physical Delivery or (c) Cash Settlement and/or Physical Delivery:

Cash Settlement

31. **Additional Payouts Condition Terms – Final Redemption Amount and/or Physical Settlement Event**

Not Applicable

32. **Multi-Reference Item Linked Notes**

Not Applicable

33. **Currency Linked Note Provisions**

Not Applicable
34. **Commodity Linked Note Provisions**
   - Not Applicable

35. **Index Linked Note Provisions (Equity Indices only)**
   - Not Applicable

36. **Equity Linked Note Provisions**
   - Not Applicable

37. **Fund Linked Note Provisions (ETF)**
   - Not Applicable

38. **Credit Linked Note Provisions**
   - Not Applicable

39. **Bond Linked Redemption Note Provisions**
   - Not Applicable

40. **Actively Managed Basket Linked Note Provisions**
   - Not Applicable

41. **Physical Delivery**
   - Not Applicable

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

42. (i) **New Global Note:**
   - No

(ii) **Form of Notes:**
   - Registered Notes

43. **Financial Centre(s) or other special provisions relating to payment dates:**
   - London and TARGET2

44. **Relevant Renminbi Settlement Centre**
   - Not Applicable

45. **Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):**
   - No

   (Condition 1.06)

46. **Name and address of Calculation Agent:**
   - Royal Bank of Canada, London Branch
     100 Bishopsgate
     London EC2N 4AA

47. **Name and address of RMB Rate Calculation Agent:**
   - Not Applicable

48. **Exchange Date:**
   - Not Applicable

49. **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

50. **Governing law of Notes (if other than the laws of the Province of Ontario)**
   - Not Applicable
and the federal laws of Canada applicable therein):

51. Alternative Payment Currency: Not Applicable
52. Masse: Not Applicable
RESPONSIBILITY

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

Signed on behalf of the Issuer:

Nicole Blackwood

By: Vice President, Transaction Management Group

Duly authorised

Guillaume Hoent

By: Global Head of Structured Rates Trading

Duly authorised
PART B – OTHER INFORMATION

1. LISTING AND ADMISSION TO TRADING
   Listing/Admission to trading: Not Applicable

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. OPERATIONAL INFORMATION
   (i) ISIN: XS2708273573
   (ii) Common Code: 270827357
   (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) 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, French Paying Agent, Registrar and Transfer Agents: The Bank of New York Mellon, London Branch
          160 Queen Victoria Street
          London EC4V 4LA
          Registrar:
The Bank of New York Mellon SA/NV, Luxembourg Branch
Vertigo Building – Polaris
2 – 4 rue Eugène Ruppert
L-2453 Luxembourg

(ix) Names and addresses of additional Paying Agent(s), Registrar and Transfer Agents (if any):
Not Applicable

(x) Intended to be held in a manner which would allow Eurosyste eligibility:
No

Whilst the designation is specified as "no" at the date of these Final Terms, should the Eurosyste 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 common safe-keeper. Note that this does not necessarily mean that the Notes will then be recognised as eligible collateral for Eurosyste monetary policy and intra day credit operations by the Eurosyste at any time during their life. Such recognition will depend upon the ECB being satisfied that Eurosyste eligibility criteria have been met.

6. DISTRIBUTION

(i) If syndicated, names of Managers: Not Applicable

(ii) If non-syndicated, name of Dealer: RBC Europe Limited
100 Bishopsgate
London EC2N 4AA

(iii) U.S. Selling Restrictions: Super Reg S; TEFRA rules not applicable

(iv) Canadian Sales: Canadian Sales Not Permitted

(v) Non-exempt Offer: Not Applicable

(vi) Swiss Non-Exempt Offer: Applicable
Swiss Offer Period: 20 November 2023 to 08 December 2023

Financial intermediaries granted specific consent to use the Base Prospectus in accordance with the Conditions in it for Swiss Non-Exempt Offers:

General Consent: Not Applicable
Other Authorised Offeror Terms: Not Applicable

(vii) Prohibition of Sales to EEA Retail Investors: Applicable

(viii) Prohibition of Sales to UK Retail Investors: Applicable

(ix) Prohibition of Offer to Private Clients in Switzerland: Other than with respect to offers of the Notes during the period 20 November 2023 until 08 December 2023 for which a key information document has been prepared.
### 7. TERMS AND CONDITIONS OF THE OFFER

<table>
<thead>
<tr>
<th>Offer Price:</th>
<th>Issue Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Conditions to which the offer is subject:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Description of possibility to reduce subscriptions and manner for refunding amount paid in excess by applicants:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Details of the minimum and/or maximum amount of the application:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Details of the method and time limits for paying up and delivering the Notes:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Manner and date in which results of the offer are to be made public:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Procedure for exercise of any right of preemption, negotiability of subscription rights and treatment of subscription rights not exercised:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Whether tranche(s) have been reserved for certain countries:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Process for notifying applicants of the amount allotted and an indication whether dealing may begin before notification is made:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Amount of any expenses and taxes charged to the subscriber or purchaser:</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place:</td>
<td>The Authorised Offerors identified in paragraph 7 above and identifiable from the Base Prospectus</td>
</tr>
</tbody>
</table>

### 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

Not Applicable
Key Information Document

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

<table>
<thead>
<tr>
<th>Product name</th>
<th>Callable Fixed Rate Note</th>
</tr>
</thead>
<tbody>
<tr>
<td>Product identifiers</td>
<td>10 Y Callable EUR PO</td>
</tr>
<tr>
<td>PRIIP manufacturer</td>
<td>RBC Europe Limited (<a href="http://www.rbcnotes.co.uk/">http://www.rbcnotes.co.uk/</a>). The product issuer is Royal Bank of Canada (Toronto Branch).</td>
</tr>
<tr>
<td>Competent authority of the PRIIP manufacturer</td>
<td>Authorised by the U.K. Prudential Regulation Authority and regulated by the U.K. Financial Conduct Authority and U.K. Prudential Regulation Authority</td>
</tr>
<tr>
<td>Date and time of production</td>
<td>17 November 2023 11:03 Zurich local time</td>
</tr>
</tbody>
</table>

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

1. What is this product?

Type
English law governed notes

Term
The product has a fixed term and will be due on 3 January 2034, subject to an early redemption.

Objectives
The product is designed to provide (1) a return in the form of fixed rate interest payments and (2) repayment of the product notional amount on termination of the product. The product notional amount will be repaid either (a) on the maturity date or (b) if we exercise our option to terminate the product prior to the maturity date, on the relevant call payment date.

Early termination following a call: We have the right to terminate the product with at least 5 business days’ notice prior to each call payment date. In this case, the product will terminate and you will on such call payment date receive, in addition to a final interest payment, a cash payment equal to the call payment of EUR 1,000. No interest payments will be made after such call payment date. The relevant dates are shown in the table below.

<table>
<thead>
<tr>
<th>Call payment date</th>
</tr>
</thead>
<tbody>
<tr>
<td>3 January 2025</td>
</tr>
<tr>
<td>3 January 2026</td>
</tr>
<tr>
<td>3 January 2027</td>
</tr>
<tr>
<td>3 January 2028</td>
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<tr>
<td>3 January 2029</td>
</tr>
<tr>
<td>3 January 2030</td>
</tr>
<tr>
<td>3 January 2031</td>
</tr>
<tr>
<td>3 January 2032</td>
</tr>
<tr>
<td>3 January 2033</td>
</tr>
</tbody>
</table>

Interest: If the product has not terminated early, on each interest payment date you will receive an interest payment calculated by multiplying the product notional amount by the interest rate of 4.10% per annum. The relevant dates are shown in the table(s) below. In the case of an early termination, any accrued and unpaid interest will be paid on the call payment date.

<table>
<thead>
<tr>
<th>Interest payment dates</th>
</tr>
</thead>
<tbody>
<tr>
<td>3 January 2025</td>
</tr>
<tr>
<td>3 January 2026</td>
</tr>
<tr>
<td>3 January 2027</td>
</tr>
<tr>
<td>3 January 2028</td>
</tr>
<tr>
<td>3 January 2029</td>
</tr>
<tr>
<td>3 January 2030</td>
</tr>
<tr>
<td>3 January 2031</td>
</tr>
<tr>
<td>3 January 2032</td>
</tr>
<tr>
<td>3 January 2033</td>
</tr>
</tbody>
</table>

Termination on the maturity date: If the product has not terminated early, on the maturity date you will receive EUR 1,000.00.

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.

<table>
<thead>
<tr>
<th>Product notional amount</th>
<th>EUR 1,000</th>
</tr>
</thead>
<tbody>
<tr>
<td>Issue price</td>
<td>100.00% of the product notional amount</td>
</tr>
<tr>
<td>Maturity date / term</td>
<td>3 January 2034</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Product currency</th>
<th>Euro (EUR)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest period</td>
<td>Each period from, and including, an interest payment date (or the issue date, in the case of the initial interest period) to, but excluding, the next interest payment date (or the maturity date) of the product.</td>
</tr>
</tbody>
</table>

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Intended retail investor

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

1. 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;
2. they seek income and/or full protection of the product notional amount, subject to the issuer’s ability to pay and understand that the product may terminate early;
3. 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
4. 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 risk indicator assumes you keep the product until 3 January 2034. The actual risk can vary significantly if you cash in at an early stage and you may get back less. You may not be able to sell your product easily or may have to sell at a price that significantly impacts on how much you get back.

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.

Performance scenarios

What you will get from this product depends on future market performance. Market developments in the future are uncertain and cannot be accurately predicted.

The scenarios shown are illustrations based on results from the past and on certain assumptions. Markets could develop very differently in the future.

Recommended holding period: Until the product is called or matures

Example investment: EUR 10,000

Scenarios

If you exit after 1 year
If you exit after 5 years
If you exit at call or maturity

Minimum

EUR 10,410. The return is only guaranteed if you hold the product to early call or maturity. You could lose some or all of your investment.

Stress (product ends after 1 year)

What you might get back after costs
Average return each year
EUR 10,410
4.10%

Unfavourable (product ends after 1 year)

What you might get back after costs
Average return each year
EUR 10,410
4.10%

Moderate (product ends after 1 year)

What you might get back after costs
Average return each year
EUR 10,410
4.10%

Favourable (product ends after 1 year)

What you might get back after costs
Average return each year
EUR 10,410
4.10%

The scenarios shown represent possible outcomes calculated based on simulations. The stress scenario shows what you might get back in extreme market circumstances. This product cannot be easily cashed in. If you exit the investment earlier than the recommended holding period you do not have a guarantee and you may have to pay extra costs.

The figures shown include all the costs of the product itself, but may not include all the costs that you pay to your advisor or distributor. The figures do not take into account your personal tax situation, which may also affect how much you get back.

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 person advising on or selling you this product may charge you other costs. If so, this person will provide you with information about these costs and how they affect your investment.

**Costs over time**

The tables show the amounts that are taken from your investment to cover different types of costs. These amounts depend on how much you invest, how long you hold the product and how well the product does. The amounts shown here are illustrations based on an example investment amount and different investment periods.

The duration of this product is uncertain as it may terminate at different times depending on how the market evolves. The amounts shown here consider two different scenarios (early call and maturity). In case you decide to exit before the product ends, exit costs may apply in addition to the amounts shown here.

We have assumed:

- EUR 10,000 is invested
- a performance of the product that is consistent with each holding period shown.


<table>
<thead>
<tr>
<th></th>
<th>If the product is called at the first possible date, on 3 January 2025</th>
<th>If the product reaches maturity</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total costs</td>
<td>EUR 70</td>
<td>Not applicable</td>
</tr>
<tr>
<td>Annual cost impact*</td>
<td>0.73% each year</td>
<td>Not applicable</td>
</tr>
</tbody>
</table>

*This illustrates how costs reduce your return each year over the holding period. For example it shows that if you exit at maturity your average return per year is projected to be 4.83% before costs and 4.10% after costs.

We may share part of the costs with the person selling you the product to cover the services they provide to you. They will inform you of the amount.

**Composition of costs**

<table>
<thead>
<tr>
<th>One-off costs upon entry or exit</th>
<th>If you exit after 1 year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Entry costs</td>
<td>0.70% of the amount you pay when entering this investment. These costs are already included in the price you pay. EUR 70</td>
</tr>
<tr>
<td>Exit costs</td>
<td>We do not charge an exit fee for this product provided that you hold the product to maturity, but the person selling you the product may do so. EUR 0</td>
</tr>
</tbody>
</table>

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

**Recommended holding period: 10 years**

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 3 January 2034 (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**

<table>
<thead>
<tr>
<th>Smallest tradable unit</th>
<th>Price quotation</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>EUR 1,000</td>
<td>Not applicable</td>
<td></td>
</tr>
</tbody>
</table>

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 or at the following website: https://www.rbcpriips.eu.

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 published on https://www.rbcpriips.eu, all in accordance with relevant legal requirements. These documents are also available free of charge from 100 Bishopsgate, London, EC2N 4AA.

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.