

**ROYAL BANK OF CANADA**  
**Annual Meeting of Common Shareholders**  
**Toronto, Ontario – April 8, 2020**

**REPORT OF VOTING RESULTS**

In accordance with section 11.3 of National Instrument 51-102 Continuous Disclosure Obligations

The following matters were voted on at the Annual Meeting of Common Shareholders of Royal Bank of Canada (the "Bank") held on April 8, 2020. Full details of these matters are set out in the Management Proxy Circular issued in connection with this meeting, which is available at <https://www.rbc.com/investor-relations/annual-meetings.html>

**1. Election of Directors**

Each of the 14 nominees listed in the Management Proxy Circular was elected as a Director of the Bank.

| Nominee                  | Votes For   | % For  | Votes Withheld | % Withheld |
|--------------------------|-------------|--------|----------------|------------|
| Andrew A. Chisholm       | 707,588,872 | 99.80% | 1,388,477      | 0.20%      |
| Jacynthe Côté            | 707,500,800 | 99.79% | 1,476,549      | 0.21%      |
| Toos N. Daruvala         | 706,719,726 | 99.68% | 2,257,623      | 0.32%      |
| David F. Denison         | 706,626,414 | 99.67% | 2,350,935      | 0.33%      |
| Alice D. Laberge         | 698,232,756 | 98.48% | 10,744,592     | 1.52%      |
| Michael H. McCain        | 668,023,687 | 94.22% | 40,953,662     | 5.78%      |
| David McKay              | 707,812,760 | 99.84% | 1,164,530      | 0.16%      |
| Heather Munroe-Blum      | 706,668,436 | 99.67% | 2,308,913      | 0.33%      |
| Kathleen Taylor          | 692,599,422 | 97.69% | 16,377,927     | 2.31%      |
| Maryann Turcke           | 707,349,404 | 99.77% | 1,619,178      | 0.23%      |
| Bridget A. van Kralingen | 705,908,263 | 99.57% | 3,060,319      | 0.43%      |
| Thierry Vandal           | 705,313,240 | 99.48% | 3,655,343      | 0.52%      |
| Frank Vettese            | 707,615,904 | 99.81% | 1,352,679      | 0.19%      |
| Jeffery Yabuki           | 705,285,989 | 99.48% | 3,682,593      | 0.52%      |

**2. Appointment of Auditor**

PricewaterhouseCoopers LLP was appointed as the auditor of the Bank.

| Votes For   | % For  | Votes Withheld | % Withheld |
|-------------|--------|----------------|------------|
| 743,173,659 | 99.88% | 924,730        | 0.12%      |

**3. Advisory vote on the Bank's approach to executive compensation**

| Votes For   | % For  | Votes Against | % Against |
|-------------|--------|---------------|-----------|
| 674,155,838 | 95.09% | 34,821,371    | 4.91%     |

**4. Proposal No. 1: Competitiveness and privacy**

| Votes For  | % For | Votes Against | % Against | Abstentions* |
|------------|-------|---------------|-----------|--------------|
| 11,940,330 | 1.69% | 693,033,750   | 98.31%    | 4,000,376    |

**5. Proposal No. 2: Diversity target**

| Votes For  | % For | Votes Against | % Against | Abstentions* |
|------------|-------|---------------|-----------|--------------|
| 50,146,057 | 7.11% | 655,399,880   | 92.89%    | 3,431,030    |

\*An abstention is counted as present for quorum purposes, but is not counted as a vote cast in determining whether the requisite majority of votes cast has approved the proposal.