



FORM 10A

MATERIAL CHANGE REPORT

Apr 06, 2023, 10:45 am

Pursuant to Section 64 of the Securities Act, 2012

1. NAME OF REPORTING ISSUER

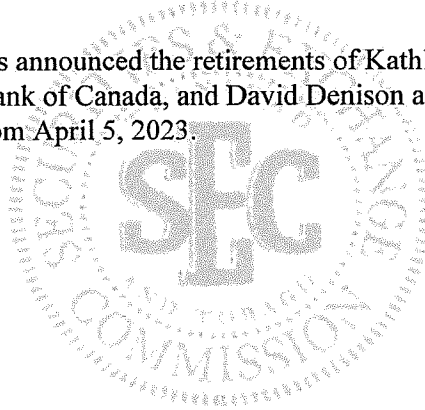
Name of Reporting Issuer
ROYAL BANK OF CANADA

2. DATE OF MATERIAL CHANGE

Date of material change
April 5, 2023

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>Retirement of directors Royal Bank of Canada has announced the retirements of Kathleen Taylor as Board Chair and a director of Royal Bank of Canada, and David Denison as a director of Royal Bank of Canada, all with effect from April 5, 2023.</p>



4. DETAILS OF PUBLICATION OF MATERIAL CHANGE


	YES	NO
Will you be seeking an exemption from publishing a notice in accordance with Section 64(2) of the Securities Act 2012?	<input type="checkbox"/>	<input checked="" type="checkbox"/>

If "No"

Date of Publication of Notice (dd/mmm/yyyy)	06 April 2023
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If "Yes"

State the reasons for applying for the exemption
N/A

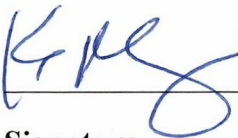


5. DETAILS OF ~~SENIOR OFFICER~~ CORPORATE SECRETARY

Name (First name, Last name)	Karen McCarthy
Position in Organization	Senior Vice President, Assistant General Counsel and Corporate Secretary, Royal Bank of Canada
Business Address	200 Bay Street, 12th Floor, South Tower, Toronto, Ontario M5J 2J5, Canada
Work Phone (1-xxx-xxx-xxxx)	+1 (416) 974-4664
Fax Phone(1-xxx-xxx-xxxx)	+1 (416) 974-4555
Email Address	karen.mccarthy@rbc.com

6. DATE, CERTIFICATION AND SIGNATURE

I hereby certify that the statement and information contained in this form and any attachment hereto are true and correct to the best of my knowledge and belief and submitted in compliance with the provisions of the Securities Act, 2012. I understand that any misrepresentation, falsification or material omission of information on this application may result in a breach of the Securities Act, 2012.

Karen McCarthy  Senior Vice President,
Assistant General Counsel
and Corporate Secretary April 5, 2023

Print Name **Signature** **Position** **Date**

FOR OFFICIAL USE ONLY

Tool	ID Information
Registrant's Number	
Director's Number	
Document / Record Number	
Record's Management Date Received (dd/mm/yyyy)	

Approved By : _____ Date (DD/MM/YYYY) _____