



**FORM 10A**

**MATERIAL CHANGE REPORT**

*By amathew at 2:04:19 pm, 26/07/2024*

**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
September 1, 2024

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p><b>Changes in Senior Officers</b></p> <p>Royal Bank of Canada (“RBC”) advises of the following Senior Officer changes <b>with effect from September 1, 2024</b>:-</p> <ul style="list-style-type: none"><li>- <b>Doug Guzman</b>, currently Group Head, RBC Wealth Management and Insurance, to Deputy Chair, RBC. Mr. Guzman remains a member of the RBC Group Executive (“GE) and will advise on enterprise priorities and provide senior RBC coverage to some of the bank’s most important clients.</li><li>- <b>Neil McLaughlin</b>, currently Group Head, Personal &amp; Commercial Banking to Group Head, RBC Wealth Management. Mr. McLaughlin remains a member of GE.</li><li>- <b>Erica Nielsen</b>, currently Executive Vice President, Personal Financing Products, to Group Head, RBC Personal Banking, and a member of GE.</li><li>- <b>Sean Amato-Gauci</b>, currently Executive Vice President, Business Financial Services, to Group Head, RBC Commercial Banking, and a member of GE.</li><li>- <b>Jennifer Publicover</b>, currently CEO of RBC Insurance, to Group Head, RBC Insurance, and a member of GE.</li></ul>

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)	24 July 2024
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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, Deputy General Counsel and Corporate Secretary, Royal Bank of Canada
Business Address	200 Bay Street, 12th Floor, South Tower, Toronto, Ontario M5J 2J5, Canada
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Fax Phone(1-xxx-xxx-xxxx)	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      *Karen McCarthy*      Senior Vice President, Deputy  
General Counsel  
and Corporate Secretary      July 22, 2024

**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) \_\_\_\_\_