FORM 10A

MATERIAL CHANGE REPORT

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, 2024

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
Senior Officer changes: **Ms. Nadine Ahn** has been terminated as Chief Financial Officer (CFO) and a member of the RBC Group Executive with effect from April 5, 2024. **Ms. Katherine Gibson** has been appointed as Interim CFO and a member of the RBC Group Executive with effect from April 5, 2024.

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?	☐	☒

If "No"

Date of Publication of Notice (dd/mmm/yyyy)	April 9, 2024

If "Yes"

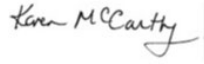| State the reasons for applying for the exemption |
|---|
| N/A |

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)	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, Assistant General Counsel and Corporate Secretary	April 8, 2024
Print Name	**Signature**	**Position**	**Date**