



FORM 10
MATERIAL CHANGE REPORT

Pursuant to section 64 of the Securities Act, 2012 and by-law 50 of the Securities (General)
By-Laws, 2013

1. NAME OR REPORTING ISSUER

Name of Reporting Issuer
RBC FINANCIAL (CARIBBEAN) LIMITED

2. DATE OF MATERIAL CHANGE

Date of material change
October 31, 2014

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
Mr. Suresh Sookoo is retiring as the Chief Executive Officer, Caribbean Banking, RBC Financial (Caribbean) Limited, effective October 31, 2014. Mr. Kirk Dudtschak, currently President, RBC Caribbean Banking, will assume the role of Head, Caribbean Banking effective October 31, 2014

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 checked="" type="checkbox"/>	<input type="checkbox"/>

If "No"

Date of Publication of Notice (dd/mmm/yyyy)	September 4, 2014
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If "Yes"

State the reasons for applying for the exemption
<p>We hereby make a request for exemption from publication of a Notice in two daily newspapers in accordance with Section 64(2) of the Securities Act, 2012. This exemption is sought in light of the fact that following a press release on the management changes issued by our Corporate Communications Unit, articles about the management changes have today appeared in the Trinidad Guardian, Trinidad Express and Newsday newspapers (see attached) based on information submitted in our press release. (Copy attached)</p> <p>We therefore respectfully submit that as a result of these publications, the publication of a Notice in two daily newspapers is unwarranted in this instance as the public has been effectively made aware of the management changes within RBC Financial (Caribbean) Limited.</p>

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Nicole Richards
Position in Organization	General Counsel & Corporate Secretary
Residential Address	
Work Phone (1-xxx-xxx-xxxx)	1-868-625-7288
Fax Phone(1-xxx-xxx-xxxx)	1-868-622-2760
Mobile Phone (1-xxx-xxx-xxxx)	
Email Address	nicole.richards@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.

Nicole Richards



Corporate Secretary

September 4, 2014

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) _____