

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
Royal Bank of Canada

2. DATE OF MATERIAL CHANGE

Date of material change
July 31, 2014- August 1, 2014

3. DESCRIPTION OF MATERIAL CHANGE

Provide a description of the material change
<p>Mr. Gordon Melbourne Nixon has retired from the Board of Royal Bank of Canada with effect from July 31, 2014 and he also retired as the Chief Executive Officer of Royal Bank of Canada effective August 1, 2014.</p> <p>Mr. David Ian McKay was appointed a Director on the Board of Royal Bank of Canada on August 1, 2014 and also assumed the role of President and Chief Executive Officer of Royal Bank of Canada on August 1, 2014.</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)	21/08/2014
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If "Yes"

State the reasons for applying for the exemption
N/A

5. DETAILS OF SENIOR OFFICER

Name (First name, Last name)	Nicole Richards
Position in Organization	General Counsel & Corporate Secretary, Caribbean
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.

Michael Detje



Vice President

August 21, 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) _____