



RBC Callable Yield Securities (CAD), Series 354 Non-Principal Protected Security

5 year term

Performance linked to the iShares[®]
S&P/TSX Capped Financials Index
ETF and iShares[®] S&P/TSX
Capped Energy Index ETF

Potential 8.0000%
coupon per annual
period

Subscriptions Close

on or about
March 26, 2021

FUNDSERV

RBC7554

Autocall Observation
Dates

March 29, 2022 and
quarterly thereafter

This summary is qualified in its entirety by a pricing supplement (the “Pricing Supplement”), the base shelf prospectus dated February 27, 2020, the program prospectus supplement dated February 27, 2020 and the product prospectus supplement dated February 27, 2020 in respect of equity, unit and debt linked securities.

www.rbcnotes.com

KEY TERMS

Issuer:	Royal Bank of Canada
Issuer Credit Ratings:	Moody’s: Aa2; S&P: AA-; DBRS: AA
Currency:	CAD
Minimum Investment:	50 Securities or \$5,000
Term:	Approximately 5 years
Principal at Risk:	The Securities are not principal protected.
Underlying Securities:	The return on the Securities is linked to the price performance (excluding any dividends and other distributions) of the units (the “Underlying Securities” and each, an “Underlying Security”) of the iShares [®] S&P/TSX Capped Financials Index ETF and iShares [®] S&P/TSX Capped Energy Index ETF (the “ETFs” and each, an “ETF”). Securities do not represent an interest in the Underlying Securities or in the component securities comprising the ETFs’ investment portfolios. The ETFs invest primarily in and hold the securities of the constituents of the S&P/TSX Capped Financials Index for the iShares [®] S&P/TSX Capped Financials Index ETF and the S&P/TSX Capped Energy Index for the iShares [®] S&P/TSX Capped Energy Index ETF (each, a “Tracked Index” and together, the “Tracked Indices”). Holders of the Securities will have no right or entitlement to the Underlying Securities, the ETFs or the securities comprising the Tracked Indices, including, without limitation, redemption rights (if any), voting rights or rights to receive dividends or other distributions paid on any of such securities (the annual dividend yields on the Underlying Securities for the iShares [®] S&P/TSX Capped Financials Index ETF and iShares [®] S&P/TSX Capped Energy Index ETF as of March 1, 2021 were 3.235% and 2.413%, respectively, representing aggregate dividend yields of approximately 17.253% and 12.663%, respectively, compounded annually over the approximately five-year term on the assumption that the dividend yields remain constant).
Issue Date:	April 5, 2021
Initial Closing Price:	The “Initial Closing Price” for an Underlying Security is the Closing Price of such Underlying Security, on March 29, 2021.
Protection Barrier Price:	The “Protection Barrier Price” for an Underlying Security is 70.00% of the Initial Closing Price of such Underlying Security.
Coupon Barrier Price:	The “Coupon Barrier Price” for an Underlying Security is 70.00% of the Initial Closing Price of such Underlying Security.
Final Closing Price:	The “Final Closing Price” an Underlying Security is the Closing Price of such Underlying Security, on March 30, 2026 (the “Final Valuation Date”).

A final base shelf prospectus containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in each of the provinces and territories of Canada. A copy of the final base shelf prospectus, any amendment to the final base shelf prospectus and any applicable shelf prospectus supplement that has been filed, is required to be delivered with this document. This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the final base shelf prospectus, any amendment and any applicable shelf prospectus supplement for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

KEY TERMS CONTINUED

Closing Price:	The “ Closing Price ” for any Underlying Security on any Exchange Day is equal to the official closing price of such Underlying Security, as announced by the Toronto Stock Exchange, on such Exchange Day.																				
Maturity Date:	April 2, 2026																				
Observation Dates:	<p>An “Observation Date” for the purposes of determining the amount of any Interest Payment will occur quarterly on the dates specified below in each year that the Securities are outstanding, from and including June 29, 2021 to and including March 30, 2026. If any such Observation Date is not an Exchange Day, it shall be postponed to the next succeeding Exchange Day.</p> <p>Provided that the Securities are not redeemed by the Bank as described below, the Bank intends the Observation Dates to be:</p> <table border="1"><tr><td>June 29, 2021</td><td>September 29, 2021</td><td>December 29, 2021</td><td>March 29, 2022</td></tr><tr><td>June 29, 2022</td><td>September 29, 2022</td><td>December 29, 2022</td><td>March 29, 2023</td></tr><tr><td>June 29, 2023</td><td>September 29, 2023</td><td>December 29, 2023</td><td>April 1, 2024</td></tr><tr><td>July 2, 2024</td><td>September 30, 2024</td><td>December 30, 2024</td><td>March 31, 2025</td></tr><tr><td>June 30, 2025</td><td>September 29, 2025</td><td>December 29, 2025</td><td>March 30, 2026</td></tr></table>	June 29, 2021	September 29, 2021	December 29, 2021	March 29, 2022	June 29, 2022	September 29, 2022	December 29, 2022	March 29, 2023	June 29, 2023	September 29, 2023	December 29, 2023	April 1, 2024	July 2, 2024	September 30, 2024	December 30, 2024	March 31, 2025	June 30, 2025	September 29, 2025	December 29, 2025	March 30, 2026
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July 2, 2024	September 30, 2024	December 30, 2024	March 31, 2025																		
June 30, 2025	September 29, 2025	December 29, 2025	March 30, 2026																		
Interest Payment Dates:	<p>The “Interest Payment Date” for an Interest Payment, if any, will occur quarterly on the dates specified below in each year that the Securities are outstanding, from and including July 5, 2021 to and including April 2, 2026.</p> <p>Provided that the Securities are not redeemed by the Bank as described below, the Bank intends the Interest Payment Dates to be:</p> <table border="1"><tr><td>July 5, 2021</td><td>October 4, 2021</td><td>January 4, 2022</td><td>April 1, 2022</td></tr><tr><td>July 5, 2022</td><td>October 4, 2022</td><td>January 4, 2023</td><td>April 3, 2023</td></tr><tr><td>July 5, 2023</td><td>October 4, 2023</td><td>January 4, 2024</td><td>April 4, 2024</td></tr><tr><td>July 5, 2024</td><td>October 3, 2024</td><td>January 3, 2025</td><td>April 3, 2025</td></tr><tr><td>July 4, 2025</td><td>October 2, 2025</td><td>January 2, 2026</td><td>April 2, 2026</td></tr></table>	July 5, 2021	October 4, 2021	January 4, 2022	April 1, 2022	July 5, 2022	October 4, 2022	January 4, 2023	April 3, 2023	July 5, 2023	October 4, 2023	January 4, 2024	April 4, 2024	July 5, 2024	October 3, 2024	January 3, 2025	April 3, 2025	July 4, 2025	October 2, 2025	January 2, 2026	April 2, 2026
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Interest Payments:	<p>Interest payments (the “Interest Payments” and each, an “Interest Payment”), if any, on the Securities will be payable on each Interest Payment Date, in arrears, at a fixed interest rate of 2.0000% quarterly ending on an Interest Payment Date (an “Interest Period”) for each Interest Period in which a Digital Payout Event occurs on the Observation Date occurring in the Interest Period. On the basis of the foregoing, the interest on each \$100 Principal Amount of Securities for an Interest Period in which a Digital Payout Event has occurred would equal $\\$100 \times 2.0000\%$.</p> <p>Thus, if a Digital Payout Event occurs:</p> <ul style="list-style-type: none">(a) on each Observation Date in any twelve-month period, the amount of interest payable on each \$100 Principal Amount of Securities for that twelve-month period will be \$8.00;(b) on three out of the four Observation Dates in any twelve-month period, the amount of interest payable on each \$100 Principal Amount of Securities for that twelve-month period will be \$6.00;(c) on two out of the four Observation Dates in any twelve-month period, the amount of interest payable on each \$100 Principal Amount of Securities for that twelve-month period will be \$4.00; and(d) on one out of the four Observation Dates in any twelve-month period, the amount of interest payable on each \$100 Principal Amount of Securities for that twelve-month period will be \$2.00. <p>If a Digital Payout Event does not occur on the Observation Date during a particular Interest Period, no interest will be payable on the Securities for such Interest Period.</p>																				
Digital Payout Event:	A “ Digital Payout Event ” will occur if, on the relevant Observation Date, the Closing Price of each Underlying Security is greater than or equal to its Coupon Barrier Price.																				
Autocall Redemption Event:	An “ Autocall Redemption Event ” will occur if the Closing Price of each Underlying Security on an Observation Date other than the first, second, third and last Observation Dates is greater than or equal to its Initial Closing Price (the “ Autocall Redemption Price ”). On the next succeeding Interest Payment Date following the occurrence of an Autocall Redemption Event (the “ Autocall Redemption Date ”) the Securities will be redeemed for an amount equal to the Principal Amount thereof (the “ Autocall Redemption Amount ”). In addition to the Autocall Redemption Amount, an Interest Payment will be paid on the Autocall Redemption Date.																				
Payment at Maturity:	<p>On the Maturity Date, if the Securities have not been previously redeemed, the amount payable (the “Final Redemption Amount”) for each \$100 Principal Amount per Security will be equal to:</p> <ul style="list-style-type: none">(a) if the Final Closing Price of the Worst Performing Underlying Security is greater than or equal to its Protection Barrier Price, \$100; or(b) if the Final Closing Price of the Worst Performing Underlying Security is less than its Protection Barrier Price, an amount equal to the Underlying Security Return, but in any event not less than \$1.00. <p>In addition to the Final Redemption Amount, an Interest Payment will be paid on the Maturity Date if a Digital Payout Event occurs on the Final Valuation Date.</p>																				

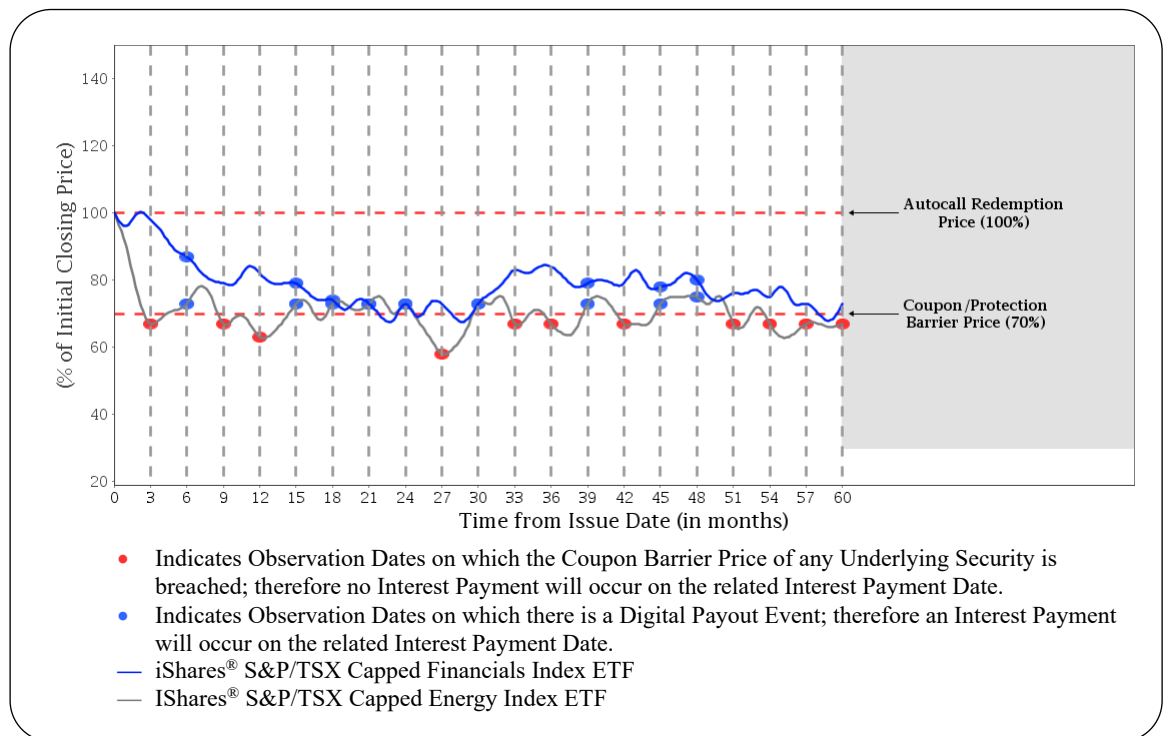
Underlying Security Return:	<p>“Underlying Security Return” means $\\$100 \times (X_r / X_i)$, where:</p> <p>“X_r” means the Final Closing Price of the Worst Performing Underlying Security, and</p> <p>“X_i” means the Initial Closing Price of the Worst Performing Underlying Security.</p>
Worst Performing Underlying Security:	The “ Worst Performing Underlying Security ” means the Underlying Security with the lowest ratio of Final Closing Price to Initial Closing Price.
Secondary Market:	Fundserv, RBC7554

Early Trading Charge Schedule:	If Sold Within the Following No. of Days from the Issue Date	Early Trading Charge (% of Principal Amount)
	1 - 45 days	3.00%
	46 - 90 days	2.75%
	91 - 135 days	2.50%
	136 - 180 days	2.00%
	181 - 225 days	1.50%
	226 - 270 days	1.00%
	Thereafter	Nil

Sample Calculations of Final Redemption Amount or Autocall Redemption Amount and Interest Payments:

The examples set out below are included for illustration purposes only. The price performance of the Underlying Securities used to illustrate the calculation of the Final Redemption Amount or Autocall Redemption Amount and the Interest Payments over the term of the Securities is not an estimate or forecast of the price performance of the Underlying Securities or the Securities. All examples assume that a holder of the Securities has purchased Securities with an aggregate Principal Amount of \$100 and that no Extraordinary Event has occurred. All examples assume a Coupon Barrier Price of 70.00% of the Initial Closing Price of each Underlying Security, a Protection Barrier Price of 70.00% of the Initial Closing Price of each Underlying Security and an Autocall Redemption Price of 100.00% of the Initial Closing Price of each Underlying Security. For convenience, each vertical line in the charts below represents both a hypothetical Observation Date and the next succeeding Interest Payment Date. Certain dollar amounts are rounded to the nearest whole cent.

Example #1: Loss Scenario with Payment on the Maturity Date at Less Than Par



In this scenario, there is no Observation Date on which the Closing Prices of all of the Underlying Securities are at or above their respective Autocall Redemption Prices and, accordingly, the Securities would not be redeemed before the Maturity Date. On the Final Valuation Date, the Final Closing Price of the Worst Performing Underlying Security is below its Protection Barrier Price.

(i) Interest Payments

In this example, there is a Digital Payout Event on 9 of the 20 Observation Dates. On the other 11 Observation Dates, no

Digital Payout Event would occur because the Closing Price of at least one of the Underlying Securities is below its Coupon Barrier Price. Therefore, the Interest Payment of \$2.00 per Interest Period would be payable for 9 Interest Periods on the applicable Interest Payment Date, for total Interest Payments of:

$$\text{Principal Amount of Securities} \times 2.0000\% \text{ per Interest Period} \times 9 \text{ Interest Periods}$$

$$\$100 \times 2.0000\% \times 9 = \$18.00$$

(ii) Final Redemption Amount

In this example, the Underlying Security of the iShares® S&P/TSX Capped Energy Index ETF is the Worst Performing Underlying Security, with an Initial Closing Price (X_i) of \$7.20 and Final Closing Price (X_f) of \$4.97. Therefore, the Final Redemption Amount is as follows:

$$\$100 \times (X_f / X_i)$$

$$\$100 \times (\$4.97 / \$7.20) = \$69.03$$

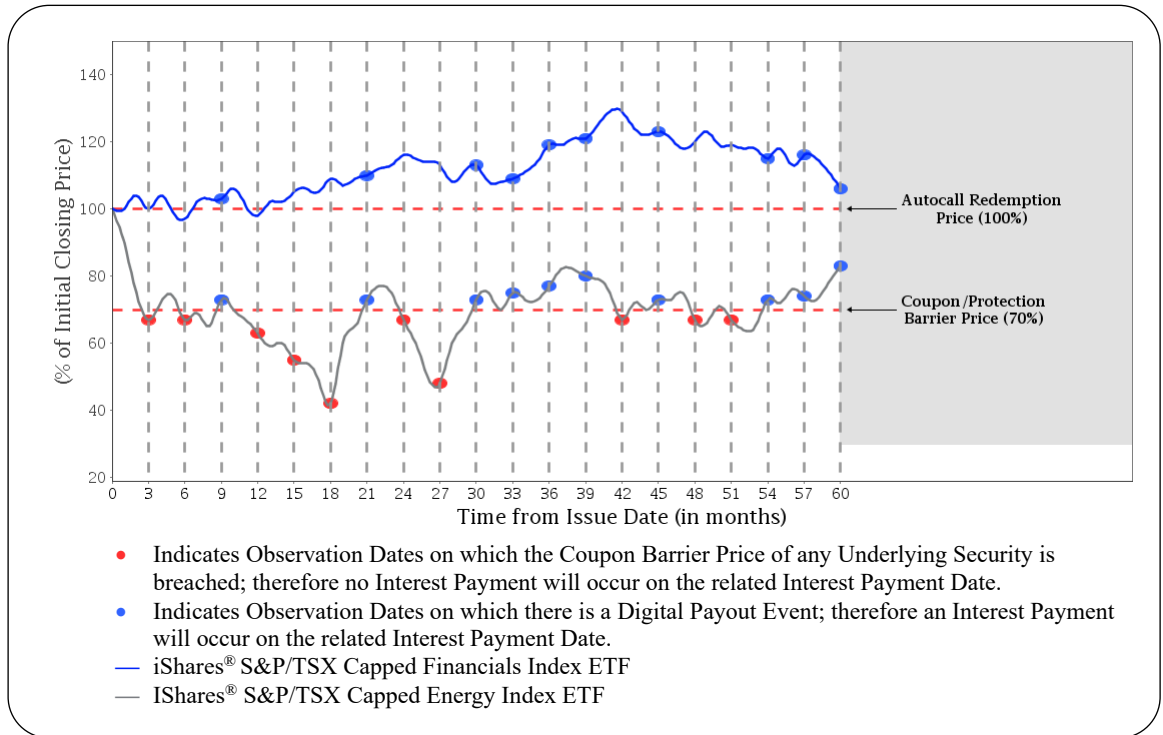
Therefore, the total amounts payable per Security from the Issue Date to the Maturity Date are:

- (a) Total Interest Payments: \$18.00
- (b) Final Redemption Amount: \$69.03
- (c) Total amount paid over the term of the Securities: \$87.03

The equivalent annually compounded rate of return in this example is -2.74%.

Sample Calculations:
(continued)

Example #2: Gain Scenario with Payment on the Maturity Date at Par



In this scenario, there is no Observation Date on which the Closing Prices of all of the Underlying Securities are at or above their respective Autocall Redemption Prices and, accordingly, the Securities would not be redeemed before the Maturity Date. On the Final Valuation Date, the Final Closing Price of the Worst Performing Underlying Security is at or above its Protection Barrier Price.

(i) Interest Payments

In this example, there is a Digital Payout Event on 10 of the 20 Observation Dates. On the other 10 Observation Dates, no Digital Payout Event would occur because the Closing Price of at least one of the Underlying Securities is below its Coupon Barrier Price. Therefore, the Interest Payment of \$2.00 per Interest Period would be payable for 10 Interest Periods on the applicable Interest Payment Date for total Interest Payments of:

$$\text{Principal Amount of Securities} \times 2.0000\% \text{ per Interest Period} \times 10 \text{ Interest Periods}$$

$$\$100 \times 2.0000\% \times 10 = \$20.00$$

(ii) Final Redemption Amount

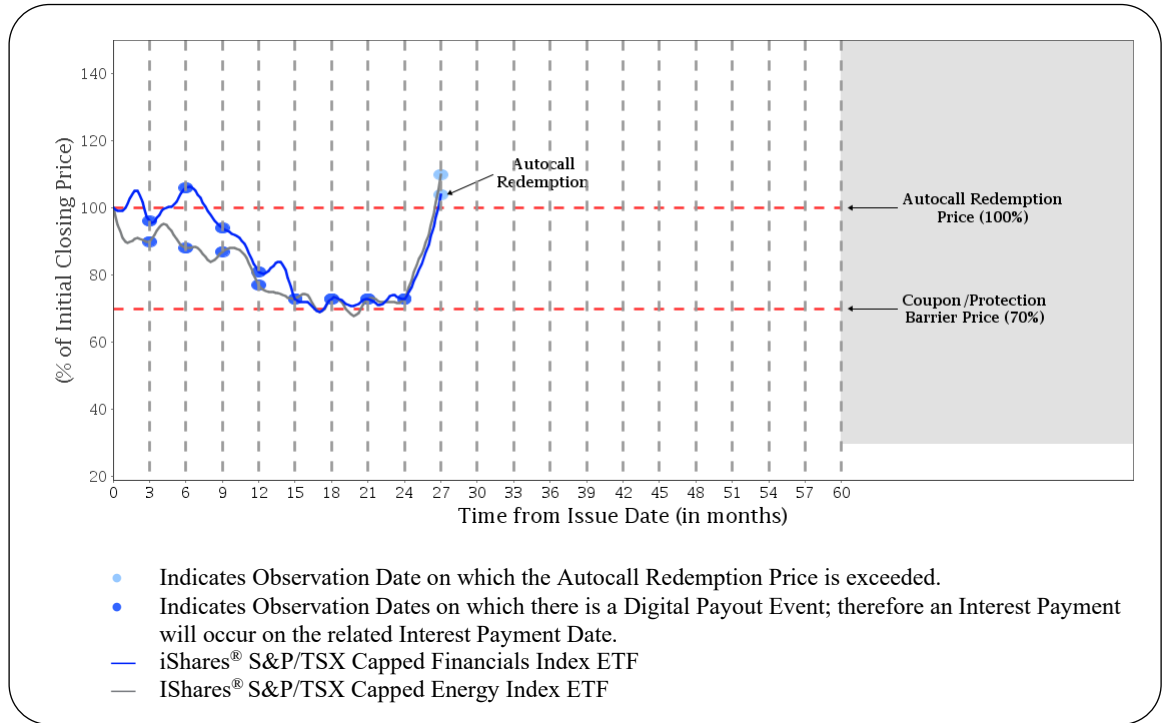
In this example, since the Underlying Security of the iShares® S&P/TSX Capped Energy Index ETF is the Worst Performing Underlying Security with a Final Closing Price of \$6.12, which is above its Protection Barrier Price of \$5.04, the Final Redemption Amount per Security is equal to \$100.00.

Therefore, the total amounts payable per Security from the Issue Date to the Maturity Date are:

- (a) Total Interest Payments: \$20.00
- (b) Final Redemption Amount: \$100.00

(c) Total amount paid over the term of the Securities: \$120.00
The equivalent annually compounded rate of return in this example is 3.71%.

Example #3: Gain Scenario with Autocall Redemption Event



In this scenario, the Closing Prices of all of the Underlying Securities are at or above their respective Autocall Redemption Prices on the Observation Date that falls 27 months into the term of the Securities. This would constitute an Autocall Redemption Event and, on the next succeeding Interest Payment Date, the Bank would redeem the Securities.

(i) Interest Payments

In this example, there is a Digital Payout Event on each of the 9 Observation Dates prior to the redemption of the Securities because the Closing Prices of all of the Underlying Securities are at or above their respective Coupon Barrier Prices on each such date. Therefore, the Interest Payment of \$2.00 per Interest Period would be payable for each Interest Period on the applicable Interest Payment Date (including on the Autocall Redemption Date), for total Interest Payments of:

$$\text{Principal Amount of Securities} \times 2.0000\% \text{ per Interest Period} \times 9 \text{ Interest Periods}$$

$$\$100 \times 2.0000\% \times 9 = \$18.00$$

(ii) Autocall Redemption Amount

The Autocall Redemption Amount per Security is equal to \$100.00.

Therefore, the total amounts payable per Security from the Issue Date to the Autocall Redemption Date are:

- (a) Total Interest Payments: \$18.00
- (b) Autocall Redemption Amount: \$100.00
- (c) Total amount paid over the term of the Securities: \$118.00

The equivalent annually compounded rate of return in this example is 7.63%.

Initial Estimated Value:

The initial estimated value of the Securities as of March 5, 2021 was \$90.60 per Security, which is less than the price to the public and is not an indication of the actual profit to the Bank or its affiliates. The actual value of the Securities at any time will reflect many factors, cannot be predicted with accuracy, and may be less than this amount. The initial estimated value of the Securities is an estimate only and is based on the value of the Bank's obligation to make the payments on the Securities. We describe our determination of the initial estimated value in more detail in the Pricing Supplement.

All capitalized terms unless otherwise defined have the meanings ascribed to them in the Pricing Supplement.

Clients should evaluate the financial, market, legal, regulatory, credit, tax and accounting risks and consequences of the proposal before entering into any transaction, or purchasing any instrument. Clients should evaluate such risks and consequences independently of Royal Bank of Canada and the Dealers, RBC Dominion Securities Inc. and Laurentian Bank Securities Inc., respectively.

The Securities will not constitute deposits insured under the *Canada Deposit Insurance Corporation Act*. The Securities are not fixed income securities and are not designed to be alternatives to fixed income or money market instruments. The Securities are structured products that possess downside risk.

An investment in the Securities involves risks. An investment in the Securities is not the same as a direct investment in the Underlying Securities and investors have no rights with respect to the Underlying Securities, the ETFs or the securities comprising the Tracked Indices. The Securities are considered to be "specified derivatives" under applicable Canadian securities laws. If you purchase Securities, you will be exposed to changes in the prices of the Underlying Securities and fluctuations in interest rates, among other factors. Price changes may be volatile and an investment in the Securities may be considered to be speculative. Since the Securities are not principal protected and the Principal Amount will be at risk, you could lose substantially all of your investment.

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