



Capital
Markets

EQUITY LINKED NOTE | RBC GLOBAL INVESTMENT SOLUTIONS

RBC Principal Protected Guaranteed Return Enhanced Yield LEOS® Series 254, F-Class

7 year Term

100% Principal
Protection at Maturity

0.80% - 6.00%
Coupon in Years 1-7

Offering Closes

August 13, 2021

FundSERV

RBC4254

Issue Date

August 17, 2021

Maturity Date

August 21, 2028

Currency

CAD

Website

www.rbcnotes.com

This Note is a 7 year investment designed to provide annual income based on exposure to an equally weighted Canadian Equity Portfolio. Investors will receive a minimum coupon of 0.80%, to a maximum of 6.00% in years 1-7 based on the price performance of a portfolio of 10 Canadian companies. The principal amount is guaranteed by RBC at maturity. The maturity date is August 21, 2028.

INVESTMENT HIGHLIGHTS

Income Potential: Minimum Coupon of 0.80%, to a maximum of 6.00% in Years 1-7, based on the price performance of the Shares in the Equity Portfolio where performance per Share is measured from inception to each annual coupon valuation date, subject to a maximum of 6.00% and a minimum of -10%. Notes do not represent an interest in the securities of the companies that comprise the Equity Portfolio, and holders will have no right or entitlement to such securities including the dividends and other distributions paid on these securities. The indicative dividend yield on the Equity Portfolio as of July 14, 2021 was 4.80%, representing an aggregate dividend yield of approximately 38.84% annually compounded over the seven year term, on the assumption that the dividend yield remains constant.

Principal Protection: Royal Bank of Canada guarantees the principal amount at maturity. RBC is rated Aa2 by Moody's, AA- by Standard and Poors and AA by DBRS.

Liquidity: The Notes are tradeable in a daily secondary market, subject to availability, which RBC Capital Markets will use reasonable efforts to provide as outlined in the Information Statement. Proceeds on sale may be less than the \$100 Principal Amount.

Registered Account Eligible: RRSPs, RRIFs, TFSAs, RDSPs, RESPs and DPSPs.

EQUITY PORTFOLIO:

An equally weighted portfolio of the TSX-listed shares of the following companies (each a "Share")

Company Name	Symbol	Company Name	Symbol
Algonquin Power & Utilities Corp.	AQN	Enbridge Inc.	ENB
BCE Inc.	BCE	Fortis, Inc.	FTS
Canadian Imperial Bank of Commerce	CM	Power Corporation of Canada	POW
Capital Power Corporation	CPX	The Toronto-Dominion Bank	TD
Emera Inc.	EMA	TC Energy Corporation	TRP

The deposit notes are not insured under the Canada Deposit Insurance Corporation Act.

The Notes are not conventional notes or debt securities. For the various risks associated with such an investment, please see the Risk Factors section of the Information Statement.

SAMPLE CALCULATIONS OF INTEREST

The examples set out below are included for illustration purposes only. The prices of the Shares included in the Equity Portfolio used to illustrate the calculation of interest are not estimates or forecasts of the prices of the Shares on which the Original Valuation Price, the Annual Valuation Prices, and/or the calculation of the Share Return Percentages (defined below), and in turn Variable Interest, if any, will depend. All examples assume that no Extraordinary Event has occurred. Capitalized terms which are not otherwise defined herein are defined under “Definitions” in the Information Statement.

Example #1 — Hypothetical calculation of Variable Interest per Note in respect of an Annual Period, where the Variable Interest paid is positive. It is assumed that the Original Valuation Price and Annual Valuation Price for each Share are as illustrated below (hypothetical). The Share Return Percentages used to calculate interest payable in respect of the Annual Period would be calculated as follows:

Company Name	Symbol	Base Price	Annual Valuation Price	Percentage Change	Share Return Percentage
Algonquin Power & Utilities Corp.	AQN	18.73	19.44	3.80%	6.00%
BCE Inc.	BCE	62.40	64.58	3.50%	6.00%
Canadian Imperial Bank of Commerce	CM	143.36	159.70	11.40%	6.00%
Capital Power Corporation	CPX	40.94	42.45	3.70%	6.00%
Emera Inc.	EMA	57.26	63.56	11.00%	6.00%
Enbridge Inc.	ENB	49.49	52.61	6.30%	6.00%
Fortis, Inc.	FTS	55.67	61.46	10.40%	6.00%
Power Corporation of Canada	POW	39.13	39.12	-0.01%	-0.01%
The Toronto-Dominion Bank	TD	84.65	88.21	4.20%	6.00%
TC Energy Corporation	TRP	61.48	62.03	0.90%	6.00%
Average of Share Return Percentages					5.40%
Interest for Annual Period					5.40%

Example #2 — Hypothetical calculation of Variable Interest per Note in respect of an Annual Period, where the average of the Share Return Percentages is negative. It is assumed that the Original Valuation Price and Annual Valuation Price for each Share are as illustrated below (hypothetical). The Share Return Percentages used to calculate interest payable in respect of the Annual Period would be calculated as follows:

Company Name	Symbol	Base Price	Annual Valuation Price	Percentage Change	Share Return Percentage
Algonquin Power & Utilities Corp.	AQN	18.73	20.81	11.10%	6.00%
BCE Inc.	BCE	62.40	58.16	-6.80%	-6.80%
Canadian Imperial Bank of Commerce	CM	143.36	136.05	-5.10%	-5.10%
Capital Power Corporation	CPX	40.94	37.83	-7.60%	-7.60%
Emera Inc.	EMA	57.26	47.35	-17.30%	-10.00%
Enbridge Inc.	ENB	49.49	46.03	-7.00%	-7.00%
Fortis, Inc.	FTS	55.67	56.95	2.30%	6.00%
Power Corporation of Canada	POW	39.13	38.82	-0.80%	-0.80%
The Toronto-Dominion Bank	TD	84.65	73.22	-13.50%	-10.00%
TC Energy Corporation	TRP	61.48	64.31	4.60%	6.00%
Average of Share Return Percentages					-2.93%
Interest for Annual Period					0.80%

Share Return Percentage: The Share Return Percentage for a Share in the Equity Portfolio in respect of a particular Annual Period will be determined as follows:

- (a) If the Percentage Change measured from the Share's official closing price on the Initial Valuation Date to its official closing price on the first Exchange Day immediately preceding the Anniversary Date marking the end of such Annual Period is greater than zero, the Share Return Percentage will be 6.00%; and
- (b) If the Percentage Change in the price of such Share is equal to or less than zero, the Share Return Percentage will be the actual Percentage Change (which, in such circumstances, will be zero or a negative percentage), provided that if the actual Percentage Change is equal to or less than -10.00%, the Percentage Change for such Share shall be deemed to be -10.00%.

All capitalized terms unless defined herein, will have the meanings ascribed to them in the Information Statement.

An investment in the Deposit Notes provides opportunities for investment but may pose risks. See further details under “Risk Factors” in the Information Statement. Specific risks include:

- The maximum amount of Variable Interest that a Noteholder could receive over the term of the Notes is \$42.00 per Note, or a variable amount between 0.80% and 6.00% of the Principal Amount in the first to the seventh Annual Periods.
- Noteholders do not have ownership in the Shares and therefore are not entitled to receive dividends or other distributions paid thereon. The dividend yield of the Equity Portfolio was 4.80% as of July 14, 2021 which would equate to 38.84% over the term of the notes assuming dividends remain constant and are not re-invested.
- Secondary Market Price – The price for the notes in any secondary market will be based on market conditions and could be above or below the \$100 Principal Amount. RBC reserves the right to not make a secondary market.
- Extraordinary Events – The payment of Variable Interest could be accelerated or delayed due to the occurrence of certain Extraordinary Events.

The Information Statement in respect of the RBC Principal Protected Guaranteed Return Enhanced Yield LEOS®, Series 254, F-Class (the “Information Statement”) and this highlight document do not constitute an offer or invitation by anyone in any jurisdiction in which such offer is not authorized or to any person to whom it is unlawful to make such offer or invitation.