

Amended Final Terms dated 30 June 2017



## ROYAL BANK OF CANADA

*(a Canadian chartered bank)*

**Issue of EUR 10,000,000 Step-Down Fixed Rate Notes due June 2021  
under the U.S.\$40,000,000,000 Programme for the Issuance of Notes (the “Notes”)**

Notice Regarding Offers in the EEA

The Prospectus referred to below (as contemplated by these Final Terms) has been prepared on the basis of any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC) (each, a “**Relevant Member State**”) will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly, any person making or intending to make offer in that Relevant Member State of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer. Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

### **PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the “**Conditions**”) set forth in the Prospectus dated 16 July 2008 and the supplements to the Prospectus dated 3 September 2008, 11 December 2008 and 3 March 2009, which are incorporated by reference in the Base Prospectus dated 31 January 2017, as supplemented by the supplements dated 28 February 2017 and 31 May 2017, which together constitute a base prospectus for the purposes of Directive 2003/71/EC (the “**Prospectus Directive**”). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus as supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as supplemented. The Prospectus and the supplements to the Prospectus, together with all documents incorporated by reference therein, are available for viewing on the website of the Regulatory

News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/en-gb/pricesnews/marketnews/> under the name Royal Bank of Canada and the headline “Publication of Prospectus” and copies may be obtained from the offices of the Issuer, Royal Bank Plaza, 200 Bay Street, 8<sup>th</sup> Floor, South Tower, Toronto, Ontario, Canada and the offices of the Issuing and Paying Agent, One Canada Square, London, E14 5AL, England.

1. Issuer: Royal Bank of Canada  
Branch: London Branch
2. (i) Series Number: 2389  
(ii) Tranche Number: 1
3. Specified Currency or Currencies: Euro (“EUR”)  
(Condition 1.10)
4. Aggregate Principal Amount: EUR 10,000,000  
  
(i) Series: EUR 10,000,000  
(ii) Tranche: EUR 10,000,000
5. Issue Price: 100 per cent of the Aggregate Principal Amount
6. (a) Specified Denominations: EUR 50,000 and integral multiples of EUR  
(Condition 1.08 or 1.09) 10,000 in excess thereof up to and including EUR 190,000. No Notes in definitive form will be issued with a denomination above EUR 190,000.

So long as the Notes are represented by a Temporary Global Note or Permanent Global Note and the relevant clearing system(s) so permit, the Notes will be tradable only in principal amounts of at least the Specified Denomination (or if more than one Specified Denomination, the lowest Specified Denomination) and higher integral multiples of EUR 10,000, notwithstanding that no definitive Notes will be issued with a denomination above EUR 190,000.

- (b) Calculation Amount: EUR 10,000
7. (i) Issue Date: 12 June 2009  
(ii) Interest Commencement Date: Issue Date
8. Maturity Date: 12 June 2021

9. Interest Basis:	2.61 per cent. Fixed Rate, for the period to but excluding the Maturity Date  (further particulars specified below)
10. (a) Redemption/Payment Basis:	Redemption at par
(b) Protection Amount:	Not Applicable
11. Change of Interest or Redemption/Payment Basis:	Not Applicable
12. Put/ Option/ Call Option/ Obligatory Redemption:	Applicable  (further particulars specified below)
13. (i) Status of the Notes:	Deposit Notes
14. Method of distribution:	Non-syndicated

#### **PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

15. <b>Fixed Rate Note Provisions</b> (Condition 5.02)	Applicable
(i) Rate(s) of Interest:	2.61 per cent. per annum payable annually in arrear, for the period to but excluding the Maturity Date.
(ii) Interest Payment Date(s):	12 June in each year from and including 12 June 2010 to and including the Maturity Date adjusted in accordance with Following Business Day Convention not adjusted
(iii) Fixed Coupon Amount(s):	EUR 261 per Calculation Amount for the interest payment dates to and including the Maturity Date,
(iv) Broken Amount(s):	Not Applicable
(v) Day Count Fraction:	30/360, Unadjusted
(vi) Determination Dates:	Not Applicable
(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16. <b>Floating Rate Note Provisions</b> (Condition 5.03)	Not Applicable
17. <b>Zero Coupon Note Provisions</b>	Not Applicable
18. <b>Currency Linked Interest Note Provisions</b>	Not Applicable
19. <b>Commodity Linked Interest Note</b>	Not Applicable

**Provisions**

20. **Index Linked Interest Note Provisions** Not Applicable

(i) Rate of Interest:

(ii) Interest Payment Date(s):

(iii) Day Count Fraction:

(iv) Determination Date:

21. **Equity Linked Interest Note Provisions** Not Applicable

22. **Fund Linked Interest Note Provisions** Not Applicable

23. **Dual Currency Note Provisions** Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

24. **Call Option** Applicable  
(Condition 6.03)

(i) Optional Redemption Date(s): 12 June 2027

(ii) Optional Redemption Amount(s) of each Note and method, if any, of calculation of such amount(s):	EUR 10,000 per Calculation Amount
(iii) If redeemable in part:	Not Applicable
(iv) Notice period	5 Business Days
25. <b>Put Option</b> (Condition 6.06)	Not Applicable
26. <b>Obligatory Redemption</b> (Condition 6.08)	Not Applicable
27. <b>Final Redemption Amount of each Note</b>	EUR 10,000 per Calculation Amount
28. <b>Currency Linked Redemption Notes</b>	Not Applicable
29. <b>Commodity Linked Redemption Note Provisions</b>	Not Applicable
30. <b>Index Linked Redemption Note Provisions</b>	Not Applicable
31. <b>Equity Linked Redemption Note Provisions</b>	Not Applicable
32. <b>Fund Linked Redemption Note Provisions</b>	Not Applicable
33. <b>Credit Linked Redemption Note Provisions</b>	Not Applicable
34. <b>Dual Currency Redemption Note Provisions</b>	Not Applicable
35. <b>Early Redemption Amount</b>	
(i) Early Redemption Amount(s) payable on redemption for taxation reasons, illegality or on event of default or other early redemption and/or the method of calculating the same (including, in the case of Index Linked Notes, following an Index Adjustment Event in accordance with Condition 8, or in the case of Equity Linked Notes or Fund Linked Notes, following De-listing and/or Merger Event and/or Nationalisation and/or Insolvency in accordance with	In the event of the Notes becoming due and payable for taxation reasons or on an event of default or other early redemption on or after the Issue Date but prior to the Maturity Date, then the Early Redemption Amount in respect of the Notes shall be such amount determined by the Calculation Agent in good faith and on such basis as it, in its sole and absolute discretion, considers fair and reasonable in the circumstances, to be equal to the fair market value of the Notes immediately prior to the date of redemption, plus or minus any related hedging gains or costs.



Condition 9, or in the case of Equity Linked Notes or Index Linked Notes, following an Additional Disruption Event (if applicable), or in the case of Fund Linked Notes, following an Extraordinary Event in accordance with Condition 11) (if required or if different from that set out in the Conditions):

- (ii) Early Redemption Amount includes amount in respect of accrued interest: Yes: no additional amount in respect of accrued interest to be paid

36. **Physical Delivery** Not Applicable

### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

37. (i) New Global Note or Classic Global Note: Classic Global Note

(ii) Form of Notes:

**Bearer Notes:**

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note

38. Financial Centre(s) or other special provisions relating to payment dates: London, TARGET and New York

39. Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): No  
(Condition 1.06)

40. Details relating to Partly Paid Notes: Not Applicable  
amount of each payment comprising the Issue Price and date on which each payment is to be made [and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment];

41. Details relating to Instalment Notes: Not Applicable  
amount of each instalment (“**Instalment Amounts**”), date on which each payment is to be made (“**Instalment Dates**”);

42. Redenomination provisions: Not Applicable

43. Consolidation provisions: Not Applicable

44. Other final terms: Not Applicable

#### **DISTRIBUTION**

45. (i) If syndicated, names and addresses of Managers and underwriting commitments: Not Applicable

46. If non-syndicated, name and address of Dealer: RBC Europe Limited  
Riverbank House, 2 Swan Lane, London, EC4R 3BF

47. Total commission and concession: Not Applicable

48. U.S. Selling Restrictions: TEFRA D

49. Non-Exempt Offer: Not Applicable

50. Additional selling restrictions: Not Applicable

The Notes may not be offered, sold or distributed, directly or indirectly, in Canada or to or for the benefit of, any resident in Canada

51. Exchange Date: On or after 40 calendar days following the Issue Date

52. Certification of non-Canadian beneficial ownership: Not Applicable

53. The Aggregate Principal Amount of the Notes issued has been translated into U.S. dollars at the rate of U.S.\$1.00 = EUR 1.32 producing a sum of: USD 7,575,757.58

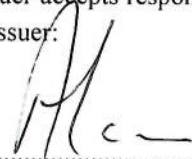
54. Governing law (if other than the laws of the Province of Ontario and the federal laws of Canada applicable therein): Not Applicable

**PURPOSE OF FINAL TERMS**

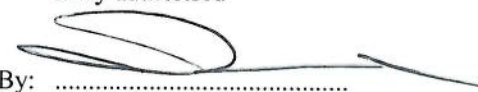
These Final Terms comprise the final terms required for the issue and the admission to the Official List of UKLA and to trading on UKLA of the Notes described herein pursuant to the U.S.\$40,000,000,000 Debt Issuance Programme of Royal Bank of Canada.

**RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms. Signed on behalf of the Issuer:

By:  .....

Duly authorised

By:  .....

Duly authorised



## PART B – OTHER INFORMATION

### 1. LISTING

- (i) Listing: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to the Official List of the UKLA and to trading on UKLA with effect from 12 June 2009.

### 2. OPERATIONAL INFORMATION

- (i) ISIN Code: XS0432405107
- (ii) Common Code: 043240510
- (iii) Any clearing system(s) other than EURoclear Bank S.A./N.V. and Clearstream Banking Societe Anonyme, their addresses and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment
- (v) Name(s) and address(es) of Initial Paying Agents, Registrar and Transfer Agents: As specified in the Base Prospectus
- (vii) Name(s) and addresses of Calculation Agent(s): RBC, London
- (viii) New Global Note intended to be held in a manner which would allow EUROSsystem eligibility: No