

AMENDMENT NO. 1 dated November 24, 2016 to the Simplified Prospectus dated June 30, 2016.

PH&N FUNDS

Offering Series A, Advisor Series, Series D, Series F and Series O units of the

Phillips, Hager & North U.S. Equity Fund
Phillips, Hager & North Currency-Hedged U.S. Equity Fund
Phillips, Hager & North U.S. Growth Fund
(the "Funds")

This Amendment No. 1 dated November 24, 2016 to the simplified prospectus of the Funds dated June 30, 2016 (the "Simplified Prospectus") provides certain additional information relating to the Funds. The Simplified Prospectus with respect to the Funds should be read subject to this information. All terms used and not defined in this Amendment No. 1 have the same meaning as those used in the Simplified Prospectus. All page numbers refer to the pages in the commercial printed copy of the Simplified Prospectus.

Summary

Effective on or about November 30, 2016, portfolio management responsibilities for the Phillips, Hager & North U.S. Equity Fund (which is also the underlying fund for the Phillips, Hager & North Currency-Hedged U.S. Equity Fund) and the Phillips, Hager & North U.S. Growth Fund will transition from RBC Global Asset Management (U.S.) Inc. to RBC Global Asset Management Inc.

Amendment

The Simplified Prospectus is hereby amended as follows:

1. The third sentence of the right column of the table under the heading "Organization and management of the Funds" on page 8 of the Simplified Prospectus in respect of the sub-category "Portfolio Manager and Sub-Advisors – Phillips, Hager & North investment funds" is deleted and replaced with the following:

RBC Global Asset Management (U.S.) Inc. ("RBC GAM U.S.") is the sub-advisor with respect to the U.S. Multi-Style All-Cap Equity Fund.

2. The "Fund details" table of the Phillips, Hager & North U.S. Equity Fund on page 68 of the Simplified Prospectus is amended by deleting the entirety of the fifth row entitled "Sub-advisor."
3. The portion of the first sentence preceding the list of the second paragraph under the heading "Investment strategies" on page 68 of the Simplified Prospectus is deleted and replaced with the following:

To achieve the Fund's investment objectives, we generally look for growth companies to invest in that have:

4. The "Fund details" table of the Phillips, Hager & North U.S. Growth Fund on page 72 of the Simplified Prospectus is amended by deleting the entirety of the fifth row entitled "Sub-advisor."
5. The first sentence and the portion of the second sentence preceding the list in the second paragraph under the heading "Investment strategies" on page 72 of the Simplified Prospectus are deleted and replaced with the following:

To achieve the Fund's investment objectives, we invest in growth companies in the United States and, to a lesser extent, Canada and Mexico. We generally look for companies to invest in that have:

What are your legal rights?

Securities legislation in some provinces and territories gives you the right to withdraw from an agreement to buy mutual funds within two business days of receiving the Simplified Prospectus or Fund Facts, or to cancel your purchase within 48 hours of receiving confirmation of your order.

Securities legislation in some provinces and territories also allows you to cancel an agreement to buy mutual fund units and get your money back, or make a claim for damages, if the Simplified Prospectus, Annual Information Form, Fund Facts or financial statements misrepresent any facts about the fund. These rights must usually be exercised within certain time limits.

For more information, please refer to the securities legislation of your province or territory, or consult your lawyer.

Phillips, Hager & North Investment Management is a division of RBC Global Asset Management Inc., the manager of the Funds and an indirect wholly-owned subsidiary of Royal Bank of Canada.

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