



AMENDMENT NO. 2 dated September 24, 2015 to the annual information form dated June 24, 2015, as amended by amendment no. 1 dated July 30, 2015.

RBC FUNDS AND RBC PRIVATE POOLS

Series F and Series O units

RBC Private Canadian Bond Pool

RBC Private U.S. Equity Pool

RBC Private International Equity Pool

(each, a *fund* and collectively, the *funds*)

This amendment no. 2 dated September 24, 2015 to the annual information form of the funds dated June 24, 2015, as amended by amendment no. 1 dated July 30, 2015 (the *annual information form*), amends the certificates in the annual information form and provides certain additional information in respect of the funds in conjunction with amendment no. 2 dated September 24, 2015 to the simplified prospectus of the funds dated June 24, 2015, as amended by amendment no. 1 dated July 30, 2015. The annual information form should be read subject to this information.

RBC Global Asset Management Inc. (*RBC GAM*), the manager of the funds, has announced the merger of the funds (the *merging funds*) into certain RBC Funds (the *continuing funds*), as set out below.

Merging Fund

RBC Private Canadian Bond Pool

RBC Private U.S. Equity Pool

RBC Private International Equity Pool

Continuing Fund

RBC Bond Fund

RBC U.S. Equity Fund

RBC International Equity Fund

Further information regarding the mergers is set out in amendment no. 2 dated September 24, 2015 to the simplified prospectus of the funds dated June 24, 2015, as amended by amendment no. 1 dated July 30, 2015.

Certificate of the funds, the manager, the promoter and the principal distributor of the funds

This amendment no. 2 dated September 24, 2015, together with the annual information form of the funds dated June 24, 2015, as amended by amendment no. 1 dated July 30, 2015, the simplified prospectus dated June 24, 2015, as amended by amendment no. 1 dated July 30, 2015 and amendment no. 2 dated September 24, 2015 and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

Dated: September 24, 2015

By: *"Damon G. Williams"*

Damon G. Williams
Chief Executive Officer
RBC Global Asset Management Inc.,
as trustee, manager, promoter and principal
distributor of the funds

By: *"Frank Lipka"*

Frank Lipka
Chief Financial Officer
and Chief Operating Officer
RBC Global Asset Management Inc.,
as trustee, manager, promoter and principal
distributor of the funds

On behalf of the Board of Directors
of RBC Global Asset Management Inc.,
as trustee, manager, promoter and principal distributor of the funds

By: *"Douglas Coulter"*

Douglas Coulter
Director

By: *"Daniel E. Chornous"*

Daniel E. Chornous
Director