



AMENDMENT NO. 5 dated February 8, 2019 to the simplified prospectus dated June 28, 2018, as amended by amendment no. 1 dated October 2, 2018, amendment no. 2 dated November 19, 2018, amendment no. 3 dated January 16, 2019 and amendment no. 4 dated January 31, 2019.

RBC PRIVATE POOLS
Series F and Series O units
RBC Private Canadian Growth and Income Equity Pool
(to be renamed RBC Private Fundamental Canadian Equity Pool)

(the *fund*)

This amendment no. 5 dated February 8, 2019 to the simplified prospectus of the fund dated June 28, 2018, as amended by amendment no. 1 dated October 2, 2018, amendment no. 2 dated November 19, 2018, amendment no. 3 dated January 16, 2019 and amendment no. 4 dated January 31, 2019 (the *simplified prospectus*) provides certain additional information relating to the fund, and the simplified prospectus, with respect to the fund, should be read subject to this information.

Summary

Effective February 27, 2019 (a) the name of the fund will be changed to “RBC Private Fundamental Canadian Equity Pool” and (b) Beutel, Goodman & Company Ltd. will become the sub-advisor for the fund. RBC Global Asset Management Inc. will continue to provide investment management oversight for the fund.

Amendments

Effective February 27, 2019, the simplified prospectus is hereby amended as follows:

1. All references to “RBC Private Canadian Growth and Income Equity Pool” shall be deleted and replaced with a reference to “RBC Private Fundamental Canadian Equity Pool”.
2. The *Fund details* table in respect of the fund on page 361 is amended by deleting the reference to “Greystone Managed Investments Inc., Regina, Saskatchewan” and replacing it with a reference to “Beutel, Goodman & Company Ltd., Toronto, Ontario” in the row entitled “Portfolio Sub-Advisor” and by deleting the accompanying footnote 3.
3. The first bullet under the subheading “What does the fund invest in? – Investment Strategies” on page 361 is hereby deleted and replaced with the following:
 - “> invests primarily in dividend-paying Canadian companies with above average financial strength and predictable and growing levels of profitability;”.

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.