RBC Global Asset Management

PH&N Funds

SIMPLIFIED PROSPECTUS

June 26, 2020

Managed by Phillips, Hager & North Investment Management®*

Offering Series A, Advisor Series, Series T5, Series H, Series D, Series F, Series FT5, Series I and Series O units of the following Phillips, Hager & North investment funds:

Money Market Funds

Phillips, Hager & North Canadian Money Market Fund [2]
Phillips, Hager & North $U.S. Money Market Fund [2]

Fixed-Income Funds

Phillips, Hager & North Short Term Bond & Mortgage Fund [2]
Phillips, Hager & North Bond Fund [2]
Phillips, Hager & North Total Return Bond Fund [2]
Phillips, Hager & North Inflation-Linked Bond Fund [2]
Phillips, Hager & North High Yield Bond Fund [2]
Phillips, Hager & North Long Inflation-linked Bond Fund [5]

Balanced Funds

Phillips, Hager & North Monthly Income Fund [3]
Phillips, Hager & North Balanced Fund [2]

Canadian Equity Funds

Phillips, Hager & North Dividend Income Fund [2]
Phillips, Hager & North Canadian Equity Fund [2]
Phillips, Hager & North Canadian Equity Value Fund [4]
Phillips, Hager & North Canadian Equity Underlying Fund [5]
Phillips, Hager & North Canadian Equity Underlying Fund II [6]
Phillips, Hager & North Canadian Growth Fund [2]
Phillips, Hager & North Canadian Income Fund [2]
Phillips, Hager & North Vintage Fund [2]

U.S. Equity Funds

Phillips, Hager & North U.S. Dividend Income Fund [2]
Phillips, Hager & North U.S. Multi-Style All-Cap Equity Fund [2]
Phillips, Hager & North U.S. Equity Fund [2]
Phillips, Hager & North Currency-Hedged U.S. Equity Fund [2]
Phillips, Hager & North U.S. Growth Fund [2]

International Equity Funds

Phillips, Hager & North Overseas Equity Fund [2]
Phillips, Hager & North Currency-Hedged Overseas Equity Fund [2]

Global Equity Funds

Phillips, Hager & North Global Equity Fund [2]

Target Date Funds

Phillips, Hager & North LifeTime 2015 Fund [1]
Phillips, Hager & North LifeTime 2020 Fund [1]
Phillips, Hager & North LifeTime 2025 Fund [1]
Phillips, Hager & North LifeTime 2030 Fund [1]
Phillips, Hager & North LifeTime 2035 Fund [1]
Phillips, Hager & North LifeTime 2040 Fund [1]
Phillips, Hager & North LifeTime 2045 Fund [1]
Phillips, Hager & North LifeTime 2050 Fund [1]
Phillips, Hager & North LifeTime 2055 Fund [1]
Phillips, Hager & North LifeTime 2060 Fund [1]

Pension Trusts

Phillips, Hager & North Conservative Pension Trust [5]
Phillips, Hager & North Balanced Pension Trust [6]
Phillips, Hager & North Growth Pension Trust [5]
Phillips, Hager & North Conservative Equity Income Fund [7]
Phillips, Hager & North Canadian Equity Pension Trust [5]
Phillips, Hager & North Small Float Fund [6]
Phillips, Hager & North Canadian Equity Plus Pension Trust [6]

[1] Offering Series D, Series F and Series O units only.
[2] Offering Series A, Advisor Series, Series D, Series F and Series O units only.
[3] Offering Series A, Advisor Series, Series H, Series D, Series F, Series I and Series O units only.
[4] Offering Series A, Advisor Series, Series T5, Series D, Series F, Series FT5 and Series O units only.
[5] Offering Series O units only.
[6] Offering Series F and Series O units only.
[7] Offering Series A, Series F and Series O units only.

* 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.

Introduction

Effective May 1, 2008, Royal Bank of Canada ("Royal Bank") acquired a 100% interest in Phillips, Hager & North Investment Management Ltd., the former manager of the Funds (as defined below).

Effective November 1, 2010, RBC Asset Management Inc. and its affiliate, Phillips, Hager & North Investment Management Ltd., amalgamated to form one corporate entity, RBC Global Asset Management Inc. ("RBC GAM"), an indirect wholly-owned subsidiary of Royal Bank. Effective November 1, 2013, RBC GAM amalgamated with its wholly-owned subsidiary, BonaVista Asset Management Ltd., with the resulting entity keeping the RBC GAM name. RBC GAM is the manager of the Funds. Phillips, Hager & North Investment Management is a division of RBC GAM principally responsible for carrying out RBC GAM's responsibilities as manager and principal portfolio manager of the Funds. Phillips, Hager & North has its main operating office in Vancouver, British Columbia.

This document (the "Simplified Prospectus") contains selected important information to help you make an informed investment decision and understand your rights as an investor. It is divided into three parts. The first part, from pages 3 to 10, contains general information regarding mutual funds and their risks and tells you who manages the Funds. The second part, from pages 10 to 118, contains specific information about each of the Funds described in this document. The third part, from pages 119 to 134, contains general information about each of the Funds.

Additional information about each Fund is available in the annual information form for the Funds (the "Annual Information Form"), the most recently filed Fund Facts, the most recently filed annual financial statements of the Funds, any interim financial report of the Funds filed after those annual financial statements, the most recently filed annual management report of fund performance, and any interim management report of fund performance filed after that annual management report of fund performance. These documents are incorporated by reference into this Simplified Prospectus, which means that they are legally part of this document just as if they were printed as part of it. You can get a copy of these documents at no cost by:

› calling us toll-free: for the Pension Trusts (as defined below) at 1-855-408-6111, and for all other Funds at 1-800-661-6141;

› faxing us toll-free at 1-800-666-9899;

› emailing us: for the Pension Trusts at *institutions@phn.com*, and for all other Funds at *info@phn.com*; or

› contacting another dealer who sells our Funds.

These documents and other information about the Funds are also available:

› on our website at *www.rbcgam.com*; or

› at *www.sedar.com.*

In this Simplified Prospectus, "you" and "your" mean the investor; "PH&N," "we," "us," "our" and "Phillips, Hager & North" mean Phillips, Hager & North Investment Management, a division of RBC GAM; the "Fund" or the "Funds" refers to one or more of the mutual funds offered under this Simplified Prospectus; "Pension Trusts" means the Conservative Pension Trust, the Balanced Pension Trust, the Growth Pension Trust, the Conservative Equity Income Fund, the Canadian Equity Pension Trust, the Small Float Fund and the Canadian Equity Plus Pension Trust; "PH&N LifeTime Funds®," "Phillips, Hager & North LifeTime Funds™" and "LifeTime Funds®" mean the LifeTime 2015 Fund, the LifeTime 2020 Fund, the LifeTime 2025 Fund, the LifeTime 2030 Fund, the LifeTime 2035 Fund, the LifeTime 2040 Fund, the LifeTime 2045 Fund, the LifeTime 2050 Fund, the LifeTime 2055 Fund and the LifeTime 2060 Fund; and "Underlying Funds" means the mutual funds held as part of a Fund's portfolio.

What is a mutual fund and what are the risks of investing in a mutual fund?

What is a mutual fund?

A mutual fund is a pool of investments made on behalf of people with similar investment objectives. When you invest in a fund, you are combining your money with that of many other investors. We use this pool of money to buy a wide variety of investments on behalf of the entire group of investors. We follow a set of guidelines outlined in the investment objectives and investment strategies of each Fund. You can find these later in this Simplified Prospectus. You and all the other investors share in any profits or losses the mutual fund makes.

Each Fund is organized as a trust and sold in units, which are issued in series. Each unit of a series represents an undivided share of the Fund's net assets, equal to the share of every other unit of the series. There is no limit to the number of units each Fund can issue. However, certain Funds may be closed to new investors from time to time.

What are the risks of investing in a mutual fund?

There is no such thing as risk-free investing. For investors, risk is the possibility of losing money or not making any money. The same is true with mutual funds. The value of a mutual fund may change every day, reflecting changes in interest rates, economic conditions, and market and company news. Therefore, when you redeem your units in a mutual fund, you may receive less than the full amount you originally invested. The full amount of your investment in a mutual fund is not guaranteed and the Funds do not guarantee your principal or any level of income at any point including before or after the "target date" for the PH&N LifeTime Funds. Unlike bank accounts or guaranteed investment certificates ("GICs"), mutual fund units are not covered by the Canada Deposit Insurance Corporation or any other government deposit insurer.

One risk of a mutual fund is that, in exceptional circumstances, the fund manager may not accept requests to redeem units of the fund, or the delivery of your redemption proceeds may be delayed. These circumstances in the context of the Funds are explained under the heading *Purchases, switches and redemptions* on page 119.

Mutual funds own different types of investments, depending on their investment objectives. The principal risks associated with a mutual fund are the same risks that affect the value of the investments held by that fund.

The total effect of the different types of risk is measured by volatility. Volatility measures how variable the value of a fund is relative to its average return. The value of some funds will change very little over time while others will change substantially.

It is very important that you be aware of the risks associated with the different funds you invest in, their relative return over time and their volatility.

Specific risks in respect of the Funds

The value of mutual funds, like the Funds, can change from day to day because the value of the securities in which they invest can be affected by changes in interest rates, the economy, financial markets or company news. As a result, when you redeem your mutual fund units, they may be worth more or less than when you bought them.

The risks outlined below are some of the most common risks associated with investing in the Funds, with the specific risks being enumerated under each Fund description in the section *Specific information about each of the Funds described in this Simplified Prospectus* beginning on page 10. Any reference to a Fund in this section is intended to also refer to the securities of the Underlying Funds that a Fund may invest in.

The specific risks that may be associated with investing in the Funds are described below in alphabetical order.

Capital erosion risk

If markets fell substantially and did not recover for a significant period, the net asset value of a mutual fund like one of the Funds would likely drop in line with the market decline. A long-term decline in net asset value may force us to temporarily reduce distributions in an attempt to return the net asset value closer to the initial unit price to avoid a significant erosion of capital and a long-term effect on the Fund's ability to generate income. Erosion of capital may also occur during the year if distributions of a particular series exceed a mutual fund's income for that series.

Concentration risk

There are risks associated with any mutual fund like one of the Funds that concentrates its investments in a particular issuer or issuers. Concentrating investments allows a mutual fund to focus on a particular issuer's potential, but it also means that the value of the mutual fund tends to be more volatile than the value of a more diversified fund because the concentrated fund's value is affected more by the performance of that particular issuer.

Credit risk

Credit risk is the possibility that a borrower or issuer, or the counterparty to a derivatives contract, repurchase agreement or reverse repurchase agreement, is unable or unwilling to repay the loan, obligation or interest payment, either on time or at all. A mutual fund like one of the Funds can lose money if the borrower or the issuer of a bond or other fixed-income security can't pay interest or repay principal when it's due.

The debt securities issued by companies, governments and special purpose vehicles (such as vehicles that issue asset-backed securities or mortgage-backed securities) that act as a counterparty or borrow money are often rated by specialized rating agencies. Debt securities issued by companies or governments in emerging markets often have higher credit risk (lower rated debt), while debt securities issued by well-established companies or by governments of developed countries tend to have lower credit risk (higher rated debt). A downgrade in an issuer's credit rating or other adverse news regarding an issuer can influence a debt security's market value. There is no guarantee that third-party credit ratings represent an accurate assessment of the risk of owning a particular issuer's securities. If a rating agency has given a higher rating to an issuer's securities than those securities inherently deserve, the value of the securities may decrease substantially as the market becomes aware of the issuer's true risk. Other factors can also influence a debt security's market value or the ability of an issuer to pay interest or repay principal when due, such as a change in the market perception of the creditworthiness of the security, the parties involved in structuring the security, and the underlying assets or collateral, if any. Lower rated and unrated debt instruments generally offer a better return than higher grade debt instruments but have the potential for substantial loss. Funds that invest in companies or markets with higher credit risk tend to be more volatile in the short term. However, they may offer the potential of higher returns over the long term.

A credit spread is the difference between interest rates payable on an issuer's fixed-income security and a government-issued fixed-income security that are as identical as possible except for the credit rating. If the market determines that a higher return is necessary to compensate for the higher risk of a lower rated fixed-income security, the credit spread will increase. If a credit spread increases after the purchase of a fixed-income security, the value of that security will decrease.

Currency risk

Most Canadian mutual funds are valued in Canadian dollars. However, mutual funds, like the Funds, that purchase foreign securities may be required to pay for such securities using a foreign currency and receive a foreign currency when they sell them. Such mutual funds may also purchase foreign currencies as investments. As a result, changes in the value of the Canadian dollar compared to foreign currencies will affect the value, in Canadian dollars, of any foreign securities or foreign currencies in a mutual fund. For example, if the Canadian dollar rises relative to the U.S. dollar, a fund's U.S. holdings will be worth fewer Canadian dollars. This decline in value may reduce, or even eliminate, any return the mutual fund has earned. Currency exposure may increase the volatility of foreign investments relative to Canadian investments. Some mutual funds may hedge (protect against) the risk of changes in foreign currency exchange rates of the underlying assets of the mutual fund.

For mutual funds denominated in U.S. dollars

The Canada Revenue Agency ("CRA") requires that capital gains and losses be reported in Canadian dollars. As a result, when you redeem units in a U.S.-dollar-denominated mutual fund, you need to calculate gains or losses based on the Canadian dollar value of your units when they were purchased and when they were sold. Additionally, although U.S.-dollar-denominated mutual funds distribute any income in U.S. dollars, it must be reported in Canadian dollars for Canadian tax purposes. Consequently, all investment income will be reported to you in Canadian dollars for income tax purposes.

In each of the cases above, changes in the value of the Canadian dollar relative to the U.S. dollar may affect your income tax payable. You may want to consult your tax advisor.

Cyber security risk

As the use of technology has become more prevalent in the course of business, mutual funds, like the Funds, have become potentially more susceptible to operational risks through breaches in cyber security. A breach in cyber security refers to both intentional and unintentional events that may cause a Fund to lose proprietary information or other information subject to privacy laws, suffer data corruption, or lose operational capacity. This in turn could cause a Fund to incur regulatory penalties, reputational damage, additional compliance costs associated with corrective measures, and/or financial loss. Cyber security breaches may involve unauthorized access to a Fund's digital information systems (e.g. through "hacking" or malicious software coding), but may also result from outside attacks such as denial-of-service attacks (i.e. efforts to make network services unavailable to intended users). In addition, cyber security breaches of a Fund's third-party service providers (e.g. administrators, transfer agents, custodians and sub-advisors) or of issuers that a Fund invests in can also subject a Fund to many of the same risks associated with direct cyber security breaches. Like with operational risk in general, the Funds have established risk management systems designed to reduce the risks associated with cyber security. However, there is no guarantee that such efforts will succeed, especially since the Funds do not directly control the cyber security systems of issuers or third-party service providers.

Derivatives risk

A derivative is a type of investment whose value is derived from the performance of other investments or from the movement of interest rates, exchange rates or market indices.

Certain mutual funds, like the Funds, may use derivatives as permitted by the Canadian Securities Administrators as long as their use is compatible with the individual Fund's investment objectives. **A Fund cannot use derivatives for speculative trading or to create a portfolio with excess leverage.** If a Fund uses derivatives, securities regulations require that the Fund hold enough assets or cash to cover its commitments in the derivative contracts. This limits the amount of losses that could result from the use of derivatives.

There are many different types of derivatives – they usually take the form of a contract to buy or sell a specific commodity, currency, stock or market index.

The most common types of derivatives are:

› a futures or forward contract – these are agreements made today to buy or sell a particular currency, security or market index on a specific day in the future at a specified price;

› an option contract – these are agreements that give the buyer the right, but not the obligation, to buy or sell certain securities within a certain time period, at a specified price; and

› a swap agreement – these are negotiated contracts between parties agreeing to exchange payments based on returns of different investments. Interest rate swaps are a common type of swap agreement. Interest rate swaps are often structured so that Party A agrees to pay Party B a fixed amount based on a pre-set interest rate. In return, Party B agrees to pay Party A a floating amount based on a reference rate such as bankers acceptances or the London Interbank Offered Rate ("LIBOR").

Derivatives have their own special risks. Here are some of the common ones:

- Using derivatives for hedging may not always work and it could limit a mutual fund's potential to make a gain.
- Using derivatives for non-hedging does not protect a mutual fund from a decline in the value of the underlying security, currency or market for which the derivative is a substitute.
- Costs relating to entering into, maintaining and unwinding derivatives contracts may reduce the returns of a mutual fund.
- The price of a derivative may not accurately reflect the value of the underlying currency or security.
- There is no guarantee that a mutual fund can close out a derivative contract when it wants to. If, for example, a stock exchange imposes trading limits, it could affect the ability of a mutual fund to close out its position in derivatives. This type of event could prevent a mutual fund from making a profit or limiting its losses.
- Derivatives traded on foreign markets may be harder to trade and have higher credit risks than derivatives traded in North America.
- The other party to a derivative contract, known as the counterparty, may not be able to meet its obligation to complete the transaction. In general, credit ratings are relied on as indications of the ability of the other party to live up to its agreement. In the event of the bankruptcy or insolvency of the counterparty, collateral posted by the mutual fund to secure obligations of the fund pursuant to derivatives contracts may be difficult to recover. During the recovery process, the collateral posted may fluctuate in value.

Foreign investment risk

Foreign investments are affected by global economic factors. There is often less information available about foreign companies and many countries have less stringent accounting, auditing and reporting standards than we do in Canada, or lower standards of government supervision and regulation. Some foreign stock markets have less trading volume, which may make it more difficult to sell an investment or may make prices more volatile. Certain countries may also have foreign investment or exchange laws that make it difficult to sell an investment or may impose withholding or other taxes that could reduce the return on the investment. Different financial, political and social factors could hurt the value of foreign investments. Investments in foreign markets may be subject to change in currency exchange rates, the imposition of taxes or the expropriation of assets. A mutual fund like one of the Funds that specializes in foreign investments may experience larger or more frequent price changes in the short term. The risks of foreign investments are generally higher in emerging markets.

Income trust risk

Income trusts generally hold debt and/or equity securities of an underlying active business or are entitled to receive a royalty on revenues generated by such a business. To the extent that an underlying business is susceptible to industry risks, interest rate fluctuations, commodity prices and other economic factors, investment returns from an income trust may be similarly affected. Although distributions and returns are neither fixed nor guaranteed, income trusts are structured in part to provide a constant stream of income to investors. As a result, an investment in an income trust may be subject to interest rate risk. There is also a remote risk that where claims against an income trust are not satisfied by that trust, investors in that trust could be held liable for any outstanding obligations.

Interest rate risk

If a mutual fund, like one of the Funds, invests primarily in bonds and other fixed-income securities, a significant influence on the mutual fund's value will be changes in the general level of interest rates. If interest rates fall, the value of the mutual fund's units will tend to rise. If interest rates rise, the value of the mutual fund's units will tend to fall. Depending on a mutual fund's holdings, short-term interest rates can have a different influence on a mutual fund's value than long-term interest rates. If a mutual fund like one of the Funds invests primarily in bonds and other fixed-income securities with longer-term maturities, the biggest influence on the mutual fund's value will be changes in the general level of long-term interest rates. If a mutual fund invests primarily in bonds and other fixed-income securities with shorter-term maturities, the biggest influence on the mutual fund's value will be changes in the general level of shorter-term interest rates. If you are seeking current income, you should be aware that the level of interest income from a money market fund will fluctuate as short-term interest rates vary.

Large investor risk

The securities of a mutual fund like one of the Funds, including an Underlying Fund, may be held in significant percentages by an investor, including another mutual fund. In order to meet purchase and redemption requests by the investor, the mutual fund may have to alter its holdings significantly and purchase or sell investments at unfavourable prices and incur capital gains and transaction costs. This can reduce the returns of the mutual fund. The Fund descriptions disclose if any investor held units representing a significant percentage (more than 10%) of the net asset value of a Fund as at May 29, 2020.

If a Fund experiences a "loss restriction event": (i) the Fund will be deemed to have a year-end for tax purposes; and (ii) the Fund will become subject to the loss restriction rules generally applicable to corporations that experience an acquisition of control, including a deemed realization of any unrealized capital losses and restrictions on their ability to carry forward losses. Generally, a Fund will be subject to a loss restriction event when a person becomes a "majority-interest beneficiary" of the Fund, or a group of persons becomes a "majority-interest group of beneficiaries" of the Fund, as those terms are defined in the affiliated persons rules contained in the *Income Tax Act* (Canada) (the "Tax Act"), with appropriate modifications. Generally, a majority-interest beneficiary of a Fund will be a beneficiary who, together with the beneficial interests of persons and partnerships with whom the beneficiary is affiliated, has a fair market value that is greater than 50% of the fair market value of all the interests in the income or capital, respectively, in the Fund. Generally, a person is deemed not to become a majority-interest beneficiary, and a group of persons is deemed not to become a majority-interest group of beneficiaries, of a Fund if the Fund meets certain investment requirements and qualifies as an "investment fund" under the rules.

Liquidity risk

Liquidity refers to the speed and ease with which an asset can be sold and converted into cash. Most securities owned by mutual funds like one of the Funds can be sold easily and at a fair price. Under certain circumstances, such as in periods of sudden interest rate changes and/or market disruptions, an issuer default or a foreign jurisdiction holiday, certain securities may become less liquid, which means they cannot be sold as quickly or easily. Some securities may be illiquid because of legal restrictions, the nature of the investment, or certain features like guarantees or a lack of buyers interested in the particular security or market. The absence of liquidity may result in securities sold at a loss or reduced return for a Fund.

Market risk

Market risk is the risk of being invested in the equity and fixed-income markets. The market value of a mutual fund's investments will rise and fall based on specific issuer developments and broader equity or fixed-income market conditions. Market value will also vary with changes in the general economic and financial conditions in countries or sectors in which the investments are based (whether as a result of political, social, environmental or health crises, or otherwise).

Multiple series risk

Most of the Funds are available for purchase in more than one series of units. Each series has its own fees and expenses, which are tracked separately. Those expenses will be deducted in calculating the unit value for that series, thereby reducing its unit value. If one series is unable to pay its expenses or liabilities, the assets of the other series will be used to pay those expenses or liabilities. As a result, the unit price of the other series may also be reduced. Please see *Purchases, switches and redemptions* on page 119 and *Fees and expenses* on page 126 for more information regarding each series and how its unit value is calculated.

Securities lending, repurchase and reverse repurchase risk

There are risks associated with securities lending transactions, repurchase transactions and reverse repurchase transactions. The value of securities loaned under a securities lending transaction or sold under a repurchase transaction may exceed the value of the collateral held by a mutual fund like one of the Funds. If there is a default on an obligation to repay or resell the securities to the mutual fund, the collateral may be insufficient to enable the mutual fund to purchase replacement securities and the mutual fund may suffer a loss for the difference and/or experience delays in receiving payment. Similarly, the value of securities purchased by a mutual fund under a reverse repurchase transaction may decline below the amount of cash paid by the mutual fund. If there is a default on an obligation to repurchase the securities from the mutual fund, the mutual fund may need to sell the securities for a lower price and suffer a loss for the difference.

For more information about how the Funds may engage in these transactions, please see the section called *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

Small capitalization risk

Securities of small capitalization companies tend to be traded less frequently and in smaller volumes than those of large capitalization companies. As a result, the prices of shares of small cap companies tend to be less stable than those of large cap companies. Their value may rise and fall more sharply than other securities, and they may be more difficult to buy and sell.

Specialization risk

Some mutual funds specialize by investing in a particular sector of the economy or part of the world or by using a specific investment style or approach, like growth, value or socially responsible investing. Specialization allows a mutual fund like one of the Funds to focus on a specific investment approach, which can boost returns if the particular sector, country or investment style is in favour. However, if the particular sector, country or investment style is out of favour, the value of the mutual fund may underperform relative to less specialized investments. Mutual funds that specialize tend to be less diversified but may add diversification benefits to portfolios that do not otherwise have exposure to this specialization.

Target date funds risk

The LifeTime Funds are not intended to be a complete solution for an investor's retirement income needs. Investors must weigh several factors when considering investing in the LifeTime Funds, including how much an investor will need, how long the investor will need it for, and what other sources of income the investor will have.

While the LifeTime Funds adjust their asset mix relative to their target date, diversification and strategic asset allocation do not guarantee profit or protect against loss in declining markets. All investments, including an investment in the LifeTime Funds, carry some level of risk, including the potential loss of principal invested. Further, the investments of the LifeTime Funds do not typically grow at an even rate of return and may experience negative growth. As with any type of portfolio structuring, attempting to reduce risk and increase return could, at certain times, unintentionally reduce returns.

Please see *The PH&N LifeTime Funds* on page 10, as well as each LifeTime Fund's *Fund details* for a full explanation of the investment strategy followed by each LifeTime Fund.

Transaction cost risk

The asset allocation process used by the Underlying Funds may result in additional transaction costs. This process can have an adverse effect on the performance of the Underlying Fund during periods of increased equity market volatility. In addition, the investment strategy used by the Underlying Fund may result in the Underlying Fund having a higher portfolio turnover rate. Portfolio turnover refers to the frequency of portfolio transactions and the percentage of portfolio assets being bought and sold during the year, which may increase overall costs.

Organization and management of the Funds

Manager RBC Global Asset Management Inc. Head Office 155 Wellington St. W., Suite 2200 Toronto, Ontario M5V 3K7 Phillips, Hager & North Investment Management* Main Operating Office 20th Floor, 200 Burrard Street Vancouver, British Columbia V6C 3N5	RBC GAM is the manager and principal portfolio manager of the Funds. Phillips, Hager & North Investment Management is a division of RBC GAM principally responsible for carrying out RBC GAM's responsibilities as manager and principal portfolio manager of the Funds. Phillips, Hager & North has its main operating office in Vancouver, British Columbia. RBC GAM is an indirect wholly-owned subsidiary of Royal Bank. As manager, RBC GAM manages the overall business and operations of the Funds. The Funds may invest in units of other investment funds managed by RBC GAM or its affiliates or associates. We provide investment counselling services to company pension and multi-employer pension plans, foundations, endowments, corporations, private clients and our own investment funds. We will not vote units of other investment funds managed by RBC GAM or its affiliates or associates held by the Funds. However, we may pass on the right to vote units of other investment funds managed by RBC GAM or its affiliates or associates to unitholders of the Funds that hold such units.

Portfolio Manager and Sub-Advisors – Phillips, Hager & North investment funds RBC Global Asset Management Inc. Head Office 155 Wellington St. W., Suite 2200 Toronto, Ontario M5V 3K7 Phillips, Hager & North Investment Management* Main Operating Office Vancouver, British Columbia	As principal portfolio manager, RBC GAM manages the investment portfolios of the Funds directly or through sub-advisors. RBC Global Asset Management (UK) Limited ("RBC GAM UK") is the sub-advisor with respect to the Overseas Equity Fund and the Global Equity Fund. 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. RBC GAM is affiliated with RBC GAM UK and RBC GAM U.S. The fees for RBC GAM's sub-advisors are paid by RBC GAM and not the Funds. RBC GAM is ultimately responsible for the advice provided to the Funds even if it is provided through a sub-advisor. You may have difficulty in enforcing any legal rights against RBC GAM UK and RBC GAM U.S. because RBC GAM UK and RBC GAM U.S. are resident outside Canada and all or a substantial portion of their respective assets are situated outside Canada.
Principal Distributors Phillips, Hager & North Investment Funds Ltd. Vancouver, British Columbia RBC Global Asset Management Inc. Toronto, Ontario Phillips, Hager & North Investment Management* Main Operating Office Vancouver, British Columbia	Phillips, Hager & North Investment Funds Ltd., a wholly-owned subsidiary of RBC GAM, acts as the principal distributor of Series D units of the Funds. RBC GAM acts as principal distributor for all series of the Funds except for Series D. As principal distributors, Phillips, Hager & North Investment Funds Ltd. and RBC GAM are responsible for marketing and distributing units of the applicable Funds where permitted under applicable securities laws. You can buy Series D units of the Funds through Phillips, Hager & North Investment Funds Ltd., in all Canadian provinces and territories. In addition, you can buy units of the Funds directly through RBC GAM where permitted under applicable securities laws. Series A, Advisor Series, Series T5, Series H, Series D, Series F, Series FT5 and Series I units of the Funds are also available for purchase through other authorized dealers in all Canadian provinces and territories.
Trustee and Custodian RBC Investor Services Trust Toronto, Ontario	As trustee, RBC Investor Services Trust ("RBC IS") holds title to securities owned by each Fund on behalf of its unitholders with responsibility to act in the best interest of unitholders. As custodian, RBC IS holds the Funds' cash and investments in safekeeping on behalf of the Funds. RBC IS is a wholly-owned subsidiary of Royal Bank and an affiliate of RBC GAM.
Registrars RBC Global Asset Management Inc. Vancouver, British Columbia RBC Investor Services Trust Toronto, Ontario Royal Bank of Canada, Montréal, Québec	The registrars process all the purchases and redemptions of units of the Funds, keep a register of all investors, and issue investor statements and annual tax slips for investors.
Auditor Pricewaterhouse Coopers LLP, Chartered Professional Accountants Toronto, Ontario	As auditor, Pricewaterhouse Coopers LLP, Chartered Professional Accountants, provides assurance that the Funds' annual financial statements present fairly, in all material respects, their financial position and results of operations in accordance with International Financial Reporting Standards.
Securities Lending Agent RBC Investor Services Trust Toronto, Ontario	The securities lending agent acts on behalf of the Funds in administering the securities lending transactions entered into by a Fund.

Independent Review Committee	The Independent Review Committee ("IRC") acts as the independent review committee that the Funds are required to have under Canadian securities laws. The IRC reviews and provides input on conflict of interest matters in respect of RBC GAM and the Funds. The IRC is composed of five members and each is independent from RBC GAM, the Funds and entities related to RBC GAM. The IRC prepares, at least annually, a report of its activities for you, which is available on our website at *www.rbcgam.com* or at your request and at no cost by calling us toll-free, for the Pension Trusts, at 1-855-408-6111 and for all other Funds, at 1-800-661-6141 or by emailing us, for the Pension Trusts, at *institutions@phn.com* and, for all other Funds, at *info@phn.com*. Additional information about fund governance and the IRC, including the names of its members, is available in the Funds' Annual Information Form. In certain circumstances, the IRC has been permitted under securities legislation to approve a fund merger or a change of auditor instead of obtaining unitholder approval. In these circumstances, you will receive written notice of any proposed fund merger or change of auditor at least 60 days prior to the effective date of any such merger or change of auditor.

* Phillips, Hager & North Investment Management is a division of RBC GAM that is principally responsible for carrying out RBC GAM's responsibilities as manager and principal portfolio manager of the Funds.

Specific information about each of the Funds described in this Simplified Prospectus

Introduction

This section provides additional information that will help you to better understand the description of each of the Funds that appears on the following pages.

The PH&N LifeTime Funds

The PH&N LifeTime Funds are a group of mutual funds that use a dynamic asset mix or "glidepath" that adjusts the asset mix of each PH&N LifeTime Fund relative to a target date indicated in the name of each PH&N LifeTime Fund. Each target date is intended to reflect the proposed retirement year of a "model" investor. When the investment horizon for the PH&N LifeTime Fund is long (i.e. the target date is well into the future), the PH&N LifeTime Fund invests in securities with the aim of earning a higher return. This is generally referred to as the "accumulation phase" because investors are typically in the process of accumulating assets at this point in their investment horizon. When the investment horizon is short for the PH&N LifeTime Fund (i.e. the target date is nearing or has passed), asset protection takes precedence over returns and the asset mix of each PH&N LifeTime Fund becomes more conservative. The retirement period following the target date is referred to as the "decumulation phase" because it is expected that investors start drawing on their assets or the income produced by their assets during this phase.

A unique feature of the PH&N LifeTime Funds is that the glidepath and investment portfolio of the PH&N LifeTime Funds has been designed using liability-driven investment concepts that take into consideration both the accumulation of assets (investor contributions) and the typical liability stream associated with an investor's retirement (i.e. an investor's retirement income needs). The glidepath is designed to reduce the expected volatility of the real (after inflation) spending power that income from the PH&N LifeTime Funds will generate in the investor's retirement period, consisting of the 25-year period following the applicable target date. We intend to terminate each PH&N LifeTime Fund 25 years after it has reached its applicable target date. Unitholders of the applicable PH&N LifeTime Fund will receive at least 60 days' notice of the termination date, at which time unitholders will be advised of the process of switching or redeeming their units of the applicable PH&N LifeTime Fund.

The glidepath was developed using a number of randomly generated variable economic scenarios for a model investor (the parameters of which are set out below), which included inflation, real interest rates and equity returns. The points on the glidepath were then adjusted to maximize, on a risk-adjusted basis, a model investor's wealth at the time of death, while targeting a required inflation-adjusted retirement drawdown.

In an effort to design a glidepath that is appropriate for a wide range of investors, it was necessary to make certain assumptions about the model investor. These assumptions influence the structure of the glidepath. Actual investors will have different characteristics when compared to the model investor. Some of the key assumptions we made about the model investor include the following:

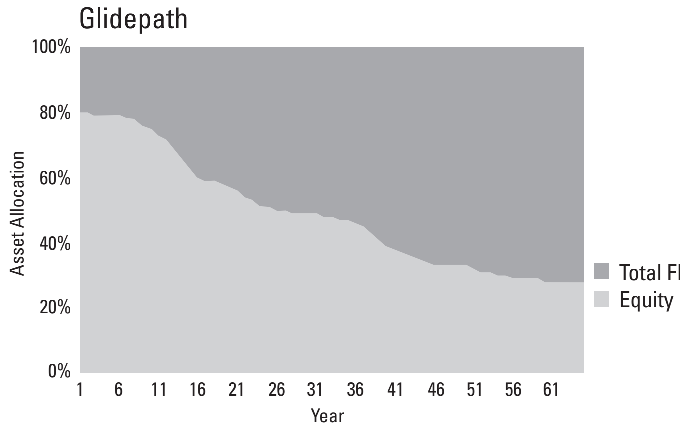
- the model investor begins investing at age 21 and no longer draws on retirement savings after age 86;
- the model investor is employed for 40 years, beginning at age 21;
- annual contributions are made to the applicable PH&N LifeTime Fund which are equal to 10% of the model investor's before tax salary; and
- the model investor seeks a reasonable inflation adjusted level of income replacement, based on the model investor's final pay level, less certain assumed government benefits.

Various other assumptions, including assumed salary changes, are factored into glidepath design as well.

Each PH&N LifeTime Fund will become more conservative over time with the fixed-income allocations increasing as the PH&N LifeTime Fund reaches its target date and the period following its target date. Throughout the life of each PH&N LifeTime Fund, the fixed-income allocations for each PH&N LifeTime Fund are constructed using traditional asset liability matching principles, with the goal of more closely matching the real duration of the fixed-income allocation with liabilities of the model investor at different stages in the model investor's lifetime, relative to the applicable target date. The fixed-income allocation is achieved through the use of the following fixed-income portfolios or funds, blended to match the term structure and duration of the investor's liabilities (or future real income streams) over the course of the glidepath:

- The "accumulation phase" where the asset mix has a higher equity weighting and the fixed-income portfolio has a high allocation to long real return bonds, with a longer duration, to match long duration of investor liabilities.
- The "transition phase" where the asset mix has a more moderate equity weighting and the fixed-income portfolio has a high allocation to real return bonds, with a medium duration, to match shorter real duration of investor liabilities in the later part of the accumulation phase and early part of the decumulation phase.
- The "decumulation phase" where the asset mix has a lower equity weighting and the fixed-income portfolio has a high allocation to nominal bonds, with a shorter duration, to match shorter duration of investor liabilities in the later part of the decumulation phase.

The following graph illustrates a PH&N LifeTime Fund's approximate allocation among equity funds, fixed-income funds and Canadian or U.S. exchange traded funds ("ETFs"), and how the asset glidepath adjusts the asset mix of each fund relative to a target date, which approximates the retirement date of an investor.



Fund details

This table gives you a brief summary of each Fund. It describes what type of mutual fund it is, when it was established and the series of units that the Fund offers. The table also highlights whether units of the Fund are a qualified investment under the Tax Act for registered plans. You will find more information about registered plans on page 133. It also tells you the name of the portfolio sub-advisor, if there is one, and the management fee and administration fee for each series of the Fund.

Investment objectives

This section outlines the investment objectives of each Fund and the type of securities in which the Fund may invest to achieve those investment objectives.

Investment strategies

This section describes the principal investment strategies that the portfolio manager uses to achieve the Fund's investment objectives. It gives you a better understanding of how your money is being managed. The format also allows you to compare more easily how different mutual funds are managed.

This section also highlights:

- any significant investment restrictions adopted by the Fund; and
- the potential use of derivatives and a description of how they will be used.

For details of regulatory relief that the Funds have obtained, please see *Regulatory relief from investment restrictions* on page 13.

What are the risks of investing in the Fund?

Understanding risk and your comfort with risk is an important part of investing. In each of the Fund profiles, the section *What are the risks of investing in the Fund?* highlights the specific risks of each Fund. The risks are listed in the order of relevance for each Fund. You will find general information about the risks of investing and descriptions of each specific risk in *What is a mutual fund and what are the risks of investing in a mutual fund?* on page 3 and *Specific risks in respect of the Funds* on page 4.

Who should invest in this Fund?

In each of the Fund profiles, the section *Who should invest in this Fund?* explains the type of investor for whom the Fund may be suitable. As an investor, the most important part of your financial plan is understanding:

› your objectives – what are you expecting from your investments – income, growth or a balance of the two;

› your investment time horizon – how long are you planning to invest; and

› your risk tolerance – how much volatility in your investment are you willing to accept.

When looking at the risks for each Fund, you should also consider how the Fund will work with your other investment holdings. For instance, if you are considering an aggressive growth fund, it may be too risky if it is your only investment. If you plan on holding it as a portion of your overall portfolio, it may be a good way to increase your potential portfolio returns while limiting the overall risk of the portfolio – benefiting from diversification.

Investment risk classification methodology

The fund risk rating referred to in the section entitled *Who should invest in this Fund?* in each Fund's profile will help you decide, along with your financial advisor, whether a Fund is right for you. This information is only a guide. We determine the risk rating for each Fund in accordance with National Instrument 81-102 – *Investment Funds* ("NI 81-102"). The investment risk level of a Fund is required to be determined in accordance with a standardized risk classification methodology that is based on the historical volatility of the Fund as measured by the 10-year standard deviation of the returns of the Fund. Just as historical performance may not be indicative of future returns, a Fund's historical volatility may not be indicative of its future volatility. You should be aware that other types of risk, both measurable and non-measurable, also exist.

Standard deviation is a statistical measure used to estimate the dispersion of a set of data around the average value of the data. In the context of investment returns, it measures the amount of variability of returns that has historically occurred relative to the average return. The higher the standard deviation, the greater the variability of returns it has experienced in the past.

Using this methodology, we assign a risk rating to each Fund as either low, low to medium, medium, medium to high, or high risk.

› Low – Funds that are rated with a low risk rating are commonly associated with money market funds and Canadian fixed-income funds.

› Low to medium – Funds that are rated with a low to medium risk rating are commonly associated with balanced, higher yielding fixed-income and asset allocation funds.

› Medium – Funds that are rated with a medium risk rating are commonly associated with equity funds investing in large-capitalization companies in developed markets.

› Medium to high – Funds that are rated with a medium to high risk rating are commonly associated with equity funds investing in small-capitalization companies or specific regions or sectors.

› High – Funds that are rated with a high risk rating are commonly associated with equity funds investing in narrow sectors or emerging market countries where there may be substantial risk of loss over short to medium periods.

A Fund's risk rating is determined by calculating its standard deviation for the most recent 10 years using monthly returns and assuming the reinvestment of all income and capital gains distributions in additional units of the Fund. For those Funds that do not have at least 10 years of performance history, we use a reference index that reasonably approximates or, for a newly established Fund, that is reasonably expected to approximate, the standard deviation of the Fund (or in certain cases a highly similar mutual fund managed by us) as a proxy. There may be times when we believe this methodology produces a result that does not reflect a Fund's risk based on other qualitative factors. As a result, we may place the Fund in a higher risk rating category, as appropriate. We review the risk rating for each Fund on an annual basis or if there has been a material change to a Fund's investment objectives or investment strategies.

The methodology that we use to identify the investment risk level of the Funds is available on request, at no cost by calling us toll-free at 1-877-408-6019 or by writing to us at 155 Wellington St. W., Suite 2200, Toronto, Ontario, M5V 3K7.

Fund expenses indirectly borne by investors

The table in the section entitled *Fund expenses indirectly borne by investors* in each Fund's profile provides an example of the costs of investing in each series of a Fund. These costs reflect the management expense ratio of each series of the Fund that is paid out of the Fund's assets. While you do not pay these costs directly, they do lower the Fund's returns. See *Fees and expenses*, *Management fee* and *Administration fee* in the *Fund details* table for each Fund for more information.

The example shows the expenses you would pay if:

› you invested $1,000 in the Fund for the time periods shown;

› the Fund earned 5% each year; and

› the management expense ratio for the Fund remained the same in all periods as it was in the Fund's last financial year.

We cannot provide information regarding fund expenses indirectly borne by investors in respect of a Fund or a series of a Fund that has not completed a financial year or has not been previously distributed under a simplified prospectus.

Regulatory relief from investment restrictions

Subject to the exceptions described below, RBC GAM manages each of the Funds in accordance with the standard mutual fund investment restrictions and practices (the "restrictions") contained in securities legislation, including NI 81-102 and National Instrument 81-107 – *Independent Review Committee for Investment Funds*. The restrictions are designed in part to ensure that the investments of the Funds are diversified and relatively liquid and to ensure the proper administration of the Funds. The exceptions applicable to all Funds described below may only be relied upon by a Fund where compatible with the investment objectives of the Fund. Additional information about the exemptive relief described below, and other types of transactions with related parties that the Funds are permitted to engage in, is contained in the Funds' Annual Information Form under the heading *Investment restrictions*.

A Fund, other than a money market fund, is permitted to:

› use additional portfolio assets to those contemplated under NI 81-102 as cash cover in respect of derivative transactions; and

› use a right or obligation in respect of the underlying interest as cover in respect of derivative transactions, in addition to cash cover.

See *What is a mutual fund and what are the risks of investing in a mutual fund? – Derivatives risk* on page 5 for more information about derivatives risk.

Purchase of debt securities

A Fund is permitted to:

› purchase debt securities of a related issuer which are not traded on an exchange if the purchase is made in the secondary market;

› purchase debt securities from and sell debt securities to related dealers that are principal dealers in the Canadian debt securities market and/or the international debt securities market; and

› purchase and hold debt securities issued by a related party in a primary offering (other than asset-backed commercial paper) with a term to maturity of 365 days or more.

For example, this relief would permit a Fund to purchase debt securities issued by our parent company, Royal Bank, or to purchase debt securities from or sell debt securities to our affiliate, RBC Dominion Securities Inc., acting as principal. Please also refer to the Funds' Annual Information Form for additional information on the exemptions from the restrictions that RBC GAM has obtained.

Related party underwritings

A mutual fund is generally prohibited from investing in a class of securities for which a related dealer has acted as underwriter during the period in which the distribution of those securities is carried out and for 60 days after that distribution (the "Restriction"). However, RBC GAM has obtained relief from the Restriction pursuant to which: (i) a Fund is permitted to purchase equity securities (both on an exchange and on a private placement basis) of issuers in specified jurisdictions; and (ii) a Fund is permitted to purchase debt securities that do not have a "designated rating." The relief orders are subject to conditions, including the approval of the IRC.

For information on the relief obtained by any Underlying Fund, please refer to the simplified prospectus of the Underlying Fund, which is available at *www.rbcgam.com*. Please also refer to the Funds' Annual Information Form for additional information on the exemptions from the restrictions that RBC GAM has obtained.

Purchase of German exchange traded funds

A Fund whose investment objectives and strategies contemplate exposure to European equities is permitted pursuant to exemptive relief to invest in the securities of certain investment funds that are qualified as Undertakings for Collective Investment in Transferable Securities pursuant to the UCITS IV Directive (2009/65/EC), listed on the Frankfurt Stock Exchange and managed by BlackRock Asset Management Deutschland AG ("German ETFs").

Please also refer to the Funds' Annual Information Form for additional information on the exemptions from the restrictions that RBC GAM has obtained.

Purchase of United Kingdom listed exchange traded funds

A Fund is permitted pursuant to exemptive relief to invest in the securities of certain investment funds that are qualified as Undertakings for Collective Investment in Transferable Securities pursuant to the UCITS IV Directive (2009/65/EC), listed on the London Stock Exchange and managed by BlackRock Asset Management Ireland Limited ("UK Listed ETFs").

Please also refer to the Funds' Annual Information Form for additional information on the exemptions from the restrictions that RBC GAM has obtained.

Purchase of RBC exchange traded funds

Subject to certain conditions, a Fund is permitted pursuant to exemptive relief to:

- purchase a security of an underlying exchange traded fund ("ETF") or enter into a specified derivatives transaction with respect to an underlying ETF even though, immediately after the transaction, more than 10% of the net asset value of the Fund would be invested, directly or indirectly, in the securities of the underlying ETF;
- to purchase securities of an underlying ETF such that, after the purchase, the Fund would hold securities representing more than 10% of: (i) the votes attaching to the outstanding voting securities of the underlying ETF; or (ii) the outstanding equity securities of the underlying ETF;
- invest in exchange-traded mutual funds that are not subject to National Instrument 81-101 – *Mutual Fund Prospectus Disclosure* ("NI 81-101"); and
- pay brokerage commissions in relation to its purchase and sale on a recognized exchange of exchange-traded mutual funds that are managed by RBC GAM or an affiliate of RBC GAM.

Please also refer to the Funds' Annual Information Form for additional information on the exemptions from the restrictions that RBC GAM has obtained.

Currency forward contracts

A Fund is permitted to enter into and maintain a currency forward contract (an "FX Forward Contract") in which a Fund delivers its currency in which it determines its net asset value ("Base Currency") and receives another currency, without the requirement to comply with the cash cover requirements in section 2.8(1)(d) of NI 81-102, provided that (i) the use of FX Forward Contracts is consistent with the fundamental investment objectives and investment strategies of the applicable Fund; (ii) a Fund must not enter into an FX Forward Contract if, immediately after entering into an FX Forward Contract, the aggregate amount of a Fund's Base Currency to be delivered under all FX Forward Contracts ("Aggregate Amount") would exceed the value of the assets held by the Fund that are denominated in its Base Currency ("Base Currency Holdings"); and (iii) if a Fund's Aggregate Amount exceeds at any time the value of its Base Currency Holdings, the Fund must, as quickly as commercially reasonable, take all necessary steps to reduce the Aggregate Amount to an amount that does not exceed the value of its Base Currency Holdings.

Proxy voting

The proxies associated with securities held by the Funds will be voted in accordance with guidelines which seek to enhance long-term shareholder value and which are consistent with leading corporate governance practices. The guidelines are available on our website, *www.rbcgam.com*, or by contacting us at the numbers on the back cover of this Simplified Prospectus.

We may use a third-party firm to assist in evaluating how specific proxies should be voted. We may also delegate the actual voting of proxies to a third-party firm, under strict guidance provided by us.

Portfolio turnover rate

The portfolio turnover rate indicates how actively the Fund's portfolio manager manages the Fund's investments. A portfolio turnover rate of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the year. In any year, the higher a Fund's portfolio turnover rate, the greater the trading costs payable by the Fund and the larger the capital gains distributions may be. There is not necessarily a relationship between a high portfolio turnover rate and the performance of a Fund. For information about the potential tax consequences that a high portfolio turnover rate may have on a Fund and on investors, see the section called *Units held in non-registered accounts* on page 132.

Responsible investment

Responsible investment includes integrating environmental, social and governance ("ESG") factors into the investment decision-making process for the Funds.

RBC GAM believes that the proper disclosure and consideration of ESG risks and opportunities by the companies or countries in which the Funds are invested may enhance the long-term, sustainable performance of those investments. Accordingly, RBC GAM seeks to integrate ESG factors into the investment process when doing so may have a material impact on the investment risk or return. Funds managed by RBC GAM consider a company's ESG factors where material to the investment decision, but ESG factors are not necessarily a part of the fundamental investment objectives of the Fund.

For more information, please see *Our Approach to Responsible Investment*, available on the RBC GAM website at *www.rbcgam.com*, which sets out RBC GAM's overall approach to responsible investment, including how RBC GAM integrates ESG factors throughout its investment process across all asset classes and how RBC GAM works as an active, engaged investor.

How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions

The Funds may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions in accordance with applicable securities legislation. We have agreed to provide at least six months' notice (or as otherwise required by applicable securities legislation) to unitholders prior to commencing these transactions unless disclosure had been provided in the Simplified Prospectus of a Fund that the Fund may participate in such transactions when the Fund first became a reporting issuer.

A securities lending transaction occurs when a Fund lends portfolio securities that it owns to a creditworthy institutional borrower. The borrower promises to return to the Fund, at a later date, an equal number or amount of the same securities and to pay a fee to the Fund for borrowing the securities. The Fund may recall the securities at any time. The borrower provides the Fund with collateral consisting of cash and/or securities or non-cash collateral equal to no less than 102% of the market value of the loaned securities measured each business day. Therefore, the Fund retains exposure to changes in the value of the securities loaned while earning additional income.

A repurchase transaction occurs when a Fund sells portfolio securities that it owns to a creditworthy institution for cash and simultaneously agrees to buy back the securities at a later date not to exceed 30 days. The amount of cash maintained by the Fund for the transaction is at least 102% of the market value of the sold securities measured each business day. The Fund retains its exposure to changes in the value of the sold securities, but also earns additional income for participation in the repurchase transaction.

In securities lending and repurchase transactions, a Fund receives any interest or dividends paid by the issuer of the securities while those securities are held by the other party to the transaction.

A reverse repurchase transaction occurs when a Fund purchases portfolio securities from a creditworthy institution and simultaneously agrees to sell the securities back to the institution at a later date not to exceed 30 days. The difference between the Fund's purchase price for the securities and the resale price may provide the Fund with additional income. The basic purpose is to provide a Fund with short-term investment income for cash held by the Fund.

A Fund will not enter into a securities lending transaction or a repurchase transaction if, immediately thereafter, the aggregate market value of all securities loaned by the Fund and not yet returned to it, or sold by the Fund in repurchase transactions and not yet repurchased, would exceed 50% of the total assets of the Fund (exclusive of collateral held by the Fund for securities lending transactions and cash held by the Fund for repurchase transactions).

RBC IS or another custodian or sub-custodian of the Funds will act as the agent for the Funds in administering the securities lending, repurchase and reverse repurchase transactions of the Funds in accordance with an agency agreement. The risks associated with these transactions will be managed by requiring that the Funds' agent enter into such transactions, including negotiating agreements, with reputable and well-established Canadian and foreign brokers, dealers and institutions ("counterparties"). The agent will maintain internal controls, procedures and records, including a list of approved counterparties based on generally accepted creditworthiness standards, transaction and credit limits for each counterparty, and collateral diversification standards. For further information, see the Funds' Annual Information Form.

Phillips, Hager & North Canadian Money Market Fund

FUND DETAILS			
Type of fund	Canadian money market		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – July 31, 1986	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Canadian Money Market Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	0.65%	0.05%
	Advisor Series	0.65%	0.05%
	Series D	0.50% (decreasing to 0.40% on the net asset value over $200,000,000)	0.05%
	Series F	0.40%	0.05%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide a steady level of current income while preserving capital by investing in a well-diversified portfolio of short-term Canadian money market securities.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest primarily in government or government-guaranteed treasury bills, high-grade corporate notes and asset-backed commercial paper. The average term to maturity of the portfolio is generally 30 days. The Fund is conservatively managed and does not invest in foreign property.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

While it is intended that a constant unit price for the Fund be maintained, there is no guarantee that the unit price will not fluctuate.

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, one investor held 11.6% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking stability of capital, liquidity and current interest income higher than savings account rates; or
- you are planning to hold this investment for the short term and can tolerate low investment risk.

Distribution policy

Net interest income is calculated and allocated to unitholders daily. It is distributed to unitholders monthly, or when units are redeemed. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$5.64	$17.77	$31.15	$70.91
Advisor Series*	$5.64	$17.77	$31.15	$70.91
Series D*	$6.05	$19.06	$33.42	$76.07
Series F*	$5.02	$15.83	$27.75	$63.17
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North $U.S. Money Market Fund

FUND DETAILS			
Type of fund	U.S. money market		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – November 30, 1990	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The $U.S. Money Market Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	0.75%	0.05%
	Advisor Series	0.75%	0.05%
	Series D	0.50%	0.05%
	Series F	0.50%	0.05%
	Series O	–	0.05%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide a steady level of current income while preserving capital by investing primarily in a well-diversified portfolio of short-term Canadian money market securities denominated in U.S. dollars.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest primarily in government or government-guaranteed treasury bills, high-grade corporate notes and asset-backed commercial paper. The average term to maturity of the portfolio is generally 30 days. The Fund is conservatively managed.

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

The Fund may invest a portion of its net asset value in non-Canadian securities where such investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 30% of its net asset value in non-Canadian securities.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

While we intend to maintain a constant price for units of the Fund, there is no guarantee that the price will not fluctuate.

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- currency risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;

› large investor risk; and

› cyber security risk.

As at May 29, 2020, one investor held 17.2% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

› you are seeking stability of capital, liquidity and current interest income higher than savings account rates; or

› you are planning to hold this investment for the short term, can tolerate low investment risk and want an investment denominated in U.S. dollars.

Distribution policy

Net interest income is calculated and allocated to unitholders daily. It is distributed to unitholders monthly or when units are redeemed. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. Net realized capital gains are distributed annually in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. Units of the Fund will be consolidated immediately after each distribution of net realized capital gains so that the distribution does not result in a lower unit price. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$3.90	$12.28	$21.52	$48.99
Advisor Series*	$3.90	$12.28	$21.52	$48.99
Series D*	$4.00	$12.60	$22.09	$50.28
Series F*	$2.77	$8.72	$15.29	$34.81
Series O*	$0.62	$1.94	$3.40	$7.74

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Short Term Bond & Mortgage Fund

FUND DETAILS			
Type of fund	Canadian short-term fixed-income		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – December 31, 1993	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Short Term Bond & Mortgage Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	0.90%	0.05%
	Advisor Series	0.90%	0.05%
	Series D	0.50%	0.05%
	Series F	0.40%	0.05%
	Series O	–	0.05%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide relatively high yields and stability of capital by investing primarily in a well-diversified portfolio of short-term fixed-income securities issued by Canadian governments and corporations, and first mortgages on property located in Canada in accordance with National Policy Statement No. 29 of the Canadian Securities Administrators.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest in high-quality Canadian corporate bonds, government bonds and up to 40% of the Fund's net assets in conventional first mortgages and mortgages guaranteed under the *National Housing Act* (Canada). In addition, we may also invest in asset-backed commercial paper. The Fund maintains an average term to maturity similar to the FTSE Canada Short Term Overall Bond Index.[1]

If the Fund has more than 10% of its portfolio invested in mortgages, National Policy Statement No. 29 of the Canadian Securities Administrators will apply. National Policy Statement No. 29 sets out certain investment restrictions and practices which the Fund must follow and outlines rules for determining the price at which a mortgage is to be acquired and valued. For additional information, please see the Funds' Annual Information Form under the heading *Information about the Phillips, Hager & North Short Term Bond & Mortgage Fund*.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment

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objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 30% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

The Fund's investment strategies involve active and frequent trading of portfolio securities. For more information about the portfolio turnover rate, please refer to that section on page 14.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- liquidity risk;
- currency risk;
- foreign investment risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, two investors held 20.9% and 10.8%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking higher levels of current interest income compared to money market fund investments; or
- you are planning to hold this investment for the short-to-medium term and can tolerate low investment risk.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$10.76	$33.93	$59.47	$135.37
Advisor Series*	$10.76	$33.93	$59.47	$135.37
Series D*	$6.15	$19.39	$33.98	$77.35
Series F*	$5.02	$15.83	$27.75	$63.17
Series O*	$0.51	$1.62	$2.83	$6.45

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Bond Fund

FUND DETAILS			
Type of fund	Canadian fixed-income		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – December 31, 1970	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Bond Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	0.90%	0.05%
	Advisor Series	0.90%	0.05%
	Series D	0.50%[3]	0.05%
	Series F	0.40%	0.05%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

3 We have agreed to absorb additional expenses if the combined fees and expenses of the Fund exceed certain specified limits (as disclosed in the master trust agreement for the Funds).

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide relatively high yields and stability of capital by investing primarily in a well-diversified portfolio of fixed-income securities issued by Canadian governments and corporations.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest primarily in high-quality Canadian corporate bonds and government bonds issued in Canadian or U.S. dollars. In addition, we may also invest in asset-backed commercial paper. The Fund maintains an average term to maturity similar to the FTSE Canada Universe Bond Index.[1]

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 30% of its net asset value in non-Canadian securities.

1 All rights in the "FTSE Canada Universe Bond Index" vest in FTSE Global Debt Capital Markets Inc. FTSE® is a trademark of FTSE International Limited in Canada and is used by FTSE under licence. The Fund is not sponsored, endorsed, sold or promoted by FTSE International Limited or its licensors, and they make no representation, warranty or condition regarding the results to be obtained from the use of the index or the advisability of investing in the Fund.

Phillips, Hager & North Bond Fund

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

The Fund's investment strategies involve active and frequent trading of portfolio securities. For more information about the portfolio turnover rate, please refer to that section on page 14.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- currency risk;
- foreign investment risk;
- liquidity risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, one investor held 17.8% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking higher levels of current interest income compared to money market fund investments; or
- you are planning to hold this investment for the medium-to-long term and can tolerate low investment risk.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$10.76	$33.93	$59.47	$135.37
Advisor Series*	$10.76	$33.93	$59.47	$135.37
Series D*	$6.15	$19.39	$33.98	$77.35
Series F*	$5.02	$15.83	$27.75	$63.17
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Total Return Bond Fund

FUND DETAILS			
Type of fund	Canadian fixed-income		
Date started[1]	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – July 31, 2000	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[2], Series D, Series F and Series O trust units		
Eligibility	The Total Return Bond Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[3]	Administration fee
	Series A	0.90%	0.05%
	Advisor Series	0.90%	0.05%
	Series D	0.50%	0.04%
	Series F	0.40%	0.05%
	Series O	–	0.02%

1 Although the Fund was created in June 2000, we did not offer units for sale under a simplified prospectus until July 2000. Before July 2000, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

2 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

3 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide stability of capital and maximum total return by investing primarily in a well-diversified portfolio of Canadian fixed-income securities and derivatives based on the value of fixed-income instruments.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest primarily in medium- to high-quality corporate and government bonds of Canadian, U.S. and other foreign issuers. In addition, we may also invest in asset-backed commercial paper. The Fund maintains an average term to maturity similar to the FTSE Canada Universe Bond Index.[1]

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 30% of its net asset value in non-Canadian securities.

1 All rights in the "FTSE Canada Universe Bond Index" vest in FTSE Global Debt Capital Markets Inc. FTSE® is a trademark of FTSE International Limited in Canada and is used by FTSE under licence. The Fund is not sponsored, endorsed, sold or promoted by FTSE International Limited or its licensors, and they make no representation, warranty or condition regarding the results to be obtained from the use of the index or the advisability of investing in the Fund.

Phillips, Hager & North Total Return Bond Fund

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

The Fund's investment strategies involve active and frequent trading of portfolio securities. For more information about the portfolio turnover rate, please refer to that section on page 14.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

› interest rate risk;

› credit risk;

› market risk;

› currency risk;

› foreign investment risk;

› derivatives risk;

› multiple series risk;

› securities lending, repurchase and reverse repurchase risk;

› large investor risk; and

› cyber security risk.

As at May 29, 2020, two investors held 28.4% and 13.6%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

› you are seeking high levels of current interest income; or

› you are planning to hold this investment for the medium-to-long term and can tolerate low investment risk.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$10.76	$33.93	$59.47	$135.37
Advisor Series*	$10.76	$33.93	$59.47	$135.37
Series D*	$5.95	$18.74	$32.85	$74.78
Series F*	$5.13	$16.16	$28.32	$64.46
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Inflation-Linked Bond Fund

FUND DETAILS			
Type of fund	Canadian inflation-protected fixed-income		
Date started	Series A – June 30, 2009 Advisor Series – October 31, 2010 Series D – June 30, 2009	Series F – June 30, 2009 Series O – June 30, 2009	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Inflation-Linked Bond Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	0.80%	0.05%
	Advisor Series	0.80%	0.05%
	Series D	0.45%	0.05%
	Series F	0.30%	0.05%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to generate interest income that is hedged against inflation by investing primarily in real return bonds and inflation-linked bonds issued or guaranteed by Canadian and foreign governments and corporations.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest primarily in real return bonds and inflation-linked bonds issued by the Canadian Federal and Provincial governments, the governments of foreign countries and corporations. The Fund may also invest in one or more government securities as permitted by NI 81-102 and asset-backed securities, including mortgage-backed securities. The Fund maintains an average term to maturity similar to the FTSE Canada Real Return Bond Index.[1]

We consider environmental, social and governance (ESG) factors where material to the investment decision.

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The Fund may use derivatives, such as swaps (including interest rate and credit default swaps), options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

Investments in non-Canadian securities are not limited to a specific percentage of the net asset value of the Fund but as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 30% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

Phillips, Hager & North Inflation-Linked Bond Fund

The Fund's investment strategies involve active and frequent trading of portfolio securities. For more information about the portfolio turnover rate, please refer to that section on page 14.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

› interest rate risk;

› credit risk;

› market risk;

› currency risk;

› foreign investment risk;

› derivatives risk;

› multiple series risk;

› securities lending, repurchase and reverse repurchase risk;

› large investor risk; and

› cyber security risk.

As at May 29, 2020, two investors held 16.1% and 10.3%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

In addition, the market value of a real return bond prior to maturity can be negatively affected by rising interest rates. To the extent that these changes in interest rates are caused by change in the expected future inflation rate, the bond will be largely protected. However, interest rates will not necessarily move in lock-step with expected future inflation, and a bond's value may decline as a result of a change in interest rates.

The value of a real return bond at maturity will be negatively affected if there is net deflation at the date of maturity because the face value of the bond will be adjusted downward for deflation.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

› you are seeking a flow of interest income that is linked to inflation; or

› you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

Distribution policy

A distribution of net income is typically made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$9.64	$30.37	$53.24	$121.19
Advisor Series*	$9.64	$30.37	$53.24	$121.19
Series D*	$5.64	$17.77	$31.15	$70.91
Series F*	$3.90	$12.28	$21.52	$48.99
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North High Yield Bond Fund

FUND DETAILS			
Type of fund	High yield fixed-income		
Date started[1, 2]	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – July 31, 2000	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[3], Series D, Series F and Series O trust units		
Eligibility	The High Yield Bond Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[4]	Administration fee
	Series A	1.25%	0.05%
	Advisor Series	1.25%	0.05%
	Series D	0.75%	0.05%
	Series F	0.75%	0.05%
	Series O	–	0.03%

1 Although the Fund was created in June 1998, we did not offer units for sale under a simplified prospectus until July 2000. Before July 2000, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

2 Effective April 17, 2020, units of the High Yield Bond Fund are no longer available for purchase by new investors. Investors who held units of the High Yield Bond Fund on April 17, 2020 can continue to make additional investments into the High Yield Bond Fund. In addition, PH&N may also maintain capacity for certain investors, including investment funds managed by PH&N or its affiliates, that may invest in the High Yield Bond Fund. Please contact us or your dealer for more information.

3 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

4 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide a high level of income and the opportunity for capital appreciation by investing primarily in a well-diversified portfolio of fixed-income securities issued by Canadian and/or foreign corporations and governments.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest primarily in medium quality Canadian and/or foreign corporate bonds, convertible bonds, preferred shares and government bonds issued or traded in Canadian and U.S. dollars. In addition, we may also invest in asset-backed commercial paper. The average term to maturity of the portfolio is managed within strict guidelines, typically between three and 13 years.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

Investments in non-Canadian securities are not limited to a specific percentage of the net asset value of the Fund but as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 70% of its net asset value in non-Canadian securities.

Phillips, Hager & North High Yield Bond Fund

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- currency risk;
- foreign investment risk;
- liquidity risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking high levels of current interest income and the potential for capital appreciation; or
- you are planning to hold this investment for the medium-to-long term and can tolerate low investment risk.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$14.66	$46.21	$80.99	$184.36
Advisor Series*	$14.66	$46.21	$80.99	$184.36
Series D*	$8.92	$28.11	$49.27	$112.16
Series F*	$9.02	$28.44	$49.84	$113.45
Series O*	$0.31	$0.97	$1.70	$3.87

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Long Inflation-linked Bond Fund

FUND DETAILS			
Type of fund	Canadian inflation-protected fixed-income		
Date started	Series O – January 31, 2011		
Type of securities[1]	Series O trust units		
Eligibility	The Long Inflation-linked Bond Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series O	–	0.02%

[1] Another series of units of the Fund exists, but is not offered under this Simplified Prospectus. The rights attached to this other series of units do not affect the rights attached to the series of units offered in this Simplified Prospectus.

[2] No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to generate interest income that is hedged against inflation by investing primarily in longer-term real return bonds and inflation-linked bonds issued or guaranteed by Canadian and foreign governments and corporations.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest primarily in longer-term real return bonds and inflation-linked bonds issued by the Canadian federal and provincial governments, the governments of foreign countries and corporations. The Fund's portfolio will include various longer-term maturities that are intended to match longer-term liabilities and to manage the interest-rate risk of the LifeTime Fund that holds the Fund as part of its portfolio. The Fund may also invest in asset-backed securities, including mortgage-backed securities. The Fund may invest all or a portion of the Fund's assets in one or more government securities as permitted by NI 81-102.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps (including interest rate and credit default swaps), options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

Investments in non-Canadian securities are not limited to a specific percentage of the net asset value of the Fund but as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 30% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the

Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

› interest rate risk;

› credit risk;

› market risk;

› currency risk;

› foreign investment risk;

› derivatives risk;

› securities lending, repurchase and reverse repurchase risk;

› large investor risk; and

› cyber security risk.

As at May 29, 2020, five investors held 31.0%, 21.3%, 19.0%, 12.5% and 10.8%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

In addition, the market value of a real return bond prior to maturity can be negatively affected by rising interest rates. To the extent that these changes in interest rates are caused by change in the expected future inflation rate, the bond will be largely protected. However, interest rates will not necessarily move in lock-step with expected future inflation, and a bond's value may decline as a result of a change in interest rates.

The value of a real return bond at maturity will be negatively affected if there is net deflation at the date of maturity because the face value of the bond will be adjusted downward for deflation.

These and other risks which may apply to the Fund are described under the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

› you are seeking a flow of interest income that is linked to inflation; or

› you are planning to hold this investment for the medium-to-long term and can tolerate medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of the FTSE Canada Real Return Bond Index.

The FTSE Canada Real Return Bond Index tracks the performance of inflation indexed bonds issued in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Monthly Income Fund

FUND DETAILS			
Type of fund	Canadian neutral balanced		
Date started	Series A – December 31, 2009 Advisor Series – October 31, 2010 Series H[1] – July 9, 2012 Series D – December 31, 2009	Series F – December 31, 2009 Series I[1] – July 9, 2012 Series O – April 30, 2010	
Type of securities	Series A, Advisor Series[2], Series H[1], Series D, Series F, Series I[1] and Series O trust units		
Eligibility	The Monthly Income Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[3]**	**Administration fee**
	Series A	1.65%	0.10%
	Advisor Series	1.65%	0.10%
	Series H[1]	1.50%	0.10%
	Series D	0.90%	0.10%
	Series F	0.65%	0.10%
	Series I[1]	0.50%	0.10%
	Series O	–	0.05%

1 Effective June 30, 2016, Series H and Series I units of the Monthly Income Fund are no longer available for purchase by new investors. Investors who held Series H and Series I units of the Monthly Income Fund on June 30, 2016 can continue to make additional investments into the Monthly Income Fund. Please contact us or your dealer for more information.

2 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

3 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide a relatively high monthly income that may consist of dividend income, interest income, realized capital gains and a return of capital, with the potential for modest capital growth, by investing in a well-diversified balanced portfolio of income-producing equity securities, including but not limited to, common shares of Canadian companies that pay dividends and income trusts, and fixed-income securities such as preferred shares, government and corporate bonds, debentures and notes.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we:

› invest primarily in income-producing equity securities such as dividend-paying Canadian common shares and income trusts and fixed-income securities such as preferred shares, government and corporate bonds, debentures and notes, asset-backed commercial paper, mortgage-backed securities and other income-generating securities. The Fund may also invest in convertible bonds and convertible preferred shares;

› employ a strategic asset allocation approach, determining the appropriate asset mix within broad pre-established guidelines for each asset class as set out in the following table:

Asset class	Target weighting
Fixed-income	50%
Equities	50%

› adjust the percentage of the Fund invested in each asset class based on changes in the market outlook for each asset class and manage the allocation so that it will be no more than 15% above or below the target weighting for that asset class.

When selecting fixed-income securities, we seek securities that offer an above-average current income yield.

When selecting equity securities, we focus on securities that offer an above-average dividend yield or have prospects of paying or growing their dividends.

As a way to generate additional income yield, the Fund may invest in non-investment grade corporate debt (rated below BBB- or not rated).

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 35% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- currency risk;
- foreign investment risk;
- capital erosion risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking a source of consistent monthly income with the potential for modest capital gains;
- you are seeking less volatility than a typical all-stock portfolio and higher potential for growth than a typical all-bond portfolio; or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

Distribution policy

This Fund intends to make monthly distributions. The dollar amount of your monthly distribution is reset at the beginning of each calendar year. It is a factor of the Fund's payout rate (which is expected to remain at or about 5%), the net asset value per unit as of the end of the previous calendar year, and the number of units of the Fund you own at the time of the distribution. Although not expected, the monthly distribution may be adjusted during the year, without prior notification, if capital market conditions have affected or are expected to affect the Fund's ability to maintain the payout rate. You can get information on the current monthly distribution amount from our website at *www.rbcgam.com*.

If the regular monthly distributions are less than the Fund's net income and net realized capital gains for the year, we will make an additional distribution of net income and/or net realized capital gains in December. These additional year-end distributions will be reinvested in units of the Fund even if you have elected to receive your monthly distributions in cash.

If the regular monthly distributions exceed the Fund's net income and net capital gains for the year, the excess distributions will be treated as a return of capital. Return of capital represents a return to the investor of a portion of their own invested capital. This excess amount will not be taxable to you in the year of receipt. The part of the distribution that is a return of capital will reduce the adjusted cost base of your units. If you hold your units in a non-registered account and if you receive your distributions in cash rather than having them reinvested in new units, the amount of the reduction in your adjusted cost base will generally be realized as a larger capital gain (or reduced capital loss) in the year in which you redeem your units.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash (except the additional year-end distributions referred to above which will always be reinvested in units even if you have elected to receive your monthly distributions in cash). For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.68	$62.04	$108.74	$247.53
Advisor Series*	$19.68	$62.04	$108.74	$247.53
Series H*	$17.94	$56.55	$99.12	$225.62
Series D*	$11.17	$35.22	$61.74	$140.53
Series F*	$8.41	$26.50	$46.44	$105.72
Series I*	$6.66	$21.00	$36.81	$83.80
Series O*	$0.62	$1.94	$3.40	$7.74

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Balanced Fund

FUND DETAILS			
Type of fund	Global neutral balanced		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – September 30, 1991	Series F – December 31, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Balanced Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	1.75%	0.04%
	Advisor Series	1.75%	0.04%
	Series D	0.75%	0.04%
	Series F	0.75%	0.04%
	Series O	–	0.01%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth and income by investing primarily in a well-diversified, balanced portfolio of Canadian common stocks, bonds and money market securities. The Fund also holds a portion of its assets in foreign common stock.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest a significant portion or even all of the net asset value of the Fund in other funds managed by RBC GAM. We will only invest in units of other funds where the investment is consistent with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws. For example, as at the date of this Simplified Prospectus, we intend to invest approximately 100% of the Fund's net asset value in units of other funds managed by RBC GAM. However, in the future we may not make these investments or may elect to make investments in other funds.

We do not typically make large shifts in the Fund's asset mix. Our investment philosophy is based on three principles:

- investments in high-quality common stocks represent an effective vehicle for creating wealth over the long term;
- wealth preservation and income objectives can be met by balancing common stock and fixed-income investments; and
- the cyclical nature of markets requires the timely adjustment of the mix of common stock and fixed-income investments to achieve superior investment results.

We employ a strategic asset allocation approach, determining the appropriate asset mix within broad pre-established guidelines for each asset class as set out in the following table:

Asset class	Target weighting
Fixed-income	40%
Canadian equities	20%
Global equities	36%
Emerging markets equities	4%

The percentages specified above are target weightings for each asset class. We will manage the allocation so that it will be no more than 15% above or below the target weighting for the fixed-income asset class, and no more than 10% above or below the target weighting for the Canadian equities, global equities and emerging markets equities asset classes.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 50% of its net asset value in non-Canadian securities.

The Fund has received exemptive relief to invest in German ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single German ETF and up to 20% of its net asset value in securities issued by German ETFs in aggregate.

The Fund has received exemptive relief to invest in UK Listed ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single UK Listed ETF and up to 20% of its net asset value in securities issued by UK Listed ETFs in aggregate.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 35.7%, 31.0% and 29.9% of the net asset value of the Fund was invested in units of the Bond Fund, the Canadian Equity Underlying Fund and the RBC Global Equity Focus Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking less volatility than a typical all-stock portfolio and higher potential for growth than a typical all-bond portfolio; or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Phillips, Hager & North Balanced Fund

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$20.19	$63.66	$111.58	$253.98
Advisor Series*	$20.19	$63.66	$111.58	$253.98
Series D*	$9.02	$28.44	$49.84	$113.45
Series F*	$9.12	$28.76	$50.41	$114.74
Series O*	$0.41	$1.29	$2.27	$5.16

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Dividend Income Fund

FUND DETAILS			
Type of fund	Canadian dividend & income equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – June 30, 1977	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Dividend Income Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.06%
	Series F	0.60%	0.10%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth and income by investing primarily in a well-diversified portfolio of dividend income-producing Canadian securities that have a relatively high yield.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we invest primarily in Canadian common shares that pay dividends or have prospects of paying or growing their dividends and, to a lesser extent, preferred shares and bonds.

When selecting companies to invest in, we generally focus on securities which offer an attractive current yield combined with the following characteristics:

- superior management;
- industry leadership;
- a high level of profitability relative to others in that industry;
- a sound financial position;
- strong earnings and dividend growth; and
- a reasonable valuation.

We do not use market or industry sector timing strategies. Instead, when we select securities, we look for those with attractive valuations relative to their longer-term growth prospects. While we constantly monitor the liquidity levels of the Fund to ensure that adequate cash is available to meet anticipated demands, generally the Fund will be fully invested. Because of its focus on dividend-paying securities, the Fund will typically be invested in relatively mature, yet growing businesses, and as such will not have exposure to early stage growth companies, companies which require high levels of capital expenditures or companies with high rates of internal reinvestment. As a result, the Fund will typically be under-represented in the small capitalization, resource, technology and communications sectors, as compared to broader equity market indices.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific* *information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 50% of its net asset value in non-Canadian securities.

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you wish to own equity investments that tend to provide somewhat higher current income from dividends; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.17	$60.43	$105.91	$241.09
Advisor Series*	$19.17	$60.43	$105.91	$241.09
Series D*	$10.15	$31.99	$56.07	$127.64
Series F*	$7.79	$24.56	$43.04	$97.98
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Canadian Equity Fund

FUND DETAILS			
Type of fund	Canadian equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – June 30, 1971	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Canadian Equity Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.06%
	Series F	0.60%	0.10%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide significant long-term capital growth by investing primarily in a well-diversified portfolio of Canadian common stocks.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

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

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 10% of its net asset value in non-Canadian securities.

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives.

We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 12.1% of the net asset value of the Fund was invested in units of the Small Float Fund. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality, primarily Canadian, growth companies; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$18.86	$59.46	$104.21	$237.22
Advisor Series*	$18.86	$59.46	$104.21	$237.22
Series D*	$10.15	$31.99	$56.07	$127.64
Series F*	$7.79	$24.56	$43.04	$97.98
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Canadian Equity Value Fund

FUND DETAILS			
Type of fund	Canadian equity		
Date started	Series A – December 31, 2009 Advisor Series – October 31, 2010 Series T5 – August 28, 2017 Series D – December 31, 2009	Series F – December 31, 2009 Series FT5 – August 28, 2017 Series O – December 31, 2009	
Type of securities	Series A, Advisor Series[1], Series T5, Series D, Series F, Series FT5 and Series O trust units		
Eligibility	The Canadian Equity Value Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series T5	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series FT5	0.60%	0.10%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth. The Fund invests primarily in equity securities of Canadian issuers priced below the portfolio manager's assessment of their true value and offering long-term opportunities for growth.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we generally:

- apply a bottom-up stock selection process to identify quality issuers that are undervalued based on criteria such as assets, earnings, cash flow, and free cash flow;
- review the financial statistics of each issuer to determine if the stock is priced below its fundamental value or relative to similar companies and whether its capital structure is appropriate for its business model;
- use a value investment approach which focuses on buying undervalued securities and therefore should provide a lower level of volatility than a portfolio of growth oriented stocks;
- review economic, industry and company-specific information to assess the prospects for the issuer;
- monitor and review issuers on an ongoing basis to ensure that the best relative values are identified; and
- may invest in fixed-income securities or cash to protect value in certain market conditions.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, or to generate income.

Phillips, Hager & North Canadian Equity Value Fund

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

While the Fund intends to invest primarily in Canadian issuers, a modest amount of foreign securities may be held from time to time. We do not expect these holdings to exceed 5% of the net asset value of the Fund.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- capital erosion risk (Series T5 and Series FT5 units only);
- specialization risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, one investor held 10.0% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality, primarily Canadian, companies; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

Distribution policy

For all series other than Series T5 and Series FT5 units, all net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee distributions.

For Series T5 and Series FT5 units, the Fund intends to make regular monthly distributions. The dollar amount of your monthly distribution is reset at the beginning of each calendar year. It is a factor of the payout rate for Series T5 and Series FT5 units (which is expected to remain at or about 5%), the net asset value per unit as of the end of the previous calendar year, and the number of units of the Fund you own at the time of the distribution. Although not expected, we may also adjust the monthly distribution during the year, without prior notification, if capital market conditions have significantly affected the ability to maintain the payout rate for Series T5 and Series FT5 units.

For Series T5 and Series FT5 units, any income or capital gains not distributed previously in the year will be distributed in December. These additional year-end distributions will be reinvested in additional units of the Fund in order to maintain the payout rate even if you have elected to take your monthly distributions in cash.

Phillips, Hager & North Canadian Equity Value Fund

The total amount of distributions for Series T5 or Series FT5 units for a year may exceed the units' share of the income and capital gains earned by the Fund in that year. This excess amount will be treated as a return of capital to the unitholder. Return of capital represents a return to the investor of a portion of their own invested capital. This excess amount will not be taxable to you in the year of receipt. The part of the distribution that is a return of capital will reduce the adjusted cost base per unit of your units. If you hold units in a non-registered account and if you receive your distributions in cash, the amount of the reduction in your adjusted cost base of your units will be realized as a larger capital gain (or reduced capital loss) in any year in which you redeem your units. If you hold your units in a registered account, the amount of the reduction in your adjusted cost base of your units will have no impact on the amount that is subject to tax when withdrawal from the registered account occurs. For further information on the tax implications you should consult your tax advisor. Series T5 and Series FT5 units are designed primarily to be held in a non-registered account.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.17	$60.43	$105.91	$241.09
Advisor Series*	$19.17	$60.43	$105.91	$241.09
Series T5*	$18.35	$57.84	$101.38	$230.77
Series D*	$10.46	$32.96	$57.77	$131.50
Series F*	$7.89	$24.88	$43.61	$99.27
Series FT5*	$7.59	$23.91	$41.91	$95.40
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Canadian Equity Underlying Fund

FUND DETAILS			
Type of fund	Canadian equity		
Date started	Series O – January 31, 2011		
Type of securities[1]	Series O trust units		
Eligibility	The Canadian Equity Underlying Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series O	–	0.02%

1 Another series of units of the Fund exists, but is not offered under this Simplified Prospectus. The rights attached to this other series of units do not affect the rights attached to the series of units offered in this Simplified Prospectus.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide significant long-term capital growth by investing primarily in a well-diversified portfolio of Canadian common stocks. The Fund is expected to be used primarily as an underlying fund for other mutual funds but may also be sold directly to other investors.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

The Fund is expected to be used primarily as an underlying fund for other mutual funds but may also be sold directly to other investors.

To achieve the Fund's investment objectives we will focus primarily on larger capitalization stocks. We generally look for growth companies to invest in that have:

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, please see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 10% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

Phillips, Hager & North Canadian Equity Underlying Fund

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- derivatives risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, three investors held 36.6%, 18.1% and 17.8%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality, primarily Canadian, growth companies; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of the S&P/TSX Capped Composite Total Return Index.

The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index.

Distribution policy

A distribution of net income and net realized capital gains is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Canadian Equity Underlying Fund II

FUND DETAILS			
Type of fund	Canadian equity		
Date started	Series F – August 20, 2018		Series O – August 11, 2014
Type of securities[1]	Series F and Series O trust units		
Eligibility	The Canadian Equity Underlying Fund II is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series F	0.60%	0.10%
	Series O	–	0.02%

1 Another series of units of the Fund exists, but is not offered under this Simplified Prospectus. The rights attached to this other series of units do not affect the rights attached to the series of units offered in this Simplified Prospectus.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth by investing primarily in a well-diversified portfolio of Canadian common stocks.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

The Fund is expected to be used primarily as an underlying fund for other mutual funds.

To achieve the Fund's investment objectives we will focus primarily on stocks with market capitalization greater than $1 billion. We generally look for growth companies to invest in that have:

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, please see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. The Fund may invest no more than 10% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

Phillips, Hager & North Canadian Equity Underlying Fund II

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Fund engages in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in this Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- derivatives risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, two investors held 48.2% and 25.5%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality, primarily Canadian, growth companies; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of the S&P/TSX Capped Composite Total Return Index.

The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index.

Distribution policy

A distribution of net income and net realized capital gains is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series F*	$7.59	$23.91	$41.91	$95.40
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Canadian Growth Fund

FUND DETAILS			
Type of fund	Canadian focused equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – February 28, 1987	Series F – October 31, 2008 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Canadian Growth Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.04%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide significant long-term capital growth by investing primarily in a well-diversified portfolio of Canadian common stocks, as well as U.S. and international securities.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

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

› superior management;

› industry leadership;

› a high level of profitability compared to their competitors;

› a well-capitalized, sound financial position;

› above-average earnings growth; and

› a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

› for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and

› for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 50% of its net asset value in non-Canadian securities.

Phillips, Hager & North Canadian Growth Fund

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- specialization risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, two investors held 60.4% and 19.6%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality, primarily Canadian, growth companies; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$18.76	$59.13	$103.65	$235.93
Advisor Series*	$18.96	$59.78	$104.78	$238.51
Series D*	$10.46	$32.96	$57.77	$131.50
Series F*	$7.69	$24.23	$42.48	$96.69
Series O*	$0.51	$1.62	$2.83	$6.45

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Canadian Income Fund

FUND DETAILS			
Type of fund	Canadian small/mid cap equity		
Date started[1]	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – June 30, 2005 Series F – June 30, 2007 Series O – September 30, 2005		
Type of securities	Series A, Advisor Series[2], Series D, Series F and Series O trust units		
Eligibility	The Canadian Income Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[3]	Administration fee
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.06%

1 Although the Fund was created in July 2003, we did not offer units for sale under a simplified prospectus until June 2005. Before June 2005, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

2 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

3 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide a reasonably consistent level of income while attempting to preserve capital by investing primarily in a well-diversified portfolio of income-producing Canadian common stocks, bonds, income trusts, real estate investment trusts, and money market securities.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we invest primarily in:

- common stocks of high-quality growth companies;
- bonds of the Canadian government, provincial governments, and quality Canadian corporations;
- high-quality income trusts or real estate investment trusts; and
- high-quality money market securities, including asset-backed commercial paper.

When selecting companies to invest in, we generally look for:

- superior management;
- industry leadership;
- a high level of profitability relative to others in that industry;
- a sound financial position;
- strong earnings and dividend growth; and
- a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 25% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- interest rate risk;
- credit risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, three investors held 35.2%, 33.1% and 16.4%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking less volatility than a typical all-stock portfolio, a reasonably consistent level of income, and higher potential for growth than a typical all-bond portfolio; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

Distribution policy

A distribution of net income is typically made on a monthly basis. **The monthly distribution may also include a return of capital. Return of capital represents a return to the investor of a portion of their own invested capital.** Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. Net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Phillips, Hager & North Canadian Income Fund

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.07	$60.10	$105.35	$239.80
Advisor Series*	$19.17	$60.43	$105.91	$241.09
Series D*	$10.56	$33.28	$58.34	$132.79
Series F*	$7.89	$24.88	$43.61	$99.27
Series O*	$0.72	$2.26	$3.96	$9.02

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Vintage Fund

FUND DETAILS			
Type of fund	Canadian equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – April 30, 1986	Series F – June 30, 2008 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Vintage Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	1.85%	0.10%
	Advisor Series	1.85%	0.10%
	Series D	1.10%	0.10%
	Series F	0.85%	0.10%
	Series O	–	0.06%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth and dividend income by investing primarily in a well-diversified portfolio of common stocks of Canadian corporations listed on the Toronto Stock Exchange.

The fundamental investment objectives of the Fund may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's objectives, we generally invest in companies that have:

› superior management teams;

› a leadership position in their industry; and

› the potential for attractive profitability and earnings growth.

The Fund's investments may also emphasize small capitalization securities when valuation levels are attractive.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

› for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and

› for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 50% of its net asset value in non-Canadian securities.

Phillips, Hager & North Vintage Fund

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking a diversified portfolio of Canadian and foreign equity securities; or
- you are planning to hold this investment for the long term and can tolerate medium to high investment risk.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$21.83	$68.83	$120.64	$274.61
Advisor Series*	$21.83	$68.83	$120.64	$274.61
Series D*	$13.22	$41.68	$73.06	$166.31
Series F*	$10.35	$32.64	$57.20	$130.21
Series O*	$0.62	$1.94	$3.40	$7.74

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North U.S. Dividend Income Fund

FUND DETAILS			
Type of fund	U.S. equity		
Date started[1]	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – July 31, 2002		Series F – October 31, 2008 Series O – October 31, 2002
Type of securities	Series A, Advisor Series[2], Series D, Series F and Series O trust units		
Eligibility	The U.S. Dividend Income Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[3]	Administration fee
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.07%

1 Although the Fund was created in May 2002, we did not offer units for sale under a simplified prospectus until July 2002. Before July 2002, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

2 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

3 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth and income, by investing primarily in a well-diversified portfolio of dividend income-producing U.S. securities that have a relatively high yield.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we invest primarily in U.S. common shares that pay dividends or have prospects of paying or growing their dividends and, to a lesser extent, preferred shares and bonds.

When selecting companies to invest in, we generally focus on securities which offer an attractive current yield combined with the following characteristics:

- superior management;
- industry leadership;
- a high level of profitability relative to others in that industry;
- a sound financial position;
- strong earnings and dividend growth; and
- a reasonable valuation.

We do not use market or industry sector timing strategies. Instead, when we select securities, we look for those with attractive valuations relative to their longer-term growth prospects. While we constantly monitor the liquidity levels of the Fund to ensure that adequate cash is available to meet anticipated demands, generally the Fund will be fully invested. The Fund will typically be invested in relatively mature, yet growing businesses and will be under-represented in the small capitalization, resource, technology and transport sectors, as compared to broader equity market indices.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

The Fund's investment strategies involve active and frequent trading of portfolio securities. For more information about the portfolio turnover rate, please refer to that section on page 14.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- interest rate risk;
- credit risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you wish to own U.S. equity investments that tend to provide somewhat higher current income from dividends; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.37	$61.07	$107.05	$243.67
Advisor Series*	$19.37	$61.07	$107.05	$243.67
Series D*	$10.66	$33.61	$58.90	$134.08
Series F*	$8.00	$25.20	$44.18	$100.56
Series O*	$0.92	$2.91	$5.10	$11.60

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North U.S. Multi-Style All-Cap Equity Fund

FUND DETAILS			
Type of fund	U.S. equity		
Date started	Series A – June 30, 2010 Advisor Series – October 31, 2010 Series D – June 30, 2010	Series F – June 30, 2010 Series O – June 30, 2010	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The U.S. Multi-Style All-Cap Equity Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.05%
Portfolio Sub-Advisor	RBC Global Asset Management (U.S.) Inc. is our sub-advisor with respect to the Fund. For further information, see the heading *Portfolio Manager and Sub-Advisors – Phillips, Hager & North investment funds* under *Organization and management of the Funds* on page 9.		

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth primarily through exposure to a well-diversified portfolio of U.S. equity securities.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we invest in U.S. equity securities with the objective of building a portfolio that encompasses multiple investment styles. The Fund's portfolio will be comprised of investment styles which are managed as separate portfolios within the Fund and may include: U.S. Large Cap Growth, U.S. Mid Cap Growth, U.S. Large Cap Value, U.S. Mid Cap Value, U.S. Small/Mid Cap Growth, U.S. Small Cap Core and U.S. Small Cap Value.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions without prior notice, as permitted by applicable securities laws, to earn additional income for the Fund or for any other purpose compatible with the investment objectives and strategies of the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- small capitalization risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, four investors held 35.3%, 26.6%, 12.4% and 12.0%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking broad exposure to investments in U.S. equities; or
- you are planning to hold this investment for the long term, can tolerate medium investment risk and are seeking diversification outside Canada.

The Fund's risk classification is based on the Fund's returns and the return of the Russell 3000 Total Return Index.

The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. Index returns are shown in Canadian dollars.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.07	$60.10	$105.35	$239.80
Advisor Series*	$19.17	$60.43	$105.91	$241.09
Series D*	$10.46	$32.96	$57.77	$131.50
Series F*	$8.10	$25.53	$44.74	$101.85
Series O*	$0.62	$1.94	$3.40	$7.74

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North U.S. Equity Fund

FUND DETAILS			
Type of fund	U.S. equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – September 30, 1964	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The U.S. Equity Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide significant long-term capital growth by investing primarily in a well-diversified portfolio of quality U.S. common stocks.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

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

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

Fund investments are diversified across all major industry sectors. Although the Fund's investments in industries experiencing accelerating growth may be over-represented, this will generally be offset by under-representation from industries whose growth is decelerating. Typically the Fund is fully invested.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality, primarily U.S. growth companies; or
- you are planning to hold this investment for the long term, can tolerate medium investment risk and are seeking diversification outside Canada.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.17	$60.43	$105.91	$241.09
Advisor Series*	$19.27	$60.75	$106.48	$242.38
Series D*	$10.46	$32.96	$57.77	$131.50
Series F*	$7.79	$24.56	$43.04	$97.98
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Currency-Hedged U.S. Equity Fund

FUND DETAILS			
Type of fund	U.S. equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – June 30, 2006	Series F – December 31, 2007 Series O – June 30, 2006	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Currency-Hedged U.S. Equity Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.10%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide significant long-term capital growth primarily through exposure to a well-diversified portfolio of quality U.S. common stocks, while minimizing currency risk. To achieve these objectives, the Fund will invest primarily in units of other funds managed by RBC GAM.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we may invest a significant portion or even all of the net asset value of the Fund in the U.S. Equity Fund or other funds managed by RBC GAM. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

The Fund will use derivatives to hedge against fluctuations in the value of the U.S. dollar relative to the Canadian dollar. In addition, the Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

› for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and

› for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

Phillips, Hager & North Currency-Hedged U.S. Equity Fund

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- concentration risk;
- foreign investment risk;
- transaction cost risk;
- derivatives risk;
- liquidity risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 102.1% of the net asset value of the Fund was invested in units of the U.S. Equity Fund. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

Although the Fund will use derivatives to hedge against the fluctuations in the value of the U.S. dollar relative to the Canadian dollar, there is no guarantee that the use of derivatives will fully protect the Fund's assets against losses from exposure to the U.S. dollar. The use of derivatives to protect the Fund against a rise in the value of the Canadian dollar relative to the U.S. dollar will not eliminate the fluctuations in the price of portfolio securities nor prevent losses should the prices of portfolio securities decline. These strategies will also limit the opportunity for gain as a result of an increase in the value of the U.S. dollar relative to the Canadian dollar.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality, primarily U.S. growth companies; or
- you are planning to hold this investment for the long term, can tolerate medium to high investment risk and are seeking diversification outside Canada.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$19.37	$61.07	$107.05	$243.67
Advisor Series*	$19.37	$61.07	$107.05	$243.67
Series D*	$10.66	$33.61	$58.90	$134.08
Series F*	$8.00	$25.20	$44.18	$100.56
Series O*	$1.33	$4.20	$7.36	$16.76

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North U.S. Growth Fund

FUND DETAILS			
Type of fund	U.S. equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – September 30, 1992	Series F – October 31, 2008 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The U.S. Growth Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	1.60%	0.10%
	Advisor Series	1.60%	0.10%
	Series D	0.85%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.07%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve significant long-term capital growth by investing primarily in a well-diversified portfolio of North American common stocks.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

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:

› superior management;

› industry leadership;

› a high level of profitability compared to their competitors;

› a sound financial position;

› strong earnings growth; and

› a reasonable valuation.

The Fund's investments are diversified across all major industry sectors. However, the Fund will be typically over-represented in smaller mid-sized companies with faster growth than larger, more mature companies.

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

› for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and

› for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest up to 100% of its net asset value in foreign securities.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- specialization risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to investments in quality growth companies in the United States and, to a lesser extent, Canada and Mexico; or
- you are planning to hold this investment for the long term, can tolerate medium investment risk and are seeking diversification throughout North America.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$18.86	$59.46	$104.21	$237.22
Advisor Series*	$18.86	$59.46	$104.21	$237.22
Series D*	$10.46	$32.96	$57.77	$131.50
Series F*	$7.79	$24.56	$43.04	$97.98
Series O*	$0.72	$2.26	$3.96	$9.02

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Overseas Equity Fund

FUND DETAILS			
Type of fund	International equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – December 31, 2000	Series F – June 30, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Overseas Equity Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	1.75%	0.15%
	Advisor Series	1.75%	0.15%
	Series D	1.00%	0.15%
	Series F	0.75%	0.15%
	Series O	–	0.02%
Portfolio Sub-Advisor	RBC Global Asset Management (UK) Limited is our sub-advisor with respect to the Fund. For further information, see the heading *Portfolio Manager and Sub-Advisors – Phillips, Hager & North investment funds* under *Organization and management of the Funds* on page 9.		

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve long-term capital growth by investing primarily in a diversified portfolio of common stocks in companies in the world's largest industrialized countries outside North America, including countries in Europe and the Far East, including Japan and Australia. This Fund is different from the Global Equity Fund because the primary focus of its investments does not include companies in the United States.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we or our sub-advisor will generally invest in companies that are attractively valued and that have:

› superior management;

› industry leadership;

› a high level of profitability compared to their competitors;

› a sound financial position; and

› strong earnings growth.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

› for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and

› for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

Phillips, Hager & North Overseas Equity Fund

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

The Fund has received exemptive relief to invest in German ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single German ETF and up to 20% of its net asset value in securities issued by German ETFs in aggregate.

The Fund has received exemptive relief to invest in UK Listed ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single UK Listed ETF and up to 20% of its net asset value in securities issued by UK Listed ETFs in aggregate.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to equity investments outside North America; or
- you are planning to hold this investment for the long term, can tolerate medium investment risk and are seeking diversification outside North America.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$21.42	$67.53	$118.37	$269.45
Advisor Series*	$21.53	$67.86	$118.94	$270.74
Series D*	$12.61	$39.75	$69.66	$158.58
Series F*	$10.25	$32.31	$56.64	$128.92
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Currency-Hedged Overseas Equity Fund

FUND DETAILS			
Type of fund	International equity		
Date started	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – June 30, 2006	Series F – December 31, 2007 Series O – June 30, 2006	
Type of securities	Series A, Advisor Series[1], Series D, Series F and Series O trust units		
Eligibility	The Currency-Hedged Overseas Equity Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series A	1.75%	0.15%
	Advisor Series	1.75%	0.15%
	Series D	1.00%	0.15%
	Series F	0.75%	0.15%
	Series O	–	0.02%

1 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve long-term capital growth primarily through exposure to a diversified portfolio of common stocks in companies in the world's largest industrialized countries outside North America, including countries in Europe and the Far East, including Japan and Australia, while minimizing currency risk. To achieve these objectives, the Fund will invest primarily in units of other funds managed by RBC GAM.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we may invest a significant portion or even all of the net asset value of the Fund in the Overseas Equity Fund or other funds managed by RBC GAM. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

The Fund will use derivatives to hedge against fluctuations in the value of foreign currencies relative to the Canadian dollar. In addition, the Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- concentration risk;
- foreign investment risk;
- transaction cost risk;
- derivatives risk;
- liquidity risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 102.7% of the net asset value of the Fund was invested in units of the Overseas Equity Fund. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

Although the Fund will use derivatives to hedge against the fluctuations in the value of foreign currencies relative to the Canadian dollar, there is no guarantee that the use of derivatives will fully protect the Fund's assets against losses from exposure to foreign currencies. The use of derivatives to protect the Fund against a rise in the value of the Canadian dollar relative to foreign currencies will not eliminate the fluctuations in the price of portfolio securities nor prevent losses, should the prices of portfolio securities decline. These strategies will also limit the opportunity for gain as a result of an increase in the value of foreign currencies relative to the Canadian dollar. To the extent the Fund enters into securities lending transactions, repurchase transactions or reverse repurchase transactions, the Fund has securities lending, repurchase and reverse repurchase risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to equity investments outside North America; or
- you are planning to hold this investment for the long term, can tolerate medium investment risk and are seeking diversification outside North America.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$22.04	$69.47	$121.77	$277.19
Advisor Series*	$22.04	$69.47	$121.77	$277.19
Series D*	$13.02	$41.04	$71.93	$163.73
Series F*	$10.15	$31.99	$56.07	$127.64
Series O*	$0.41	$1.29	$2.27	$5.16

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Global Equity Fund

FUND DETAILS			
Type of fund	Global equity		
Date started[1]	Series A – November 30, 2008 Advisor Series – October 31, 2010 Series D – December 31, 2000	Series F – December 31, 2007 Series O – October 31, 2002	
Type of securities	Series A, Advisor Series[2], Series D, Series F and Series O trust units		
Eligibility	The Global Equity Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[3]**	**Administration fee**
	Series A	1.75%	0.10%
	Advisor Series	1.75%	0.10%
	Series D	1.00%	0.10%
	Series F	0.75%	0.10%
	Series O	–	0.02%
Portfolio Sub-Advisor	RBC Global Asset Management (UK) Limited is our sub-advisor with respect to the Fund. For further information, see the heading *Portfolio Manager and Sub-Advisors – Phillips, Hager & North investment funds* under *Organization and management of the Funds* on page 9.		

1 Although the Fund was created in September 2000, we did not offer units for sale under a simplified prospectus until December 2000. Before December 2000, units of the Fund were offered for sale in reliance on exemptions from prospectus requirements of applicable securities laws.

2 Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

3 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve long-term capital growth by investing primarily in a diversified portfolio of common stocks in companies in the world's largest industrialized countries outside Canada, including the United States, and countries in Europe and the Far East, including Japan and Australia.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we or our sub-advisor generally look for companies to invest in that have:

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives, such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

Phillips, Hager & North Global Equity Fund

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

The Fund has received exemptive relief to invest in German ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single German ETF and up to 20% of its net asset value in securities issued by German ETFs in aggregate.

The Fund has received exemptive relief to invest in UK Listed ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single UK Listed ETF and up to 20% of its net asset value in securities issued by UK Listed ETFs in aggregate.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

› market risk;

› concentration risk;

› currency risk;

› foreign investment risk;

› transaction cost risk;

› derivatives risk;

› multiple series risk;

› securities lending, repurchase and reverse repurchase risk;

› large investor risk; and

› cyber security risk.

As at May 29, 2020, one investor held 17.5% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

› you are seeking exposure to equity investments outside Canada; or

› you are planning to hold this investment for the long term, can tolerate medium investment risk and are seeking diversification outside Canada.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A*	$21.22	$66.89	$117.24	$266.87
Advisor Series*	$21.22	$66.89	$117.24	$266.87
Series D*	$12.20	$38.45	$67.40	$153.42
Series F*	$9.74	$30.70	$53.81	$122.48
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2015 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 30, 2011 Series F – August 20, 2018		Series O – January 31, 2011
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2015 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[1]**	**Administration fee**
	Series D	0.75%	0.05%
	Series F	0.50%	0.05%
	Series O	–	0.05%

[1] No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2015 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to those that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2015. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

› determines the target weightings for each asset class;

› allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);

› rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;

› may hold a portion of its assets in cash or cash equivalent securities;

› may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):

(i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and

(ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;

› may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in Canada Mortgage Housing Corporation ("CMHC") insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

As of the date of this Simplified Prospectus, the Fund's target allocation is approximately as given below, and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2039
Fixed-income	**67.00%**	**72.00%**
Equity	**33.00%**	**28.00%**
Canadian equity	12.00%	11.00%
U.S. equity	12.00%	10.00%
International equity	9.00%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 42.8%, 27.4% and 18.8% of the net asset value of the Fund was invested in units of the Bond Fund, the Inflation-Linked Bond Fund and the RBC QUBE Low Volatility Global Equity Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 46.2% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

› you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2015);

› you want a fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2015); or

› you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), FTSE Canada Real Return Bond Index (23.86%), FTSE Canada Universe Bond Index (42.14%), S&P/TSX Capped Composite Total Return Index (12.00%), MSCI World Net Index (18.00%) and MSCI US IMI Real Estate 25/50 Index (3.00%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The FTSE Canada Real Return Bond Index tracks the performance of inflation indexed bonds issued in Canadian dollars. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$9.23	$29.08	$50.97	$116.03
Series F*	$6.15	$19.39	$33.98	$77.35
Series O*	$0.82	$2.59	$4.53	$10.31

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2020 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 30, 2011 Series F – August 20, 2018	Series O – January 31, 2011	
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2020 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[1]	Administration fee
	Series D	0.75%	0.05%
	Series F	0.50%	0.05%
	Series O	–	0.05%

[1] No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2020 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2020. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

- determines the target weightings for each asset class;
- allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);
- rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;
- may hold a portion of its assets in cash or cash equivalent securities;
- may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):
  - (i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and
  - (ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;

- may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

As of the date of this Simplified Prospectus, the Fund's target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2044
Fixed-income	**62.00%**	**72.00%**
Equity	**38.00%**	**28.00%**
Canadian equity	12.50%	11.00%
U.S. equity	14.75%	10.00%
International equity	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 45.7%, 24.4% and 21.8% of the net asset value of the Fund was invested in units of the Inflation-Linked Bond Fund, the Bond Fund and the RBC QUBE Low Volatility Global Equity Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 46.3% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2020);
- you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2020); or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), FTSE Canada Real Return Bond Index (37.64%), FTSE Canada Universe Bond Index (23.36%), S&P/TSX Capped Composite Total Return Index (12.50%), MSCI US IMI Real Estate 25/50 Index (4.00%) and MSCI World Net Index (21.50%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The FTSE Canada Real Return Bond Index tracks the performance of inflation indexed bonds issued in Canadian dollars. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization weighted index that tracks the equity market performance of developed markets, which currently consists of 23 countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$9.84	$31.02	$54.37	$123.77
Series F*	$6.77	$21.33	$37.38	$85.09
Series O*	$0.92	$2.91	$5.10	$11.60

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2025 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 30, 2011 Series F – August 20, 2018		Series O – January 31, 2011
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2025 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[1]**	**Administration fee**
	Series D	0.80%	0.05%
	Series F	0.55%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2025 as follows:		
	Effective date	**Series**	**Management fee**
	January 1, 2025	Series D	0.75%
		Series F	0.50%

1 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2025 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2025. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

› determines the target weightings for each asset class;

› allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);

› rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;

› may hold a portion of its assets in cash or cash equivalent securities;

› may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):

(i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and

(ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;

› may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

As of the date of this Simplified Prospectus, the Fund's target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2025	2049
Fixed-income	**54.00%**	**62.00%**	**72.00%**
Equity	**46.00%**	**38.00%**	**28.00%**
Canadian equity	13.00%	12.50%	11.00%
U.S. equity	18.52%	14.75%	10.00%
International equity	14.48%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 41.5%, 15.4% and 15.3% of the net asset value of the Fund was invested in units of the Inflation-Linked Bond Fund, the RBC QUBE Low Volatility Global Equity Fund and the Long Inflation-linked Bond Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 66.4% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- › you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2025);
- › you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2025); or
- › you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (10.18%), FTSE Canada Real Return Bond Index (39.82%), FTSE Canada Universe Bond Index (3.00%), S&P/TSX Capped Composite Total Return Index (13.00%), Russell 3000 Total Return Index (2.05%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (22.95%) and MSCI Emerging Markets Net Index (3.00%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Real Return Bond Index tracks the performance of inflation indexed bonds issued in Canadian dollars. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$10.56	$33.28	$58.34	$132.79
Series F*	$7.38	$23.27	$40.78	$92.83
Series O*	$0.92	$2.91	$5.10	$11.60

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2030 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 30, 2011 Series F – August 20, 2018		Series O – January 31, 2011
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2030 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[1]**	**Administration fee**
	Series D	0.85%	0.05%
	Series F	0.60%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2030 as follows:		
	Effective date	**Series**	**Management fee**
	January 1, 2025	Series D	0.80%
		Series F	0.55%
	January 1, 2030	Series D	0.75%
		Series F	0.50%

1 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2030 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2030. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

› determines the target weightings for each asset class;

› allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);

› rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;

› may hold a portion of its assets in cash or cash equivalent securities;

› may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):

(i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and

(ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;

- may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

As of the date of this Simplified Prospectus, the Fund's target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2030	2054
Fixed-income	**51.00%**	**62.00%**	**72.00%**
Equity	**49.00%**	**38.00%**	**28.00%**
Canadian equity	13.25%	12.50%	11.00%
U.S. equity	19.50%	14.75%	10.00%
International equity	16.25%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 36.8%, 15.1%, 11.1% and 10.2% of the net asset value of the Fund was invested in units of the Long Inflation-linked Bond Fund, the Inflation-Linked Bond Fund, the RBC Global Equity Focus Fund and the RBC QUBE Low Volatility Global Equity Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 81.7% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2030);
- you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2030); or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (32.55%), FTSE Canada Real Return Bond Index (14.45%), FTSE Canada Universe Bond Index (3.00%), S&P/TSX Capped Composite Total Return Index (13.25%), Russell 3000 Total Return Index (2.76%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (23.49%) and MSCI Emerging Markets Net Index (4.50%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Real Return Bond Index tracks the performance of inflation indexed bonds issued in Canadian dollars. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$11.07	$34.90	$61.17	$139.24
Series F*	$7.89	$24.88	$43.61	$99.27
Series O*	$0.92	$2.91	$5.10	$11.60

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2035 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 30, 2011 Series F – August 20, 2018		Series O – January 31, 2011
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2035 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee**[1]	**Administration fee**
	Series D	0.90%	0.05%
	Series F	0.65%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2035 as follows:		
	Effective date	**Series**	**Management fee**
	January 1, 2025	Series D	0.85%
		Series F	0.60%
	January 1, 2030	Series D	0.80%
		Series F	0.55%
	January 1, 2035	Series D	0.75%
		Series F	0.50%

[1] No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2035 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2035. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

› determines the target weightings for each asset class;

› allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);

› rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;

› may hold a portion of its assets in cash or cash equivalent securities;

› may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):

(i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and

(ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;

- may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

As of the date of this Simplified Prospectus, the Fund's target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2035	2059
Fixed-income	**50.00%**	**62.00%**	**72.00%**
Equity	**50.00%**	**38.00%**	**28.00%**
Canadian equity	13.25%	12.50%	11.00%
U.S. equity	20.10%	14.75%	10.00%
International equity	16.65%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 46.6% and 15.4% of the net asset value of the Fund was invested in units of the Long Inflation-linked Bond Fund and the RBC Global Equity Focus Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 84.1% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2035);
- you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2035); or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (44.00%), FTSE Canada Universe Bond Index (5.00%), S&P/TSX Capped Composite Total Return Index (13.25%), Russell 3000 Total Return Index (3.46%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (23.29%) and MSCI Emerging Markets Net Index (5.00%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$11.58	$36.51	$64.00	$145.68
Series F*	$8.51	$26.82	$47.01	$107.01
Series O*	$1.03	$3.23	$5.66	$12.89

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2040 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 30, 2011 Series F – August 20, 2018		Series O – January 31, 2011
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2040 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[1]**	**Administration fee**
	Series D	0.95%	0.05%
	Series F	0.70%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2040 as follows:		
	Effective date	**Series**	**Management fee**
	January 1, 2025	Series D	0.90%
		Series F	0.65%
	January 1, 2030	Series D	0.85%
		Series F	0.60%
	January 1, 2035	Series D	0.80%
		Series F	0.55%
	January 1, 2040	Series D	0.75%
		Series F	0.50%

1 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2040 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2040. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

- determines the target weightings for each asset class;
- allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);
- rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;
- may hold a portion of its assets in cash or cash equivalent securities;
- may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):

(i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and

(ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;

- may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

The Fund's current target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2040	2064
Fixed-income	**44.00%**	**62.00%**	**72.00%**
Equity	**56.00%**	**38.00%**	**28.00%**
Canadian equity	13.50%	12.50%	11.00%
U.S. equity	22.54%	14.75%	10.00%
International equity	19.96%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 40.5% and 19.0% of the net asset value of the Fund was invested in units of the Long Inflation-linked Bond Fund and the RBC Global Equity Focus Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 89.0% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Phillips, Hager & North LifeTime 2040 Fund

Who should invest in this Fund?

This Fund may be right for you if:

- you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2040);
- you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2040); or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (38.00%), FTSE Canada Universe Bond Index (5.00%), S&P/TSX Capped Composite Total Return Index (13.50%), Russell 3000 Total Return Index (4.98%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (25.12%) and MSCI Emerging Markets Net Index (7.40%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$12.20	$38.45	$67.40	$153.42
Series F*	$9.02	$28.44	$49.84	$113.45
Series O*	$1.03	$3.23	$5.66	$12.89

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2045 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 30, 2011 Series F – August 20, 2018		Series O – January 31, 2011
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2045 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee**[1]	**Administration fee**
	Series D	1.00%	0.05%
	Series F	0.75%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2045 as follows:		
	Effective date	**Series**	**Management fee**
	January 1, 2025	Series D	0.95%
		Series F	0.70%
	January 1, 2030	Series D	0.90%
		Series F	0.65%
	January 1, 2035	Series D	0.85%
		Series F	0.60%
	January 1, 2040	Series D	0.80%
		Series F	0.55%
	January 1, 2045	Series D	0.75%
		Series F	0.50%

[1] No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2045 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2045. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

- determines the target weightings for each asset class;
- allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);
- rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;
- may hold a portion of its assets in cash or cash equivalent securities;
- may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds

(see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):

(i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and

(ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;

› may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

The Fund's current target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2045	2069
Fixed-income	**40.00%**	**62.00%**	**72.00%**
Equity	**60.00%**	**38.00%**	**28.00%**
Canadian equity	15.00%	12.50%	11.00%
U.S. equity	23.65%	14.75%	10.00%
International equity	21.35%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

› interest rate risk;

› credit risk;

› market risk;

› concentration risk;

› currency risk;

› foreign investment risk;

› income trust risk;

› small capitalization risk;

› specialization risk;

› target date funds risk;

› transaction cost risk;

› derivatives risk;

› multiple series risk;

› securities lending, repurchase and reverse repurchase risk;

› large investor risk; and

› cyber security risk.

During the 12-month period prior to May 29, 2020, up to 36.7% and 21.3% of the net asset value of the Fund was invested in units of the Long Inflation-linked Bond Fund and the RBC Global Equity Focus Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 92.0% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2045);
- you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2045); or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (34.00%), FTSE Canada Universe Bond Index (5.00%), S&P/TSX Capped Composite Total Return Index (15.00%), Russell 3000 Total Return Index (5.55%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (26.20%) and MSCI Emerging Markets Net Index (8.25%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$12.92	$40.71	$71.36	$162.44
Series F*	$9.64	$30.37	$53.24	$121.19
Series O*	$1.03	$3.23	$5.66	$12.89

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2050 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – August 11, 2014 Series F – August 20, 2018		Series O – August 11, 2014
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2050 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[1]**	**Administration fee**
	Series D	1.05%	0.05%
	Series F	0.80%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2050 as follows:		
	Effective date	**Series**	**Management fee**
	January 1, 2025	Series D	1.00%
		Series F	0.75%
	January 1, 2030	Series D	0.95%
		Series F	0.70%
	January 1, 2035	Series D	0.90%
		Series F	0.65%
	January 1, 2040	Series D	0.85%
		Series F	0.60%
	January 1, 2045	Series D	0.80%
		Series F	0.55%
	January 1, 2050	Series D	0.75%
		Series F	0.50%

1 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2050 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2050. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

- determines the target weightings for each asset class;
- allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);
- rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;
- may hold a portion of its assets in cash or cash equivalent securities;

- may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):
  (i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and
  (ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;
- may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

The Fund's current target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2050	2074
Fixed-income	**27.00%**	**62.00%**	**72.00%**
Equity	**73.00%**	**38.00%**	**28.00%**
Canadian equity	17.70%	12.50%	11.00%
U.S. equity	28.60%	14.75%	10.00%
International equity	26.70%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 25.9%, 22.9% and 10.7% of the net asset value of the Fund was invested in units of the RBC Global Equity Focus Fund, the Long Inflation-linked Bond Fund and the RBC Emerging Markets Equity Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 90.9% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2050);
- you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2050); or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the Fund's returns and the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (21.00%), FTSE Canada Universe Bond Index (5.00%), S&P/TSX Capped Composite Total Return Index (17.68%), Russell 3000 Total Return Index (7.14%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (32.98%) and MSCI Emerging Markets Net Index (10.20%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income is made annually in December. If and when the Fund offers other series of units, net income and net realized capital gains may be distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$13.53	$42.65	$74.76	$170.18
Series F*	$10.15	$31.99	$56.07	$127.64
Series O*	$1.03	$3.23	$5.66	$12.89

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2055 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – October 9, 2018 Series F – October 9, 2018		Series O – October 9, 2018
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2055 Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee**[1]	**Administration fee**
	Series D	1.10%	0.05%
	Series F	0.85%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2055 as follows:		
	Effective date	**Series**	**Management fee**
	January 1, 2025	Series D	1.05%
		Series F	0.80%
	January 1, 2030	Series D	1.00%
		Series F	0.75%
	January 1, 2035	Series D	0.95%
		Series F	0.70%
	January 1, 2040	Series D	0.90%
		Series F	0.65%
	January 1, 2045	Series D	0.85%
		Series F	0.60%
	January 1, 2050	Series D	0.80%
		Series F	0.55%
	January 1, 2055	Series D	0.75%
		Series F	0.50%

1 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2055 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2055. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

The Fund's portfolio manager, among other things:

› determines the target weightings for each asset class;

› allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);

- rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;
- may hold a portion of its assets in cash or cash equivalent securities;
- may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):
  - (i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and
  - (ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;
- may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

The Fund's current target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2055	2079
Fixed-income	**21.00%**	**62.00%**	**72.00%**
Equity	**79.00%**	**38.00%**	**28.00%**
Canadian equity	19.25%	12.50%	11.00%
U.S. equity	30.70%	14.75%	10.00%
International equity	29.05%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 27.1%, 15.8% and 11.4% of the net asset value of the Fund was invested in units of the RBC Global Equity Focus Fund, the Long Inflation-linked Bond Fund and the RBC Emerging Markets Equity Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 81.8% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

› you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2055);

› you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2055); or

› you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (15.00%), FTSE Canada Universe Bond Index (5.00%), S&P/TSX Capped Composite Total Return Index (19.24%), Russell 3000 Total Return Index (7.75%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (35.91%) and MSCI Emerging Markets Net Index (11.10%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income and net realized capital gains, if any, is made annually in December. Net income and net realized capital gains may also be distributed periodically as management fee distributions.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series D*	$13.94	$43.95	$77.03	$175.34
Series F*	$10.76	$33.93	$59.47	$135.37
Series O*	$1.03	$3.23	$5.66	$12.89

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North LifeTime 2060 Fund

FUND DETAILS			
Type of fund	Target date		
Date started	Series D – June 26, 2020 Series F – June 26, 2020	Series O – June 26, 2020	
Type of securities	Series D, Series F and Series O trust units		
Eligibility	The LifeTime 2060 Fund is expected to be a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[1]	Administration fee
	Series D	1.15%	0.05%
	Series F	0.90%	0.05%
	Series O	–	0.05%
	As the Fund approaches its target retirement date, management fees will decrease by 5 basis points on January 1st for every five years until the target retirement date of the Fund in the year 2060 as follows:		
	Effective date	Series	Management fee
	January 1, 2025	Series D	1.10%
		Series F	0.85%
	January 1, 2030	Series D	1.05%
		Series F	0.80%
	January 1, 2035	Series D	1.00%
		Series F	0.75%
	January 1, 2040	Series D	0.95%
		Series F	0.70%
	January 1, 2045	Series D	0.90%
		Series F	0.65%
	January 1, 2050	Series D	0.85%
		Series F	0.60%
	January 1, 2055	Series D	0.80%
		Series F	0.55%
	January 1, 2060	Series D	0.75%
		Series F	0.50%

1 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to achieve a balance of income and long-term capital growth relative to its target retirement date of 2060 by investing primarily in investment funds that invest in equity, fixed-income, income trust and money market securities and ETFs, or by investing directly in such securities.

The fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund intends to invest primarily in Underlying Funds. The Fund seeks to achieve its investment strategies by investing in two broad asset classes: equities and fixed-income, either directly or indirectly through Underlying Funds and ETFs. ETFs purchased by the Fund will initially be limited to ETFs that track the investment performance of broad based real estate investment trust indices but may include other ETFs where permitted by applicable securities laws.

At all times, the Fund will use a dynamic asset mix or glidepath that adjusts the asset mix of the Fund relative to its target date of 2060. For more information, please see the section *Specific information about each of the Funds described in this Simplified Prospectus – Introduction – The PH&N LifeTime Funds* on page 10 of this Simplified Prospectus.

Phillips, Hager & North LifeTime 2060 Fund

The Fund's portfolio manager, among other things:

- determines the target weightings for each asset class;
- allocates assets among the Underlying Funds and the ETFs within the target weightings determined by the asset allocation strategy for the Fund (excluding cash and cash equivalents);
- rebalances the Fund's assets to the glidepath on a quarterly basis at a minimum to maintain the then current target allocation and subject to keeping the Fund within permitted tolerances;
- may hold a portion of its assets in cash or cash equivalent securities;
- may, in conjunction with the Underlying Fund's other strategies, use derivatives as permitted by NI 81-102 and/or as permitted under the terms of exemptive relief from applicable securities legislation that may have been obtained by the Underlying Funds (see *Regulatory relief from investment restrictions* on page 13 and *Derivatives risk* on page 5):
  - (i) for hedging purposes to protect against losses or reduce volatility resulting from changes in interest rates and market indices; and
  - (ii) for non-hedging purposes as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments;
- may, in conjunction with the Underlying Fund's other strategies, enter into securities lending, repurchase and reverse repurchase transactions, as permitted by applicable securities laws, to generate additional income and/or as a short-term management tool (the Fund does not currently enter into these types of transactions, but for more information on how the Fund could engage in these types of transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15).

The Fund may directly invest a portion of its net asset value in foreign securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in foreign securities, as of the date of this Simplified Prospectus we do not expect that the Fund will directly invest more than 20% of its net asset value in foreign securities.

We may invest up to 100% of the Fund's net asset value in units of other funds managed by RBC GAM or its affiliates. We will only invest in units of other funds where the investment is compatible with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws.

Certain of the Underlying Funds may from time to time invest up to 10% of their net asset value in (i) assets of other investment funds managed by RBC GAM or its affiliates; or (ii) in CMHC insured mortgages as permitted by NI 81-102.

About the asset allocation strategy

The Fund will be exposed to two broad asset classes: equities and fixed-income, in the weightings set out in the table below. We may, at our sole discretion, modify the asset mix, or the percentage of the Fund's assets invested in any particular asset at any time.

The Fund's current target allocation is approximately as given below and such allocations may vary based on changes in the market, the portfolio manager's assessment of the market outlook and the Underlying Fund's ability to help the portfolio meet its stated investment objectives.

	2020	2060	2084
Fixed-income	20.00%	62.00%	72.00%
Equity	80.00%	38.00%	28.00%
Canadian equity	19.50%	12.50%	11.00%
U.S. equity	31.05%	14.75%	10.00%
International equity	29.45%	10.75%	7.00%

What are the risks of investing in the Fund?

The risks associated with an investment in this Fund are similar to the risks of investing in the Underlying Funds it holds. The Fund takes on the risk of an Underlying Fund in proportion to its investment in that Fund.

The principal risks associated with an investment in the Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- specialization risk;
- target date funds risk;
- transaction cost risk;
- derivatives risk;

- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are saving to support an income stream in retirement that begins on or around the target date of the Fund (2060);
- you want a Fund that will maintain a diversified asset mix which is appropriate for the target date of the Fund (2060); or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund's risk classification is based on the return of a blended index composed of the FTSE Canada 30 Day T-Bill Index (1.00%), Long Canadian Government Real Return Bond Custom Index (14.00%), FTSE Canada Universe Bond Index (5.00%), S&P/TSX Capped Composite Total Return Index (19.50%), Russell 3000 Total Return Index (7.85%), MSCI US IMI Real Estate 25/50 Index (5.00%), MSCI World Net Index (36.40%) and MSCI Emerging Markets Net Index (11.25%). The Fund's asset mix will change gradually over time.

The FTSE Canada 30 Day T-Bill Index tracks the performance of Government of Canada one month Treasury Bills. The Long Canadian Government Real Return Bond Custom Index tracks the performance of long-term Government of Canada real return bonds. The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed-income market, including Government of Canada, provincial and corporate bonds. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The Russell 3000 Total Return Index tracks the performance of the 3,000 largest U.S.-traded stocks, in which the underlying companies are all incorporated in the U.S. The MSCI US IMI Real Estate 25/50 Index is the successor to the MSCI U.S. REIT Index. It tracks the performance of large-, mid- and small-cap U.S. equity securities that are classified in the Real Estate sector as per the Global Industry Classification Standard. The MSCI World Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of developed markets, which currently consists of 23 countries. The MSCI Emerging Markets Net Index is a free float-adjusted market capitalization index that tracks the equity market performance of emerging markets, which currently consists of 23 emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

A distribution of net income and net realized capital gains, if any, is made annually in December. Net income and net realized capital gains may also be distributed periodically as management fee distributions.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

Information regarding fund expenses indirectly borne by investors is not available because this Fund was created on June 24, 2020.

Phillips, Hager & North Conservative Pension Trust

FUND DETAILS			
Type of fund	Global neutral balanced		
Date started	Series O – July 15, 2019		
Type of securities[1]	Series O trust units		
Eligibility	The Conservative Pension Trust is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series O	–	0.01%

1 Another series of units of the Fund exists, but is not offered under this Simplified Prospectus. The rights attached to this other series of units do not affect the rights attached to the series of units offered in this Simplified Prospectus.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide income and the potential for long-term capital growth by investing primarily in a well-diversified, balanced portfolio of fixed-income and equity securities from anywhere around the world.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest a significant portion or even all of the net asset value of the Fund in other funds managed by RBC GAM. We will only invest in units of other funds where the investment is consistent with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws. For example, as at the date of this Simplified Prospectus, we intend to invest approximately 100% of the Fund's net asset value in units of other funds managed by RBC GAM. However, in the future we may not make these investments or may elect to make investments in other funds.

The Fund's investment strategy will be implemented without regard to the impact of greater trading activity or portfolio turnover which may result in less tax efficiency.

We do not typically make large shifts in the Fund's asset mix. Our investment philosophy is based on the following three principles:

› investments in high-quality common stocks represent an effective vehicle for creating wealth over the long term;

› wealth preservation and income objectives are best met by balancing common stock and fixed-income investments; and

› the cyclical nature of markets requires the timely adjustment of the mix of common stock and fixed-income investments to achieve superior investment results.

We employ a strategic asset allocation approach, determining the appropriate asset mix within broad pre-established guidelines for each asset class as set out in the following table:

Asset class	Target weighting
Fixed-income	60%
Canadian equities	13%
Global equities	24%
Emerging markets equities	3%

The percentages specified above are target weightings for each asset class. We will manage the allocation so that it will be no more than 15% above or below the target weighting for the fixed-income asset class and no more than 10% above or below the target weighting for the Canadian equities, global equities and emerging markets equities asset classes.

The Fund may use derivatives such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

› for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and

› for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund has received exemptive relief to invest in German ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single German ETF and up to 20% of its net asset value in securities issued by German ETFs in aggregate.

The Fund has received exemptive relief to invest in UK Listed ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single UK Listed ETF and up to 20% of its net asset value in securities issued by UK Listed ETFs in aggregate.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the period from the Fund's inception to May 29, 2020, up to 43.4%, 16.6%, 11.5% and 10.5% of the net asset value of the Fund was invested in units of the Bond Fund, the RBC Global Equity Focus Fund, the RBC Global Bond Fund and the RBC QUBE Global Equity Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 100.0% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking less volatility than a typical all-stock portfolio and higher potential for growth than a typical all-bond portfolio;
- you want an investment that combines income and moderate capital growth potential; or
- you are planning to hold this investment for the medium-to-long term and can tolerate low investment risk.

The Fund is primarily intended for use by institutions and corporations.

The Fund's risk classification is based on the return of a blended index composed of the FTSE Canada Universe Bond Index (48.25%), FTSE World Government Bond Index hedged to the Canadian dollar (11.75%), S&P/TSX Capped Composite Total Return Index (13.00%), MSCI World Total Return Net Index (24.00%) and MSCI Emerging Markets Total Return Net Index (3.00%).

The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed income market, including Government of Canada, provincial and corporate bonds. The FTSE World Government Bond Index tracks the performance of local currency investment grade sovereign fixed income securities. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The MSCI World Total Return Net Index tracks the after tax performance of large- and mid-capitalization equity securities in developed market countries throughout the world. The MSCI Emerging Markets Total Return Net Index tracks the after tax performance of large- and mid-capitalization equity securities in emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series O*	$0.41	$1.29	$2.27	$5.16

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Balanced Pension Trust

FUND DETAILS			
Type of fund	Global neutral balanced		
Date started[1]	Series F – July 31, 2001		Series O – October 31, 2002
Type of securities	Series F and Series O trust units		
Eligibility	The Balanced Pension Trust is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[2]	Administration fee
	Series F	0.50%	0.01%
	Series O	–	0.01%

1 Although the Fund was created in September 1988, we did not offer units for sale under a simplified prospectus until July 2001. Before July 2001, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth and income by investing primarily in a well-diversified, balanced portfolio of Canadian common stocks, bonds and money market securities. The Fund also holds a portion of its assets in foreign common stocks.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest a significant portion or even all of the net asset value of the Fund in other funds managed by RBC GAM. We will only invest in units of other funds where the investment is consistent with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws. For example, as at the date of this Simplified Prospectus, we intend to invest approximately 100% of the Fund's net asset value in units of other funds managed by RBC GAM. However, in the future we may not make these investments or may elect to make investments in other funds.

The Fund's investment strategy will be implemented without regard to the impact of greater trading activity or portfolio turnover which may result in less tax efficiency.

We do not typically make large shifts in the Fund's asset mix. Our investment philosophy is based on the following three principles:

- investments in high-quality common stocks represent an effective vehicle for creating wealth over the long term;
- wealth preservation and income objectives are best met by balancing common stock and fixed-income investments; and
- the cyclical nature of markets requires the timely adjustment of the mix of common stock and fixed-income investments to achieve superior investment results.

We employ a strategic asset allocation approach, determining the appropriate asset mix within broad pre-established guidelines for each asset class as set out in the following table:

Asset class	Target weighting
Fixed-income	40%
Canadian equities	20%
Global equities	36%
Emerging markets equities	4%

The percentages specified above are target weightings for each asset class. We will manage the allocation so that it will be no more than 15% above or below the target weighting for the fixed-income asset class and no more than 10% above or below the target weighting for the Canadian equities, global equities and emerging markets equities asset classes.

The Fund may use derivatives such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 50% of its net asset value in non-Canadian securities.

The Fund has received exemptive relief to invest in German ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single German ETF and up to 20% of its net asset value in securities issued by German ETFs in aggregate.

The Fund has received exemptive relief to invest in UK Listed ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single UK Listed ETF and up to 20% of its net asset value in securities issued by UK Listed ETFs in aggregate.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 35.8%, 31.0%, 23.8% and 15.6% of the net asset value of the Fund was invested in units of the Bond Fund, the Canadian Equity Underlying Fund, the RBC Global Equity Focus Fund and the RBC QUBE Global Equity Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, two investors held 21.5% and 14.5%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking less volatility than a typical all-stock portfolio and higher potential for growth than a typical all-bond portfolio;
- you want an investment that combines capital growth and modest income potential; or
- you are planning to hold this investment for the medium-to-long term and can tolerate low to medium investment risk.

The Fund is primarily intended for use by institutions and corporations.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series F*	$6.15	$19.39	$33.98	$77.35
Series O*	$0.41	$1.29	$2.27	$5.16

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Growth Pension Trust

FUND DETAILS			
Type of fund	Global equity balanced		
Date started	Series O – July 15, 2019		
Type of securities[1]	Series O trust units		
Eligibility	The Growth Pension Trust is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series O	–	0.01%

1 Another series of units of the Fund exists, but is not offered under this Simplified Prospectus. The rights attached to this other series of units do not affect the rights attached to the series of units offered in this Simplified Prospectus.

2 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objectives of the Fund are to provide long-term capital growth and some income by investing primarily in a well-diversified, balanced portfolio of fixed-income and equity securities from anywhere around the world.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

To achieve the Fund's investment objectives, we invest a significant portion or even all of the net asset value of the Fund in other funds managed by RBC GAM. We will only invest in units of other funds where the investment is consistent with the investment objectives and strategies of the Fund and otherwise complies with applicable securities laws. For example, as at the date of this Simplified Prospectus, we intend to invest approximately 100% of the Fund's net asset value in units of other funds managed by RBC GAM. However, in the future we may not make these investments or may elect to make investments in other funds.

The Fund's investment strategy will be implemented without regard to the impact of greater trading activity or portfolio turnover which may result in less tax efficiency.

We do not typically make large shifts in the Fund's asset mix. Our investment philosophy is based on the following three principles:

› investments in high-quality common stocks represent an effective vehicle for creating wealth over the long term;
› wealth preservation and income objectives are best met by balancing common stock and fixed-income investments; and
› the cyclical nature of markets requires the timely adjustment of the mix of common stock and fixed-income investments to achieve superior investment results.

We employ a strategic asset allocation approach, determining the appropriate asset mix within broad pre-established guidelines for each asset class as set out in the following table:

Asset class	Target weighting
Fixed-income	25%
Canadian equities	25%
Global equities	45%
Emerging markets equities	5%

The percentages specified above are target weightings for each asset class. We will manage the allocation so that it will be no more than 15% above or below the target weighting for the fixed-income asset class and no more than 10% above or below the target weighting for the Canadian equities, global equities and emerging markets equities asset classes.

The Fund may use derivatives such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

› for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
› for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund has received exemptive relief to invest in German ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single German ETF and up to 20% of its net asset value in securities issued by German ETFs in aggregate.

The Fund has received exemptive relief to invest in UK Listed ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single UK Listed ETF and up to 20% of its net asset value in securities issued by UK Listed ETFs in aggregate.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into these types of transactions. For more information on how the Fund could engage in these transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- interest rate risk;
- credit risk;
- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- transaction cost risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the period from the Fund's inception to May 29, 2020, up to 29.3%, 19.2%, 16.8%, 11.5% and 11.7% of the net asset value of the Fund was invested in units of the RBC Global Equity Focus Fund, the RBC QUBE Global Equity Fund, the Bond Fund, the Canadian Equity Underlying Fund and the Canadian Equity Value Fund, respectively. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, one investor held 100.0% of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking less volatility than a typical all-stock portfolio and higher potential for growth than a typical all-bond portfolio;
- you want the potential for long-term capital growth and do not need income from your investment; or
- you are planning to hold this investment for the long term and can tolerate low to medium investment risk.

The Fund is primarily intended for use by institutions and corporations.

The Fund's risk classification is based on the return of a blended index composed of the FTSE Canada Universe Bond Index (20.50%), FTSE World Government Bond Index hedged to the Canadian dollar (4.50%), S&P/TSX Capped Composite Total Return Index (25.00%), MSCI World Total Return Net Index (45.00%) and MSCI Emerging Markets Total Return Net Index (5.00%).

The FTSE Canada Universe Bond Index tracks the performance of the Canadian investment grade, fixed income market, including Government of Canada, provincial and corporate bonds. The FTSE World Government Bond Index tracks the performance of local currency investment grade sovereign fixed income securities. The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index. The MSCI World Total Return Net Index tracks the after tax performance of large- and mid-capitalization equity securities in developed market countries throughout the world. The MSCI Emerging Markets Total Return Net Index tracks the after tax performance of large- and mid-capitalization equity securities in emerging market countries. Index returns are shown in Canadian dollars.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series O*	$0.41	$1.29	$2.27	$5.16

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Conservative Equity Income Fund

FUND DETAILS			
Type of fund	Canadian equity		
Date started[1]	Series A – June 28, 2018 Series F – August 20, 2018	Series O – June 26, 2015	
Type of securities[2]	Series A, Series F and Series O trust units		
Eligibility	The Conservative Equity Income Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[3]**	**Administration fee**
	Series A	1.60%	0.10%
	Series F	0.60%	0.10%
	Series O	–	0.05%

1 Although the Fund was created in April 2012, we did not offer units for sale under a simplified prospectus until June 26, 2015. Before June 26, 2015, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

2 Another series of units of the Fund exists, but is not offered under this Simplified Prospectus. The rights attached to this other series of units do not affect the rights attached to the series of units offered in this Simplified Prospectus.

3 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objective of the Fund is to provide a high and sustainable level of income, with the potential for capital appreciation and an emphasis on stable returns.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we invest primarily in dividend-paying Canadian common shares and, to a lesser extent, preferred shares and bonds.

When selecting companies in which to invest, we generally focus on securities which offer an attractive current yield combined with the following characteristics:

- superior management;
- industry leadership;
- a high level of profitability relative to others in that industry;
- a sound financial position;
- strong earnings and dividend growth; and
- a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment, to generate income or extend or reduce the duration of fixed-income investments.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this

Simplified Prospectus we do not expect that the Fund will invest more than 20% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- income trust risk;
- currency risk;
- foreign investment risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, two investors held 60.1% and 21.3%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking current income from high-quality Canadian companies; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

The Fund is primarily intended for use by institutions and corporations.

The Fund's risk classification is based on the Fund's returns and the return of the S&P/TSX Capped Composite Total Return Index.

The S&P/TSX Capped Composite Total Return Index tracks the performance of the Canadian equity market. The index imposes capped weights of 10% on all of the constituents in the S&P/TSX Composite Index.

Distribution policy

A distribution of net income is made in March, June and September. Net income and net realized capital gains may also be distributed periodically as management fee reimbursements. The remaining net income and net realized capital gains are distributed in December.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series A[1]	–	–	–	–
Series F*	$7.59	$23.91	$41.91	$95.40
Series O*	$0.62	$1.94	$3.40	$7.74

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

[1] We cannot provide information regarding the fees and expenses that would be indirectly borne by investors for Series A units because the Fund has not previously offered this series of units.

Phillips, Hager & North Canadian Equity Pension Trust

FUND DETAILS			
Type of fund	Canadian equity		
Date started[1]	Series O – June 30, 2004		
Type of securities[2]	Series O trust units		
Eligibility	The Canadian Equity Pension Trust is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[3]**	**Administration fee**
	Series O	–	0.02%

1 Although the Fund was created in March 1998, we did not offer units for sale under a simplified prospectus until June 2004. Before June 2004, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

2 Another series of units of the Fund exists, but is not offered under this Simplified Prospectus. The rights attached to this other series of units do not affect the rights attached to the series of units offered in this Simplified Prospectus.

3 No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objective of the Fund is to provide significant long-term capital growth by investing primarily in a well-diversified portfolio of Canadian common stocks.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

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

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund's investment strategies will be implemented without regard to the impact of greater trading activity or portfolio turnover which may result in less tax efficiency.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 10% of its net asset value in non-Canadian securities.

Phillips, Hager & North Canadian Equity Pension Trust

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's investment objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- concentration risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- small capitalization risk;
- transaction cost risk;
- derivatives risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

During the 12-month period prior to May 29, 2020, up to 11.5% of the net asset value of the Fund was invested in units of the Small Float Fund. If the Fund concentrates its investments in a particular issuer or issuers, an investment in the Fund will involve concentration risk.

As at May 29, 2020, five investors held 17.4%, 15.8%, 14.7%, 11.8% and 11.1%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking capital growth over the long term from investments in quality, primarily Canadian, growth companies; or
- you are planning to hold this investment for the long term and can tolerate medium investment risk.

The Fund is primarily intended for use by institutions and corporations.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series O*	$0.21	$0.65	$1.13	$2.58

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Small Float Fund

FUND DETAILS			
Type of fund	Canadian small/mid cap equity		
Date started[1]	Series F – October 31, 2002		Series O – July 30, 2002
Type of securities	Series F and Series O trust units		
Eligibility	The Small Float Fund is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	**Management fee[2]**	**Administration fee**
	Series F	1.00%	0.00%
	Series O	–	0.00%

[1] Although the Fund was created in February 1994, we did not offer units for sale under a simplified prospectus until July 2002. Before July 2002, units of the Fund were offered for sale in reliance on exemptions from the prospectus requirements of applicable securities laws.

[2] No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objective of the Fund is to provide long-term capital growth by investing primarily in a well-diversified portfolio of Canadian equity securities of smaller capitalized corporations.

Fundamental investment objectives may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

To achieve the Fund's investment objectives, we generally invest in small capitalization or less-liquid high-quality growth companies that have:

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

As described on the next page under *Who should invest in this Fund?*, the Fund is not intended as a stand-alone investment but as a small component in a broadly diversified Canadian equity portfolio.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 10% of its net asset value in non-Canadian securities.

We may invest up to 10% of the Fund's net asset value in units of other mutual funds managed by RBC GAM or an affiliate that are consistent with the investment objectives of the Fund. Investments in money market funds managed by RBC GAM or an affiliate are not subject to the 10% limit as permitted under NI 81-102.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- small capitalization risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- liquidity risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, two investors held 30.4% and 13.1%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if:

- you are seeking exposure to small-capitalization, less-liquid Canadian growth companies within a Canadian equity portfolio; or
- you are planning to hold this investment for the long term and can tolerate medium to high investment risk.

The Fund is not intended as a stand-alone investment, but as a small component in a broadly diversified Canadian equity portfolio.

The Fund is primarily intended for use by institutions, corporations and high net worth individuals.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, please see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series F*	$11.28	$35.54	$62.30	$141.82
Series O*	–	–	–	–

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Phillips, Hager & North Canadian Equity Plus Pension Trust

FUND DETAILS			
Type of fund	Canadian focused equity		
Date started	Series F – February 28, 1967		Series O – October 31, 2002
Type of securities	Series F and Series O trust units		
Eligibility	The Canadian Equity Plus Pension Trust is a qualified investment for RRSPs, RRIFs, DPSPs, RESPs, RDSPs and TFSAs.		
Fees and expenses	See *Fees and expenses* on page 126 for more details.		
	Series	Management fee[1]	Administration fee
	Series F	0.50%	0.06%
	Series O	–	0.03%

[1] No management fees are charged to the Fund with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%. Only certain investors qualify to purchase Series O units. See *Purchases, switches and redemptions* on page 119.

What does the Fund invest in?

Investment objectives

The fundamental investment objective of the Fund is to provide long-term capital growth by investing primarily in a well-diversified portfolio of Canadian common stocks which are qualified investments for registered Canadian pension plans. The Fund also holds a portion of its assets in foreign common stocks.

The fundamental investment objective of the Fund may only be changed with the approval of a majority of unitholders at a meeting called for that purpose. However, we may change the Fund's investment strategies described below, at our discretion.

Investment strategies

The Fund's investment process is primarily based on fundamental research, considering quantitative and technical factors, reviewing economic, industry and company-specific information and monitoring and reviewing companies. Stock selection decisions are ultimately based on an understanding of the company, its business and its outlook.

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

- superior management;
- industry leadership;
- a high level of profitability compared to their competitors;
- a sound financial position;
- strong earnings growth; and
- a reasonable valuation.

The Fund's investment strategies will be implemented without regard to the impact of greater trading activity or portfolio turnover which may result in less tax efficiency.

We consider environmental, social and governance (ESG) factors where material to the investment decision.

The Fund may use derivatives such as swaps, options, futures and forward contracts, as permitted by NI 81-102:

- for hedging purposes, including to protect against losses or reduce volatility resulting from changes in interest rates, market indices or foreign exchange rates including changes in the value of foreign currency relative to the Canadian dollar; and
- for non-hedging purposes, including as a substitute for direct investment or to generate income.

The Fund may use derivatives in accordance with relief obtained from applicable securities legislation as described under *Specific information about each of the Funds described in this Simplified Prospectus – Regulatory relief from investment restrictions* on page 13.

Any use of derivatives will be compatible with the Fund's investment objectives and strategies and will comply with applicable securities laws. For further information, see *Derivatives risk* on page 5.

The Fund may invest a portion of its net asset value in non-Canadian securities where such an investment is compatible with the investment objectives of the Fund. Although there is no specific limitation on the percentage of the net asset value of the Fund that may be invested in non-Canadian securities, as of the date of this Simplified Prospectus we do not expect that the Fund will invest more than 50% of its net asset value in non-Canadian securities.

We may from time to time invest a significant portion or even all of the Fund's net asset value in other funds managed by RBC GAM where we believe that an investment in other funds is a more efficient and cost effective way of achieving the Fund's objectives. We will only invest in units of other funds where the investment is compatible with the Fund's investment objectives and strategies, and otherwise complies with applicable securities laws.

The Fund has received exemptive relief to invest in German ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single German ETF and up to 20% of its net asset value in securities issued by German ETFs in aggregate.

The Fund has received exemptive relief to invest in UK Listed ETFs, as described under *Regulatory relief from investment restrictions* on page 13, subject to a limit of investing up to 10% of its net asset value in securities issued by a single UK Listed ETF and up to 20% of its net asset value in securities issued by UK Listed ETFs in aggregate.

We may depart temporarily from the Fund's fundamental investment objectives as a result of adverse market, economic, political or other considerations. In these circumstances, we may, as a temporary defensive tactic, increase the Fund's holdings of cash or short-term money market securities.

The Fund may enter into securities lending transactions, repurchase transactions and reverse repurchase transactions, as permitted by applicable securities laws, to earn additional income for the Fund. The Fund does not currently enter into repurchase transactions and reverse repurchase transactions. For more information on how the Fund could engage in these transactions, see *How the Funds engage in securities lending transactions, repurchase transactions and reverse repurchase transactions* on page 15.

What are the risks of investing in the Fund?

The principal risks associated with an investment in this Fund are as follows:

- market risk;
- currency risk;
- foreign investment risk;
- income trust risk;
- derivatives risk;
- multiple series risk;
- securities lending, repurchase and reverse repurchase risk;
- large investor risk; and
- cyber security risk.

As at May 29, 2020, two investors held 82.1% and 10.7%, respectively, of the net asset value of the Fund. If an investor holds units representing a large portion of the outstanding units of the Fund, an investment in the Fund will involve large investor risk.

These and other risks which may also apply to the Fund are described in the section called *What are the risks of investing in a mutual fund?* on page 3.

Who should invest in this Fund?

This Fund may be right for you if you are planning to hold this investment for the long term and can tolerate medium investment risk.

This Fund is primarily intended for use by institutions, corporations and capital accumulation plans seeking a diversified portfolio that includes Canadian and foreign equity securities.

Distribution policy

All net income and net realized capital gains are distributed annually, in December, except for net income and net realized capital gains distributed periodically as management fee reimbursements.

Distributions from the Fund are automatically reinvested in units of the Fund unless you tell us in advance that you want to receive your distributions in cash. For more information about distributions, see the section called *Distributions from the Funds* on page 132.

Fund expenses indirectly borne by investors

This table is intended to help an investor compare the cost of investing in this Fund with the cost of investing in other mutual funds or in another series of this Fund, if applicable. See *Purchases, switches and redemptions – How to buy, redeem and switch* on page 119 for a description of each series and their availability.

This table shows the fees and expenses paid by the Fund that are indirectly borne by an investor. See *Fund expenses indirectly borne by investors* on page 12 for the assumptions we are required to use in this table and see *Fees and expenses* on page 126 for more information.

	1 year	3 years	5 years	10 years
Series F*	$6.66	$21.00	$36.81	$83.80
Series O*	$0.31	$0.97	$1.70	$3.87

* Based on a $1,000 investment and 5% return each year. Actual performance may vary.

Purchases, switches and redemptions

How the units are valued

Each Fund's units are divided into several series. Each series is divided into units of equal value. When you invest in a Fund, you are actually purchasing units of a specific series of the Fund.

All transactions are based on the series net asset value per unit ("unit value"). We determine the unit value at the close of trading on each valuation day. A valuation day is defined as any day that the Toronto Stock Exchange (the "TSX") is open for business, and/or any day or days as we determine, subject to compliance with applicable securities laws.

The unit value is the price used for all purchases and redemptions of units of that series (including purchases made on the reinvestment of distributions). The price at which units are issued or redeemed is based on the next applicable unit value determined after the receipt by RBC GAM of the complete purchase, switch or redemption order.

Here is how we calculate the unit value of each series of a Fund:

- We take the fair value of all the investments and other assets allocated to the series.
- We then subtract the liabilities allocated to that series. This gives us the net asset value for the series.
- We divide this amount by the total number of units of the series that investors in the Fund are holding. That gives us the unit value for the series.

To determine what your investment in a Fund is worth, simply multiply the unit value of the series of units you own by the number of units you own.

Although the purchases and redemptions of units are recorded on a series basis, the assets attributable to all of the series of a Fund are pooled to create one fund for investment purposes. Each series pays its proportionate share of fund costs in addition to its management fee and administration fee. The difference in fund costs, management fees and administration fees between each series means that each series has a different net asset value per unit.

You can get the net asset value of a Fund or the net asset value per unit for a series of a Fund, at no cost, on the Phillips, Hager & North investment funds website at *www.rbcgam.com* or by calling us, for the Pension Trusts at 1-855-408-6111 and for all other Funds at 1-800-661-6141, or by sending an email, for the Pension Trusts, to *institutions@phn.com* and for all other Funds, to *info@phn.com* or by asking your dealer.

How to buy, redeem and switch

Each Fund is permitted to have an unlimited number of series of units and may issue an unlimited number of units of each series. Not all dealers make all series available to investors. Your dealer is responsible for recommending the series most suitable for you.

Pension Trusts are primarily intended for use by institutions, corporations and in some cases, high net worth individuals.

Series A units

Series A units are available to all investors and may only be purchased, switched or redeemed through authorized third-party dealers. The Funds pay management fees to us with respect to Series A units. A portion of the management fee that is charged to the Funds is paid by us to the dealer as an ongoing service fee known as a trailing commission.

Advisor Series units

Advisor Series units may only be purchased, switched or redeemed through authorized third-party dealers. The Funds pay us management fees with respect to Advisor Series units. A portion of the management fee that is charged to the Funds is paid by us to the dealer as a trailing commission. When you invest in Advisor Series units, you may choose the initial sales charge or low-load sales charge option. Your dealer may switch your Advisor Series units purchased under the low-load sales charge option into Advisor Series units under the initial sales charge option. However, we do not initiate any such switches. Please see *Purchases* on page 122.

Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

Series T5 units

Series T5 units are available through authorized dealers, including RBC Dominion Securities Inc. and RBC Direct Investing Inc. A portion of the management fee that is charged to the Funds is paid by us to the dealer as a trailing commission.

Series H units

Series H units are only available to investors who invest and maintain the required minimum balance with authorized dealers, including RBC Dominion Securities Inc. and RBC Direct Investing Inc. A portion of the management fee that is charged to the Funds is paid by us to the dealer as a trailing commission. Effective June 30, 2016, Series H units of the Monthly Income Fund are no longer available for purchase by new investors. Investors who held Series H units of the Monthly Income Fund on June 30, 2016 can continue to make additional investments into the Monthly Income Fund.

Series D units

Series D units may be purchased, switched or redeemed through Phillips, Hager & North Investment Funds Ltd., or certain other authorized dealers (primarily discount brokers) and, in some cases, us. The Funds pay us management fees with respect to Series D units. There are no sales charges or commissions paid for Series D units when purchased directly through Phillips, Hager & North Investment Funds Ltd. A portion of the management fee that is charged to the Funds may be paid by us to selected authorized dealers (including Phillips, Hager & North Investment Funds Ltd.) as a trailing commission.

Series F and Series FT5 units of non-Pension Trusts

Series F and Series FT5 units of non-Pension Trusts are available to investors who have fee-based accounts with their dealers. These investors pay their dealer a fee directly for investment advice or other services. Series F and Series FT5 units of non-Pension Trusts may only be purchased, switched or redeemed through authorized dealers, and not directly through us. The non-Pension Trusts pay us management fees with respect to Series F and Series FT5 units. We do not pay any sales charge or commission to dealers who sell Series F or Series FT5 units, which means we can charge a lower management fee.

Series F units of the Pension Trusts

Series F units of the Pension Trusts are available to large private or institutional investors who have fee-based accounts with us or authorized dealers and make the required minimum investment and minimum subsequent investment as determined by us from time to time. These investors pay us or their dealer a fee directly for investment advice or other services. Series F units of the Pension Trusts may only be purchased, switched or redeemed through us or authorized dealers. The Pension Trusts pay us management fees with respect to Series F units. We do not pay any sales charge or commission to dealers who sell Series F units, which means we can charge a lower management fee.

Series I units

Series I units are only available to investors who invest and maintain the required minimum balance and who have fee-based accounts with their dealers. These investors pay their dealer a fee directly for investment advice or other services. We do not pay any commission to dealers who sell Series I units, which means that we can charge a lower management fee. Effective June 30, 2016, Series I units of the Monthly Income Fund are no longer available for purchase by new investors. Investors who held Series I units of the Monthly Income Fund on June 30, 2016 can continue to make additional investments into the Monthly Income Fund.

Minimum balances

For Series A, Advisor Series, Series T5, Series H, Series D, Series F, Series FT5 and Series I units, you must maintain a minimum balance for each Fund. The table below outlines these minimums along with the minimum requirements for additional investments. We may change or waive these minimums at any time, at our sole discretion. For more information about automatic purchase plans, please refer to that section on page 125.

Applicable series	Minimum balance	Minimum additional investments/ pre-authorized purchase plans
Series A	$500	$25
Advisor Series	$500	$25
Series T5	$500	$25
Series H	$200,000	$25
Series D	$500	$25
Series F[1]	$500	$25
Series FT5	$500	$25
Series I	$200,000	$25

[1] Series F units of the Pension Trusts are available to large private or institutional investors who have fee-based accounts with us or authorized dealers and make the required minimum investment and minimum subsequent investment as determined by us from time to time.

Generally, if you purchase Series D units of the Funds directly through Phillips, Hager & North Investment Funds Ltd., you must make an initial investment of at least $25,000. This $25,000 may be spread across different accounts. Subsequent purchases must be at least $1,000 unless you buy units through an automatic purchase plan. We may change or waive these minimum amounts at any time, at our discretion.

If you buy units through an automatic purchase plan, you must have at least $10,000 in your accounts with Phillips, Hager & North Investment Funds Ltd. and each purchase must be at least $100. For more information about automatic purchase plans, please refer to that section on page 125.

Series O units

Series O units are only available to large private or institutional investors who make the required minimum investment and minimum subsequent investment as determined by us from time to time. No management fees are payable by the Funds in respect of Series O units. Unitholders pay a negotiated fee directly or indirectly to us which will not exceed 2%. Series O units may only be purchased, switched or redeemed through us or, in certain circumstances, certain of our affiliates.

It is up to you and your advisor to determine which series is appropriate for you. Different series may have different minimum investment levels, may require you to pay different fees and expenses, and may affect the compensation we pay to a dealer. For more details see *Dealer compensation* on page 130 and *Fees and expenses* on page 126.

All Series

If your balance falls below the minimum required balance for a particular Fund or series, or you otherwise become ineligible to hold a particular Fund or series, we may require you to bring the value of your account up to the minimum, or we may redeem, reclassify or switch your units, as applicable. Where a unitholder is or becomes a citizen or resident of the United States or a resident of any other foreign country, we may require such unitholder to redeem their units if their participation has the potential to cause adverse regulatory or tax consequences for a Fund or other unitholders of a Fund. If we redeem, reclassify or switch your units, the effect will be the same as if you initiated the transaction. For redemptions in non-registered accounts, we may transfer the proceeds to you, and for redemptions in registered plans, we may transfer the proceeds to a registered savings deposit within the plan. We will not give you or your dealer notice prior to taking any action.

RBC GAM must receive your order to buy, redeem or switch your units before the applicable cut-off time to receive that day's unit value. It is the responsibility of your dealer to transmit orders to us in a timely manner and assume all associated costs.

If we receive your order before 4:00 p.m. Eastern Time on a valuation day (and before 1:00 p.m. Eastern Time on December 24, if that day is a valuation day), your order will be processed using that day's unit value. A separate unit value is calculated for each series of units. If we receive your order after 4:00 p.m. Eastern Time on a valuation day (and after 1:00 p.m. Eastern Time on December 24, if that day is a valuation day), your order will be processed using the next valuation day's unit value. If we determine that the unit value will be calculated at a time other than after the usual closing time of the TSX, the unit value paid or received will be determined relative to that time. All orders are processed by RBC GAM within two business days. You will find more information about buying, redeeming and switching units of the Funds in the Funds' Annual Information Form. If you are placing your order through another dealer, that dealer may establish earlier cut-off times. Check with your dealer for details.

There are no charges for opening an account or buying units of the Funds directly through Phillips, Hager & North Investment Funds Ltd., or us. If you buy units of the Funds through another registered dealer, that dealer may charge you a fee for buying your units. These fees are negotiated between you and your dealer.

In certain circumstances, you may make arrangements to buy, switch or redeem units by telephone. In the event this service is set up, you may place your orders with Phillips, Hager & North Investment Funds Ltd. by telephone. For security reasons, telephone orders are recorded. Under certain circumstances, you may place transaction requests with Phillips, Hager & North Investment Funds Ltd. via its website at *www.phn.com*. In order to use this service, you must accept the website terms of use and Internet Access Agreement.

Restrictions on purchasing units of certain Funds

Effective June 30, 2016, Series H and Series I units of the Monthly Income Fund are no longer available for purchase by new investors. Investors who held Series H and Series I units of the Monthly Income Fund on June 30, 2016 can continue to make additional investments into the Monthly Income Fund. Please contact us or your dealer for more information.

Effective April 17, 2020, units of the High Yield Bond Fund are no longer available for purchase by new investors. Investors who held units of the High Yield Bond Fund on April 17, 2020 can continue to make additional investments into the High Yield Bond Fund. In addition, PH&N may also maintain capacity for certain investors, including investment funds managed by PH&N or its affiliates, that may invest in the High Yield Bond Fund. Please contact us or your dealer for more information.

When you buy units of a Fund through Phillips, Hager & North Investment Funds Ltd., you have to include full payment for your units with your order. If you buy units of a Fund through another registered dealer, you or your dealer must send full payment within two business days. For units of the Canadian Money Market Fund and the $U.S. Money Market Fund, your dealer must send payment within one business day of the date the dealer sends in your order. Your dealer is responsible for sending in your order the same day that the dealer receives it from you.

If we do not receive payment in full within the time limits described above or if a cheque is returned because of insufficient funds, the units that you bought will be redeemed on the next valuation day. If they are redeemed for more than you paid, the Fund will keep the difference. If they are redeemed for less than you paid, your dealer will be charged for the difference plus any costs. Your dealer may, in turn, charge you for these amounts.

We have the right to refuse any order to buy or switch units. We must do so within one business day from the time we receive the order. If your order is refused, your money will be returned to you in full, without interest.

Short-term trading

Most mutual funds are considered long-term investments, so we discourage investors from buying, redeeming or switching units frequently.

Some investors may seek to trade Fund units frequently in an effort to benefit from differences between the value of a Fund's units and the value of the underlying securities (market timing). These activities, if undertaken by unitholders, can negatively impact the value of the Fund to the detriment of other unitholders. They may also increase a Fund's transaction costs. Excessive short-term trading can also reduce a Fund's return because the Fund may be forced to hold additional cash to pay redemption proceeds or, alternatively, to sell portfolio holdings, thereby incurring additional trading costs.

Depending on the Fund and the particular circumstances, we will employ a combination of preventative and detective measures to discourage and identify excessive short-term trading in funds managed by RBC GAM, including:

- fair value pricing of securities held by a Fund;
- imposition of short-term trading fees; and
- monitoring of trading activity and refusal of trades.

Fair value pricing

The TSX closes at 4:00 p.m. Eastern Time. We use the market value for securities as of 4:00 p.m. Eastern Time to price the North American securities held in the Funds' portfolios. However, the trading hours for most foreign (i.e. non-North American) securities end prior to the 4:00 p.m. Eastern Time close of the TSX. For example, the most recent closing price for a security which trades primarily in Asian markets may be as much as 15 hours old by 4:00 p.m. Eastern Time. Therefore, we have procedures in place to fair value foreign securities traded in countries outside North America on a daily basis, to avoid stale prices and to take into account, among other things, any significant events occurring after the close of a foreign market. Accordingly, the value calculated on fair valued securities for purposes of calculating a Fund's net asset value may differ from that security's most recent closing market price. As a means of evaluating our fair value process, we will routinely compare closing market prices, the next day's opening prices in the same markets, and adjusted fair value prices. These procedures are designed to minimize the potential for market timing strategies, which are largely focused on Funds with significant holdings of foreign securities. They may also be used in respect of foreign securities held by an underlying fund in which a Fund may invest, indirectly affecting the net asset value of the Fund.

Short-term trading fee

A fee of 2% of the amount redeemed or switched will be charged if you invest in units of a Fund (excluding money market funds) for a seven-day period or less.

Fees charged will be paid directly to the Fund, and are designed to deter excessive trading and offset its associated costs. For the purposes of determining whether the fee applies, we will consider the units that were held the longest to be the units which are redeemed first. The fee may not apply in certain circumstances, including:

- pre-authorized, auto switch or systematic withdrawal plans;
- redemption of units by omnibus accounts;
- redemptions of units purchased by the reinvestment of distributions;
- reclassification of units from one series to another series of the same Fund; or
- redemptions triggered by portfolio rebalancing initiated by RBC GAM, another Fund, a mutual fund where redemption notice requirements have been established by RBC GAM, or a discretionary allocation program.

Monitoring of trading activity

RBC GAM regularly monitors transactions in all of the Funds. RBC GAM has established criteria for each Fund that is applied fairly and consistently in an effort to eliminate trading activity that RBC GAM deems potentially detrimental to long-term unitholders. RBC GAM has the right to restrict or reject any purchase or switch order without any prior notice, including transactions accepted by your dealer.

Generally speaking, your trading may be considered excessive if you sell or switch your units of a Fund within 90 days of buying them on more than one occasion.

RBC GAM has the right to consider trading activity in multiple accounts under common ownership, control or influence as trading in a single account when exercising our right to reject a purchase or switch. **Whether your trading is considered excessive will be determined in our sole discretion.**

Purchases

Series A, Series T5, Series H, Series D, Series F, Series FT5, Series I and Series O units are no load, which means you can buy, redeem or switch Series A, Series T5, Series H, Series D, Series F, Series FT5, Series I and Series O units of a Fund through certain dealers without paying a commission. See *Fees and expenses* on page 126 and *Dealer compensation* on page 130 for more information.

We may limit or "cap" the size of a Fund by restricting new purchases, including units bought through switches. We will continue to permit redemptions and the calculation of the Fund's unit value for each series. We may subsequently decide to start accepting new purchases or switches to that Fund at any time.

Restrictions apply to purchases of units of certain Funds. Please see *Restrictions on purchasing units of certain Funds* on page 121.

About sales charges: Advisor Series units

There are no sales charges when you purchase Series A, Series T5, Series H, Series D, Series F, Series FT5, Series I and Series O units of the Funds.

When you invest in Advisor Series units of a Fund you may choose the initial sales charge or low-load sales charge option. Your dealer can help you decide which option is right for you. The sales charge compensates your dealer for the advice and service your dealer provides to you. Your dealer may switch your Advisor Series units purchased under the low-load sales charge option into Advisor Series units under the initial sales charge option. However, we do not initiate any such switches.

Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

Initial sales charge (Paying when you buy your Advisor Series units)

If you choose the initial sales charge option, you pay a sales commission when you buy Advisor Series units of a Fund. The commission is a percentage of the amount you invest and is paid to your dealer. See *Dealer compensation* on page 130 for details. You negotiate the actual commission with your dealer. We deduct the percentage from the amount you invest and pay it to your dealer. See *Fees and expenses* on page 126 for the sales charge schedule.

Low-load sales charge (Paying when you redeem your Advisor Series units)

If you choose the low-load sales charge option, you do not pay a commission when you invest in the Advisor Series units of a Fund. The entire amount of your purchase goes toward your investment and we pay your dealer a commission directly. See *Dealer compensation* on page 130 for details.

If you sell your Advisor Series units within two years of buying them, we will deduct from your redemption proceeds the sales charge, which is a percentage of the cost of your Advisor Series units at the time you purchased them.

However, you will not pay a low-load sales charge on:

- units you hold for two years or more;
- units switched from one Fund to another Fund, provided that you remain within the same series and purchase option;
- units that qualify for the 10% free redemption amount, which we explain below;
- cash distributions; and
- units received from reinvested distributions.

See *Fees and expenses* on page 126 for details of the low-load sales charge schedule.

Free redemption amount

Every calendar year, you can redeem up to 10% of your Advisor Series units that would otherwise be subject to the low-load sales charge, at no charge.[1] This is the 10% free redemption amount. The 10% free redemption amount is calculated as 10% of:

- the number of units you owned as of December 31 of the preceding year, plus
- the number of units you purchased during the applicable calendar year other than units received from reinvested distributions.

You can use up your 10% free redemption amount in one sale or spread it out over several sales, whichever you prefer. You cannot carry forward any unused portion to the next year.

If you switch from units of one Fund to another Fund, we will transfer the 10% free redemption amount on those units from the first Fund to the second Fund.

What else you need to know

If you purchase some Advisor Series units of a Fund through the initial sales charge option and other Advisor Series units of the same Fund through the low-load sales charge option, your dealer can tell us which units you wish to redeem. If your dealer does not tell us, we will redeem any units you bought with an initial sales charge before we redeem units you hold under the low-load sales charge option to minimize your sales charges.

We will not accept orders to buy units during a period when we have suspended the right of unitholders to redeem units. See *When you may not be allowed to redeem your units* on page 125 for more details.

[1] Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020. The low-load sales charge will be waived upon re-designation to Series A units.

Switching between Funds

You may redeem units of one Fund managed by RBC GAM to buy units of another Fund managed by RBC GAM or, in some cases, an affiliate. This is called "switching." You may do so as long as you:

- maintain the relevant minimum balance in each Fund; and
- switch for units purchased under the same sales charge option (Advisor Series only).

The same rules for buying and redeeming units of the Funds apply to switches.

Once we receive your order to switch, we will redeem your units in the Fund from which you are switching and use the proceeds to buy units of the other Fund to which you are switching.

There are no fees for switching units of a Fund or switching into or out of units of a Fund, other than short-term trading fees (please refer to the heading *Short-term trading fee* on page 122). **These switches will constitute a disposition and may result in a capital gain or loss for income tax purposes. You are responsible for tracking and reporting to the CRA any capital gain or loss that you realize. For information about income tax considerations, please see *Income tax considerations for investors* on page 132.**

For Advisor Series units, you can switch units from one Fund to another Fund as long as you switch for units purchased under the same sales charge option.

We may suspend or restrict your switching privileges if you switch between Funds too often.

Restrictions on purchases of units of certain Funds also apply in respect of switches into units of those Funds. See *Restrictions on purchasing units of certain Funds* on page 121.

For information about automatic switching, please refer to the section called *Investment allocation plans* on page 126.

Re-designation

A switch between series of units of a Fund is called a "re-designation." With our prior approval, you can re-designate from one series of units of a Fund to another series of units of the same Fund, as long as you are eligible to hold that series of units. If you are no longer eligible to hold a series of units, we will switch you out of that series to another series of units of the same Fund, as appropriate.

We do not charge any fees to switch between series of the same Fund. Switching units of one series to units of another series of the same Fund is not considered a disposition for tax purposes.

If you re-designate units you hold to Advisor Series units purchased under a low-load sales charge option, the re-designated Advisor Series units will be subject to a sales charge upon redemption if the units are redeemed within the period of time that a low-load sales charge would apply.[1] See *Fees and expenses* on page 126 for details of the deferred and low-load sales charge schedule.

Units of any series may at any time, without notice to unitholders but upon two days' prior written notice to the trustee of the Funds, be re-designated by RBC GAM as units of a different series of the same Fund based on the applicable series unit value for the two series of units on the date of the re-designation, provided that no such re-designation shall be made which in the opinion of RBC GAM adversely affects the pecuniary value of the interest of the holder of such units.

Redemptions

With the exception of the short-term trading fee (please refer to the heading *Short-term trading fee* on page 122), there are no charges for redeeming units of the Funds directly through us or Phillips, Hager & North Investment Funds Ltd. If you redeem units of the Funds through another registered dealer, that dealer may charge you a fee for redeeming your units. If you purchase Advisor Series units using the low-load sales option, we deduct a sales charge from the redemption amount in certain circumstances as described under *About sales charges: Advisor Series units* on page 123.

When you redeem units of a Fund, we will send you your money within two business days if:

- instructions necessary to complete the transaction have been received; and
- any payment for buying the same units that you are redeeming has cleared.

However, you may receive the money later due to mail delays.

RBC GAM must receive your redemption request before the applicable cut-off time to redeem your units at that day's unit value. Once the instructions necessary to complete the transaction are received by us from your dealer, your money will be released to you. If these instructions are not received within 10 business days of the redemption, the units you redeemed will be bought back on the next valuation date. If they are bought back for less than you redeemed them for, the Fund keeps the difference. If they are bought back for more than you redeemed them for, your dealer will be charged for the difference plus any costs. Your dealer may, in turn, charge you for these amounts.

[1] Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020. The low-load sales charge will be waived upon re-designation to Series A units.

For information about automatic withdrawals, please refer to *Automatic withdrawal plans* on page 126.

When you may not be allowed to redeem your units

In extraordinary circumstances, we may suspend the right of investors to redeem units of a Fund. These circumstances include when:

- normal trading is suspended on any stock exchange on which securities or derivatives that make up more than half of the Fund's total assets by value are traded; or
- we have permission from the applicable securities regulatory authority.

We reserve the right to require any unitholder of a Fund to redeem such unitholder's entire holding or a portion of units of the Fund at our sole discretion including where a unitholder is or becomes a U.S. citizen or resident of the United States or a resident of another foreign country if we conclude that their participation has the potential to cause adverse regulatory or tax consequences for a Fund or other unitholders of a Fund.

Optional services

Types of accounts available

If you purchase units of a Fund from Phillips, Hager & North Investment Funds Ltd., they offer non-registered taxable investment accounts, registered accounts for various types of plans and Tax Free Savings Accounts ("TFSAs"). With these accounts, you can create a customized portfolio using any combination of our investment funds and other authorized investments. There are no administration fees for any type of account or service.

Investment accounts are available for any investor including individuals (singularly or jointly), trusts, corporations, foundations and endowments.

RRSP accounts are for Registered Retirement Savings Plans ("RRSPs"). You receive a tax deduction for your contributions (subject to limits) and do not pay tax on the income from your investment or the growth in value until you withdraw money from the account.

RRIF accounts are for your Registered Retirement Income Fund ("RRIF"). This account allows you to make regular withdrawals, according to certain tax rules. You do not pay tax on the income or growth from your investment until you withdraw money from the account.

RESP accounts are for your Registered Education Savings Plan ("RESP") and can be used towards the future cost of education for family members. The income and growth from your investment are tax sheltered and under certain conditions your plan may qualify for government grants. To have an RESP account you must satisfy the investment account minimum.

TFSAs are also available through Phillips, Hager & North Investment Funds Ltd. You do not pay tax on the income from your investment held in a TFSA or the growth in value.

We also offer registered plans for:

- spousal retirement plans, to let you contribute to an RRSP in your spouse's name;
- transfers of retiring allowances, and transfers from registered pension plans and deferred profit sharing plans ("DPSPs");
- Locked-In Retirement Accounts ("LIRAs");
- Locked-In Retirement Income Funds ("LRIFs"); and
- Life Income Funds ("LIFs").

You should consult your tax advisor for more information about the tax implications of registered plans.

Automatic purchase plans

If you want to invest in a Fund on a regular basis, you can use our automatic purchase plan.[1]

Here is how the plan works:

- See *Purchases, switches and redemptions – Minimum balances* on page 120 for the minimum initial investment and the minimum additional investments required for each series of units of a Fund.
- If you do not invest the minimum balance amount, you must build up to the minimum balance within one year (for Series H, Series D, Series I and Series O units the minimum investment must be made up front).
- You can invest weekly, bi-weekly, semi-monthly, monthly, quarterly, semi-annually or annually, depending on the kind of account you have. For more information, please ask your dealer.
- We will automatically transfer money from your bank account with any financial institution to purchase units in the Fund you choose.
- We will cancel your plan if your payment is returned due to insufficient funds in your bank account.
- A trade confirmation is issued only for the first trade. All future trades will be reflected on your account statement.
- If you make regular investments in the Funds through an automatic purchase plan, you will receive a copy of the new simplified prospectus that we file each year for the Funds.
- Additional information regarding automatic purchase plans is contained in the forms that you must complete to set up a plan.

[1] Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020. Purchases made through pre-authorized purchase plans established before June 26, 2020 will be permitted until August 4, 2020.

Automatic reinvestment of distributions

We will reinvest your distributions to buy additional units of the Fund, unless you tell us in advance that you want to receive your distributions in cash.

If you hold your account with another dealer, please contact your dealer to find out how the reinvestment of distributions is managed.

Automatic withdrawal plans

You can make regular withdrawals by instructing us to redeem units of your Phillips, Hager & North investment fund automatically. Automatic withdrawals can provide steady income from your accounts.

Investment allocation plans

You can arrange to gradually transfer your investment in one Phillips, Hager & North investment fund to one or more other Phillips, Hager & North investment funds. You decide the amount and frequency of these allocations based on your investment needs, objectives and risk tolerance. This service may be useful to you if you want to adjust your investments to reflect a change in your needs or gradually diversify your investments over time. This can lower the average cost of your portfolio and is sometimes called "dollar cost averaging."

Fees and expenses

A brief description of the fees and expenses that you may have to pay if you invest in the Funds is set out in the table below. You may have to pay some of these fees and expenses directly. The Funds may pay some of these fees and expenses, which will therefore reduce the value of your investment in the Funds.

FEES AND EXPENSES PAYABLE BY THE FUNDS

Management fees	Each Fund pays an annual fee to RBC GAM with respect to Series A, Advisor Series, Series T5, Series H, Series D, Series F, Series FT5 and Series I units issued by the Fund for its services as manager of the Fund. RBC GAM, in its capacity as manager of each Fund, manages the day-to-day business of each Fund. RBC GAM acts as principal portfolio manager of each Fund, managing the investment portfolios of each Fund, either directly or through sub-advisors. This management fee, which is listed under the heading *Fund details* at the beginning of each Fund description, is calculated and accrued daily and varies for each series of units of each Fund, and is subject to applicable taxes, including goods and services tax ("GST")/harmonized sales tax ("HST"). The Funds do not pay a management fee with respect to Series O units. Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to RBC GAM which will not exceed 2% for investment services provided pursuant to an agreement between the investor and RBC GAM, and will be subject to applicable taxes including GST/HST. RBC GAM, in its capacity as manager of the Funds, manages the day-to-day business of the Funds. This includes, but is not limited to, negotiating contractual agreements with and oversight of service providers, preparing reports to mutual fund unitholders and securities regulatory authorities, arranging for distribution and appointment of distributors for the Funds, paying trailing commissions and conducting certain marketing activities. RBC GAM acts as principal portfolio manager of the Funds, managing the investment portfolios and executing portfolio transactions for the Funds directly. RBC GAM may, in some years and in certain cases, absorb a portion of a series' management fee. The decision to absorb the management fee is determined at the discretion of RBC GAM, without notice to unitholders.

	RBC GAM may reduce the management fee borne by investors who have made substantial investments in the Funds. RBC GAM may decide to do this for a number of reasons, including the value of the assets RBC GAM manages for the investor and RBC GAM's relationship with the investor. RBC GAM calculates the amount of the reduction using a sliding scale based on the value of the investor's assets that RBC GAM manages. The amount of the reduction is not negotiable. It is determined by RBC GAM, at its discretion. An amount equal to the reduction is paid to the applicable investors as a special distribution from the Fund (a "management fee distribution"), and is automatically reinvested in additional units. Management fee distributions are paid first out of net income and net realized capital gains, and thereafter as a return of capital. Return of capital represents a return to the investor of a portion of their own invested capital. Except with respect to Advisor Series units, unitholders will be provided with written notice of any change to these fees (and any other fee charged to a Fund) that could result in an increase in charges to a Fund at least 60 days before the change becomes effective.
Operating expenses	We pay certain operating expenses of the Funds. These expenses include regulatory filing fees and other day-to-day operating expenses including, but not limited to, annual fees, meeting fees and reimbursement for expenses to members of the IRC, recordkeeping, accounting and fund valuation costs, custody fees, audit and legal fees, and the costs of preparing and distributing annual and interim reports, prospectuses, fund facts, statements and investor communications. In return, each Fund pays RBC GAM a fixed administration fee. The administration fee is calculated and accrued daily on the net asset value of each series of units of a Fund and may vary by series of units and by Fund. Such fees are listed under the heading *Fund details* at the beginning of each Fund description, and are subject to applicable taxes including GST/HST. The amount of operating expenses paid by us in exchange for the payment of the administration fee may exceed or be less than the administration fee in any particular period. Each Fund will continue to pay certain operating expenses directly, including any IRC costs and expenses that are not related to annual fees, meeting fees and reimbursement for expenses to members of the IRC, the cost of any new government or regulatory requirements and any borrowing costs (collectively, "other Fund costs") and taxes (including GST/HST as applicable). Other Fund costs will be allocated among Funds and among each series of units of a Fund in a fair and equitable manner in accordance with the services used. Except with respect to Advisor Series units, unitholders will be provided with written notice at least 60 days before the basis of calculating any of these expenses (or any other expense charged to a Fund) is changed in any other way that could result in an increase in charges to a Fund. We may, in some years and in certain cases, absorb a portion of a series' administration fee or other Fund costs. The decision to absorb the administration fee or other Fund costs is determined at the discretion of Phillips, Hager & North, without notice to unitholders.

	The Funds may invest in units of other funds managed by RBC GAM or its affiliates. These other funds have their own fees and expenses to pay in addition to those paid by any funds that invest in them. However, a Fund will not invest in units of another fund if the Fund would be required to pay any management or incentive fees in respect of that investment that a reasonable person would believe duplicates a fee payable by the other fund for the same service. In addition, a Fund will not invest in another fund managed by RBC GAM if any sales or redemption fees are payable in respect of the investment or invest in any other fund if the Fund would be required to pay any sales or redemption fees in respect of the investment that a reasonable person would believe duplicates a fee payable by unitholders. Effect of GST/HST on Management Expense Ratio A Fund is required to pay GST/HST on management fees and administration fees charged to the Fund. In general, the HST rate depends on the residence of a Fund's unitholders at a certain point in time. Changes in existing GST/HST rates, changes to which provinces impose HST and changes in the breakdown of the residence of a Fund's unitholders will have an impact on the management expense ratio of a Fund. Independent Review Committee The IRC acts as the independent review committee of the Funds. Each IRC member is entitled to receive an annual fee of $55,000 ($65,000 for the Chair), a meeting fee of $5,000 for each regularly scheduled IRC meeting and a meeting fee of $1,500 for additional meetings by conference call. Each member of the IRC is also reimbursed for expenses in connection with performing his or her duties in this regard. These fees and expenses are operating expenses paid by RBC GAM, and in return, each Fund pays a fixed administration fee to RBC GAM.

FEES AND EXPENSES PAYABLE DIRECTLY BY YOU

Sales charges	The Series A, Series T5, Series H, Series D, Series F, Series FT5, Series I and Series O units of the Funds are "no load," which means you can buy, redeem or switch units of these series through Phillips, Hager & North Investment Funds Ltd., us and certain dealers, without paying a sales charge. You may have to pay a sales charge if you choose to buy Advisor Series units under the initial sales charge option. You and your dealer negotiate the amount you pay. The charge may range from 0% to 5% of the purchase price. We deduct the sales charge from the amount you invest and pay it to your dealer as a commission. Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020.

Switch fees	There is no fee payable to us for re-designating your units from one series to another series of the same Fund or from switching from one Fund to another Fund. You may have to pay your dealer a fee of up to 2% of the net asset value of the units you switch when you switch Advisor Series units between Funds. This fee is not paid to the Fund. You negotiate the fee with your dealer and pay it directly to the dealer. RBC GAM may charge a short-term trading fee if you switch your units within seven days of buying them. Please see *Short-term trading fee* on page 122 of this Simplified Prospectus.
Redemption fees	You pay no sales charge when you redeem Series A, Series T5, Series H, Series D, Series F, Series FT5, Series I and Series O units of a Fund. RBC GAM may charge a short-term trading fee if you redeem your units within seven days of buying them. Please see *Short-term trading fee* on page 122 of this Simplified Prospectus. Low-load sales charge option You will pay a sales charge if you choose to buy Advisor Series units under the low-load sales charge option and you redeem your units within two years of buying them. The charge is based on the original cost of your units and how long you held them. We deduct the charge from the value of the units you redeem. The table below shows the low-load sales charge schedule: Low-load sales charge option If you redeem — You pay During the first year — 2.0% During the second year — 2.0% Thereafter — Nil Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020. The low-load sales charge will be waived upon re-designation to Series A units.
Short-term trading fees	With the exception of the Canadian Money Market Fund and the $U.S. Money Market Fund, we may impose a short-term trading fee of up to 2% of the current value of the units if you redeem or switch out units within seven days of purchasing or previously switching into a Fund. Please see *Short-term trading fee* on page 122 of this Simplified Prospectus.
Registered tax plan fees	Fees may be payable to your dealer if you transfer an investment within a registered plan to another financial institution. None of these fees are paid to us.
Other fees and expenses	Investors who are eligible to purchase Series O units pay a negotiated fee directly or indirectly to us which will not exceed 2%.

Impact of sales charges

The following table shows the fees that you would pay:

- if you invested $1,000 in Series A, Advisor Series[1], Series T5, Series H, Series D, Series F, Series FT5, Series I and Series O units of the Fund;
- if you held that investment for one, three, five or ten years and you redeemed the entire investment immediately before the end of each of these time periods;
- if you invested in Advisor Series units, and the sales charge under the initial sales charge option was 5%; and
- if you held Advisor Series units, and you had not used your 10% free redemption amount under the low-load sales charge option.

For Advisor Series units, the sales charge under the low-load sales charge option is only payable if you sell your units within two years of buying them. See *Fees and expenses* on page 126 of this Simplified Prospectus for the redemption fee schedule.

	Redemption fee at time of purchase	Redemption fee before end of: 1 year	3 years	5 years	10 years
Series A	Nil	Nil	Nil	Nil	Nil
Advisor Series – Initial sales charge option	$50	Nil	Nil	Nil	Nil
Advisor Series – Low-load sales charge option	Nil	$20	Nil	Nil	Nil
Series T5	Nil	Nil	Nil	Nil	Nil
Series H	Nil	Nil	Nil	Nil	Nil
Series D	Nil	Nil	Nil	Nil	Nil
Series F	Nil	Nil	Nil	Nil	Nil
Series FT5	Nil	Nil	Nil	Nil	Nil
Series I	Nil	Nil	Nil	Nil	Nil
Series O	Nil	Nil	Nil	Nil	Nil

Dealer compensation

How your investment professional and dealer are paid

Your investment professional is usually the person through whom you purchase the Funds. Your investment professional could be a broker, financial planner or advisor who is registered to sell mutual funds. Your dealer is the firm for which your investment professional works.

For Series A, Series T5, Series H, Series D and Series O units

Series A, Series T5, Series H, Series D and Series O units are "no load," which means you can buy, redeem or switch units of these series through Phillips, Hager & North Investment Funds Ltd., us and certain dealers, without paying a commission.

Effective June 30, 2016, Series H units of the Monthly Income Fund are no longer available for purchase by new investors. Investors who held Series H units of the Monthly Income Fund on June 30, 2016 can continue to make additional investments into the Monthly Income Fund.

For Series F, Series FT5 and Series I units

You do not pay sales charges on Series F, Series FT5 or Series I units, nor do we pay commissions to your dealer in respect of Series F, Series FT5 or Series I units. Your advisor or dealer negotiates a fee directly with you for the services your advisor or dealer provides.

Effective June 30, 2016, Series I units of the Monthly Income Fund are no longer available for purchase by new investors. Investors who held Series I units of the Monthly Income Fund on June 30, 2016 can continue to make additional investments into the Monthly Income Fund.

For Advisor Series units

For Advisor Series units, the commission your investment professional receives depends on how you invest in the Funds.

Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020. The low-load sales charge will be waived upon re-designation to Series A units.

Initial sales charge option

When you choose the initial sales charge option for Advisor Series units, you and your investment professional decide on the percentage you will be charged. The percentage ranges from 0% to 5% of the amount you invest. We deduct the sales charge from the amount you invest and pay it to your dealer.

Low-load sales charge option[1]

When you choose the low-load sales charge option for Advisor Series units, RBC GAM pays your dealer a commission of 1% of the amount you invest. You will not pay a charge unless you redeem your units within two years of buying them.

[1] Effective June 26, 2020, Advisor Series units are capped and will be re-designated to Series A units effective August 4, 2020. The low-load sales charge will be waived upon re-designation to Series A units.

Trailing commissions

For Series A, Advisor Series, Series T5, Series H and Series D units, RBC GAM pays dealers a trailing commission based on the total value of Series A, Advisor Series, Series T5, Series H or Series D units their clients hold in the Funds, according to the following table.

	Maximum annual trailing commissions					
		Advisor Series				
Fund type*	Series A	Initial sales charge option	Low-load sales charge option	Series T5	Series H	Series D
Money market funds						
Phillips, Hager & North Canadian Money Market Fund	Up to 0.25%	Up to 0.25%	Up to 0.25%	–	–	Up to 0.10%
Phillips, Hager & North $U.S. Money Market Fund	Up to 0.25%	Up to 0.25%	Up to 0.25%	–	–	Up to 0.10%
Fixed-income funds						
Phillips, Hager & North Short Term Bond & Mortgage Fund	0.50%	0.50%	0.50%	–	–	0.15%
Phillips, Hager & North Bond Fund	0.50%	0.50%	0.50%	–	–	0.15%
Phillips, Hager & North Total Return Bond Fund	0.50%	0.50%	0.50%	–	–	0.15%
Phillips, Hager & North Inflation-Linked Bond Fund	0.50%	0.50%	0.50%	–	–	0.15%
Phillips, Hager & North High Yield Bond Fund	0.50%	0.50%	0.50%	–	–	0.15%
Balanced funds						
Phillips, Hager & North Monthly Income Fund	1.00%	1.00%	1.00%	–	1.00%	0.25%
Phillips, Hager & North Balanced Fund	1.00%	1.00%	1.00%	–	–	0.25%
Canadian equity funds						
Phillips, Hager & North Dividend Income Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North Canadian Equity Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North Canadian Equity Value Fund	1.00%	1.00%	1.00%	1.00%	–	0.25%
Phillips, Hager & North Canadian Growth Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North Canadian Income Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North Vintage Fund	1.00%	1.00%	1.00%	–	–	0.25%
U.S. equity funds						
Phillips, Hager & North U.S. Dividend Income Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North U.S. Multi-Style All-Cap Equity Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North U.S. Equity Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North Currency-Hedged U.S. Equity Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North U.S. Growth Fund	1.00%	1.00%	1.00%	–	–	0.25%
International equity funds						
Phillips, Hager & North Overseas Equity Fund	1.00%	1.00%	1.00%	–	–	0.25%
Phillips, Hager & North Currency-Hedged Overseas Equity Fund	1.00%	1.00%	1.00%	–	–	0.25%
Global equity funds						
Phillips, Hager & North Global Equity Fund	1.00%	1.00%	1.00%	–	–	0.25%
Target date funds						
Phillips, Hager & North LifeTime 2015 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2020 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2025 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2030 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2035 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2040 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2045 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2050 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2055 Fund	–	–	–	–	–	0.25%
Phillips, Hager & North LifeTime 2060 Fund	–	–	–	–	–	0.25%
Pension trusts						
Phillips, Hager & North Conservative Equity Income Fund	1.00%	–	–	–	–	–

* For fund type, please refer to the *Fund details* section of each Fund profile.

The trailing commission is calculated as a percentage of the assets each dealer has placed in Series A, Advisor Series, Series T5, Series H or Series D units of a Fund. The trailing commission is calculated daily, based on the closing balance of client accounts. Trailing commissions are paid quarterly, or any other time, at our sole discretion. We also pay trailing commissions to the discount broker for securities you purchase through your discount brokerage account. For Series D units, payment of trailing commissions is typically limited to discount brokers and Phillips, Hager & North Investment Funds Ltd.

We may change the terms of the trailing commission paid to your dealer without informing you. Dealers typically pay a portion of the service fee to their investment professionals for the services they provide to their clients. We do not pay trailing commissions on Series F, Series FT5, Series I or Series O units.

Other forms of dealer support

RBC GAM and its affiliates may participate in co-operative advertising programs with dealers to help them market the Funds. Such activities will be in accordance with the rules set out in National Instrument 81-105 – *Mutual Fund Sales Practices*.

Royal Bank owns, directly or indirectly, 100% of RBC GAM, Royal Mutual Funds Inc., RBC Dominion Securities Inc., RBC Direct Investing Inc. and Phillips, Hager & North Investment Funds Ltd., which are principal distributors and/or participating dealers in respect of certain series of units of the Funds.

Dealer compensation from management fees

Approximately 35.0% of the total management fees paid by the Funds in respect of all the series of the Funds was used to pay for dealer commissions, or was paid to dealers for other marketing, promotional or educational activities in RBC GAM's financial year ended October 31, 2019.

Income tax considerations for investors

This section is a general summary of how your investments in the Funds are taxed. It applies to individual investors who are residents of Canada and hold their units in a non-registered account as capital property, or in an RRSP, RRIF, DPSP, RESP, Registered Disability Savings Plan ("RDSP") or TFSA (collectively, "registered plans"). **Please consult with a tax advisor about your own circumstances.**

Distributions from the Funds

The Funds may earn dividend, interest or other income from the investments in their portfolios, and in certain circumstances may be deemed to have earned income. They may also realize income or capital gains when they sell investments at a profit. Gains from derivatives, other than derivatives used in some circumstances for hedging purposes, are generally treated as income rather than capital gains.

Each Fund pays out its net income and a sufficient portion of its net realized capital gains to investors, so that the Fund does not have to pay ordinary income taxes. These payments are called "distributions." The portion of the regular distributions payable to unitholders of each series is determined based on a number of factors. Regular distributions payable to unitholders of a series are divided equally among all the units of the series. As an investor, you are entitled to your share of these distributions. Net income and net realized capital gains may also be distributed periodically as management fee distributions, or, in the case of the Canadian Money Market Fund or the $U.S. Money Market Fund, when units are redeemed. Certain Funds may make distributions (including management fee distributions) that are, wholly or partly, a return of capital. Return of capital represents a return to the investor of a portion of their own invested capital.

Unitholders that are not unitholders of record on the record date for any distribution will not be entitled to receive that distribution.

We will reinvest your distributions to buy additional units of the Fund, unless you tell us in advance that you want to receive your distributions in cash.

Units held in non-registered accounts

If you hold your units in a non-registered account, you have to report the distributions you receive from the Funds (other than returns of capital) on your income tax return. Generally, distributions of Canadian dividends, capital gains and foreign source income will retain their character, and be taxed as if you earned them directly.

If you receive distributions from a Fund that are in excess of your share of that Fund's net income and net realized capital gains (such as may be the case for the Monthly Income Fund), the excess will be treated as a return of capital. Return of capital represents a return to the investor of a portion of their own invested capital. You don't pay tax on a return of capital. Instead it reduces the adjusted cost base ("ACB") of your units. If the ACB of your units is reduced to less than zero you will be deemed to realize a capital gain equal to the negative amount and your ACB will be reset to nil.

You will be sent a tax slip each year that shows your share of the Funds' distributions of income and capital gains.

When you invest in a Fund (other than the Canadian Money Market Fund or the $U.S. Money Market Fund), the unit price may include accrued or realized income and/or capital gains which have not been distributed. You will have to include your share of a distribution of those amounts on your income tax return, even though the amounts were reflected in the purchase price for your units. Similarly, unrealized capital gains at the time you buy your units will be taxable if they are realized and distributed to you. This consideration may be particularly important if you invest in an equity fund late in the year.

Net realized capital gains distributed by the $U.S. Money Market Fund may include capital gains realized by the Fund before you acquired your units, and capital gains that accrued before you acquired your units but were realized afterwards.

The $U.S. Money Market Fund may be considered to realize gains for Canadian tax purposes as a result of exchange rate fluctuations, since the Fund invests in U.S.-dollar-denominated securities but must report its income for tax purposes in Canadian dollars. In such case, the Fund may make additional distributions to unitholders calculated and paid in accordance with the rules in the Tax Act so as to ensure that the Fund will not pay income tax. Any such additional distribution will be immediately reinvested in additional units and the units of the Fund will then be consolidated to ensure that the net asset value per series unit is maintained at the amount prior to the distribution. The amount of this distribution will be included in your income and added to the ACB of your units.

The higher a Fund's portfolio turnover rate, the more frequently it realizes taxable capital gains and losses. This can result in investors receiving larger capital gains distributions than investors in a Fund with a lower portfolio turnover rate. There is an explanation of portfolio turnover rate under that heading on page 14.

You will have a capital gain if you redeem any units (including a redemption to switch Funds) for more than the ACB of the units plus your costs to redeem the units. You will have a capital loss if you redeem the units for less than their ACB plus your costs to redeem the units. The redemption amount used to compute a capital gain or loss is net of the short-term trading fee. On your tax return, one-half of a capital gain generally is included in your income, and one-half of a capital loss generally may be offset against the taxable portion of any capital gains you realize.

The ACB of a unit is equal to the average ACB of all your identical units of the Fund. Generally, the aggregate ACB of all your identical units is equal to the total cost of units you have bought to that time (including units purchased by reinvesting distributions) minus the return of capital component of distributions and the ACB of units previously redeemed.

The cost to you of units of the $U.S. Money Market Fund is to be determined in Canadian dollars based on the exchange rate when you acquire units. The redemption amount for units is to be determined in Canadian dollars based on the exchange rate at the time of disposition. Consequently, you may realize a capital gain or loss on the redemption of units of this Fund as a result of fluctuations in the exchange rate between the Canadian and U.S. dollars.

In general, fees paid directly by you in respect of Series O units of the Funds held outside a registered plan should be deductible for income tax purposes to the extent that such fees are reasonable and represent fees for advice to you regarding the purchase or sale of units of the Funds or for services provided to you in respect of the administration or management of your units of the Funds. The portion of the fees that represents services provided by the manager to the Funds, rather than directly to you, is not deductible for income tax purposes. You should consult your own tax advisor with respect to the deductibility of fees in your own particular circumstances.

Switching between Funds and series

For tax purposes, switching units of a Fund is considered to be the same as redeeming units for cash, even though you actually reinvested the money in units of another Fund. The same tax rules apply for switching between Funds as for redeeming your units. However, switching units of one series to units of another series of the same Fund is not a disposition for tax purposes and no capital gain or loss will be realized provided that the switch is effected as a re-designation. The ACB of the units that were switched will be transferred to the units of the other series acquired on the switch.

Units held in registered plans

If you hold your units in a registered plan, the plan generally does not have to pay any taxes on income or capital gains. You generally do not have to pay taxes on these amounts until you withdraw your money from the plan. Any amount you withdraw from a registered plan (other than an RESP, RDSP or TFSA) is fully taxable. Any amount withdrawn from an RESP or RDSP is generally taxable to the extent it is not a refund of contributions. Amounts withdrawn from a TFSA are not taxable.

International information reporting

Pursuant to the Intergovernmental Agreement for the Enhanced Exchange of Tax Information under the Canada-U.S. Tax Convention entered into between Canada and the United States (the "IGA"), and related Canadian legislation, the Funds and their intermediaries are required to report certain information, including certain financial information (e.g. account balances), with respect to unitholders (excluding registered plans such as RRSPs) who are, or whose controlling persons are, U.S. residents and U.S. citizens (including U.S. citizens who are residents or citizens of Canada), and/or certain other "U.S. Persons" as defined under the IGA (excluding registered plans such as RRSPs), to the CRA. Intermediaries and/or entities that hold units directly or indirectly may have different disclosure requirements under the IGA. The CRA exchanges this information annually with the U.S. Internal Revenue Service pursuant to the provisions and safeguards of the Canada-U.S. Tax Convention.

In addition, pursuant to rules in the Tax Act implementing the Organisation for Economic Co-operation and Development Common Reporting Standard (the "CRS Rules"), a Fund and its intermediaries are required under Canadian legislation to identify and report to the CRA certain information, including financial information (e.g. account balances), relating to unitholders of the Funds (excluding registered plans such as RRSPs) who are, or whose controlling persons are, resident in a country outside Canada (other than the United States). Intermediaries and/or entities that hold units directly or indirectly may have different disclosure requirements under the CRS Rules. Such information would then be available for sharing by the CRA with the countries where such unitholders are resident under the provisions and safeguards of the Multilateral Convention on Mutual Administrative Assistance in Tax Matters or the relevant bilateral tax treaty.

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 to 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 funds

Additional information about each Fund is available in the Annual Information Form, the Fund Facts, the management reports of fund performance and the financial statements. These documents are incorporated by reference into this Simplified Prospectus, which means that they are legally part of this document, just as if they were printed as part of it. You can get a copy of these documents at no cost by calling us toll-free for the Pension Trusts at 1-855-408-6111, and for all other Funds at 1-800-661-6141, by contacting us at any of the addresses below or by contacting another dealer who sells our Funds. Copies of these documents are also available at *www.rbcgam.com*.

These documents and other information about the Funds, such as information circulars and material contracts, are also available at *www.sedar.com*.

RBC Global Asset Management Inc.
HEAD OFFICE

155 Wellington St. W.
Suite 2200
Toronto, Ontario
M5V 3K7

Phillips, Hager & North Investment Management*
MAIN OPERATING OFFICE

20th Floor, 200 Burrard Street
Vancouver, British Columbia
V6C 3N5

Tel: 1-800-661-6141
Fax: 1-800-666-9899
Email: info@phn.com

Dealer Services: 1-800-662-0652

Global Asset Management

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