



AMENDMENT NO. 4 dated June 2, 2021 to the annual information form dated June 26, 2020, as amended by amendment no. 1 dated January 5, 2021, amendment no. 2 dated March 19, 2021 and amendment no. 3 dated April 7, 2021.

RBC PRIVATE POOLS
RBC Private Overseas Equity Pool
(the *fund*)

This amendment no. 4 dated June 2, 2021 to the annual information form of the fund dated June 26, 2020, as amended by amendment no. 1 dated January 5, 2021, amendment no. 2 dated March 19, 2021 and amendment no. 3 dated April 7, 2021 (the *annual information form*) amends the certificates in the annual information form and provides certain additional information in respect of the fund in conjunction with amendment no. 4 dated June 2, 2021 to the simplified prospectus of the fund dated June 26, 2020, as amended by amendment no. 1 dated January 5, 2021, amendment no. 2 dated March 19, 2021 and amendment no. 3 dated April 7, 2021. The annual information form, with respect to the fund, should be read subject to this information.

Summary

On May 25, 2021, RBC Global Asset Management Inc., the manager of the fund, announced that Lazard Asset Management LLC has been appointed as sub-advisor of the fund effective June 7, 2021 (the *effective date*).

Amendments

Effective as of the effective date, the annual information form is hereby amended as follows:

1. The row with respect to the fund in the table under the subheading *Name, formation and history of the funds – RBC Private Pools – International and Global Equity* on page 15 of the annual information form is deleted and replaced with the following:

RBC Private Overseas Equity Pool	August 24, 2007	Effective June 7, 2021, the investment sub-advisor for this fund was changed from Edinburgh Partners Limited to Lazard Asset Management LLC.
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2. The row with respect to the fund in the table under the subheading *Responsibility for operations of the funds – Investment sub-advisors* on page 47 of the annual information form is deleted and replaced with the following:

RBC Private Overseas Equity Pool	Lazard Asset Management LLC, New York, New York
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3. The subheading *Edinburgh Partners Limited* and the table and two paragraphs immediately following the subheading *Edinburgh Partners Limited* on page 53 of the annual information form are deleted and replaced with the following:

Lazard Asset Management LLC

Name	Position and Office	Principal Business Association During Preceding Five Years
Michael G. Fry	Managing Director, Portfolio Manager/Analyst	Associated with Lazard since 2005
Michael A. Bennett	Managing Director, Portfolio Manager/Analyst	Associated with Lazard since 1992
James M. Donald	Managing Director, Portfolio Manager/Analyst	Associated with Lazard since 1996
Kevin J. Matthews	Managing Director, Portfolio Manager/Analyst	Associated with Lazard since 2001
Michael Powers	Senior Advisor, Portfolio Manager/Analyst	Associated with Lazard since 1990
Giles Edwards	Director, Portfolio Manager/Analyst	Associated with Lazard since 2008
John R. Reinsberg	Deputy Chairman, Portfolio Manager/Analyst	Associated with Lazard since 1992

The investment decisions of the individuals listed above, made on behalf of Lazard Asset Management LLC (*Lazard*), are not subject to the oversight, approval or ratification of any committee.

The investment sub-advisor agreement between RBC GAM and Lazard provides that it may be terminated on 61 days' written notice given by RBC GAM or 90 days' written notice given by Lazard. RBC GAM also has the right to terminate the agreement immediately if Lazard commits certain acts or fails to perform its duties under the agreement.

4. The last paragraph under the subheading *Responsibility for operations of the funds – Brokerage arrangements – Sub-advisors* on page 62 of the annual information form is deleted and replaced with the following:

Where permitted by law, Lazard receives research services from brokers that execute equity trades for its clients. Where permitted by law, these brokers provide proprietary and third-party research services through commission sharing arrangements (sometimes called "soft dollar" arrangements). These arrangements and the research services obtained through them are designed to comply with Section 28(e) of the *Securities Exchange Act of 1934* (U.S.). New third-party research services to be acquired through commission sharing arrangements are reviewed by Lazard to ensure compliance with relevant regulations. Trades executed by brokers with which Lazard has commission sharing agreements are subject to the same best execution standards that Lazard applies to other equity trades.

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

This amendment no. 4 dated June 2, 2021, together with the annual information form dated June 26, 2020, as amended by amendment no. 1 dated January 5, 2021, amendment no. 2 dated March 19, 2021 and amendment no. 3 dated April 7, 2021, the simplified prospectus dated June 26, 2020, as amended by amendment no. 1 dated January 5, 2021, amendment no. 2 dated March 19, 2021, amendment no. 3 dated April 7, 2021 and amendment no. 4 dated June 2, 2021 and the documents incorporated by reference into the simplified prospectus, as amended, constitute full, true and plain disclosure of all material facts relating to the securities offered by the simplified prospectus, as amended, as required by the securities legislation of each of the provinces and territories of Canada and do not contain any misrepresentations.

Dated: June 2, 2021

By: "Damon G. Williams"

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

By: "Heidi Johnston"

Heidi Johnston
Chief Financial Officer, RBC GAM Funds
RBC Global Asset Management Inc.,
as trustee, manager, promoter and principal
distributor of the fund

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

By: "Douglas Coulter"

Douglas Coulter
Director

By: "Daniel E. Chornous"

Daniel E. Chornous
Director