



DIVISION OF  
CORPORATION FINANCE

Mail Stop: 3628

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

April 4, 2016

Via E-mail

David Power  
Vice President, Market Strategy and Execution  
Corporate Treasury  
RBC Covered Bond Guarantor Limited Partnership  
Royal Bank of Canada  
155 Wellington Street West  
14<sup>th</sup> Floor  
Toronto, Ontario  
Canada M5V 3K7

**Re: RBC Covered Bond Guarantor Limited Partnership  
Form 10-K for Fiscal Year Ended October 31, 2015  
Filed January 28, 2016  
File No. 333-181552-01**

Dear Mr. Power:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Katherine Hsu

Katherine Hsu  
Office Chief  
Office of Structured Finance

cc: Erin Dion, Royal Bank of Canada  
Jerry Marlatt, Morrison & Foerster LLP