## SEC Form 4

| OMB APPROVAL |  |
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| OMB Number: <br> Estimated average burden <br> hours per response: | $3235-0287$ | may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940


Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Transaction Code (Instr. <br> 8) |  | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |  | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |  | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative <br> Securities <br> Beneficially <br> Owned <br> Following <br> Reported <br> Transaction(s) <br> (Instr. 4) | 10. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Restricted share units (exchange for common shares) | (3) | 11/14/2022 |  | M |  |  | 53,479 | (4) | (4) | $\begin{aligned} & \text { Common } \\ & \text { Shares } \end{aligned}$ | 53,479 | \$0 | 21,964 | D |  |

## Explanation of Responses:

1. On November 13, 2020, the reporting person was granted 53,479 Restricted Share Units ("RSUs"). On redemption, the reporting person received 53,479 common shares.
 Canada on its website, www.bankofcanada.ca.
2. Each RSU is redeemable upon vesting for one common share.
3. The RSUs became redeemable on November 14, 2022.
$\frac{\text { /s/ Roger L. Smith Roger L. Smith }}{\frac{\text { pursuant to Power of Attorney }}{* *}} \underline{\text { Signature of Reporting Person }} \quad$ Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. $78 \mathrm{ff}(\mathrm{a})$.
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

