3 Governing law(s) of the Regulatory treatr 4 Transitional Basel 5 Post-transitional B 6 Eligible at solo/gro 7 Instrument type (ty 8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, conf 16 Subsequent call dates Coupons/dividen 17 Fixed or floating di 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step		Series S	Floating Rate Preferred Shares, Series T	5-Year Rate Reset Preferred Shares, Series Y
Regulatory treatr A Transitional Basel Dost-transitional B Eligible at solo/gro Instrument type (ty Amount recognised in Par value of instrumer Accounting classificati Coriginal date of issuan Perpetual or dated Coupons/dividen Subsequent call dates Coupons/dividen Transitional Basel Fligible at solo/gro Instrument type (ty Amount recognised in Par value of instrumer Original date of issuan Respectively Subsequent dated Coupons/dividen Transitional Basel Respectively		The Toronto-Dominion Bank	The Toronto-Dominion Bank	The Toronto-Dominion Bank
Regulatory treatr 4 Transitional Basel 5 Post-transitional B 6 Eligible at solo/gro 7 Instrument type (ty 8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, conf 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	ntifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	891145 60 9	891145 72 4	891145 70 8
4 Transitional Basel 5 Post-transitional B 6 Eligible at solo/gro 7 Instrument type (ty 8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, conf 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	law(s) of the instrument	Canada	Canada	Canada
4 Transitional Basel 5 Post-transitional B 6 Eligible at solo/gro 7 Instrument type (ty 8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, conf 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv				
5 Post-transitional B 6 Eligible at solo/gro 7 Instrument type (ty 8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, cont 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv				
6 Eligible at solo/gro 7 Instrument type (ty 8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, cont 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv		Additional Tier 1	Additional Tier 1	Additional Tier 1
7 Instrument type (ty 8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, conf 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	nsitional Basel III rules	Ineligible	Ineligible	Ineligible
8 Amount recognised in 9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, cont 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	at solo/group/group&solo			Solo and Group
9 Par value of instrumer 10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, conf 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible, convertible, convertible	ent type (types to be specified by jurisdiction)			Preferred shares
10 Accounting classificati 11 Original date of issuan 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, cont 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible, convertible, convertible	ognised in regulatory capital (Curr in millions, as of most recent reporting date)		\$115	\$136
11 Original date of issuand 12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to possible 15 Optional call date, continued 16 Subsequent call dates 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a diving 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cord 24 If convertible, convertible, convertible, convertible or non-cord 24 If convertible or non-cord 25 Convertible or non-cord 26 Convertible or non-cord 27 Convertible or non-cord 17 Convertible or non-cord 18 Convertible or non-cord 18 Convertible or non-cord 19 Convertible 09 Conver		\$25	\$25	\$25
12 Perpetual or dated 13 Original maturity of 14 Issuer call subject to p 15 Optional call date, cont 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv		<u> </u>		Shareholders' equity
13 Original maturity of 14 Issuer call subject to p 15 Optional call date, cont 16 Subsequent call dates Coupons/dividen 17 Fixed or floating of 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible, convertible or non-cor 24 If convertible or non-cor 25 Convertible or non-cor 26 Convertible or non-cor 27 Convertible or non-cor 28 Convertible or non-cor 29 Convertible or non-cor 29 Convertible or non-cor 29 Convertible or non-cor 20 Convertible o		June 11, 2008	July 31, 2013	July 16, 2008
14 Issuer call subject to p 15 Optional call date, cont 16 Subsequent call dates Coupons/dividen 17 Fixed or floating d 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	r dated	Perpetual	Perpetual	Perpetual
Coupons/dividen Toupons/dividen Trixed or floating dividen Coupon rate and a Existence of a dividen Existence of a step Noncumulative or Convertible or non-core If convertible, convertible, convertible, convertible	maturity date	NA	NA	NA
Coupons/dividen Trixed or floating dividen Coupon rate and a Existence of a dividen Existence of a dividen Existence of a step Noncumulative or Convertible or non-cor If convertible, convertible, convertible	subject to prior supervisory approval	Yes	Yes	Yes
Coupons/dividen 17 Fixed or floating di 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible,	I date, contingent call dates and redemption amount	Jul 31, 2013 at \$25.00	On or after Jul 31, 2013 at \$25.50	Oct 31, 2013 at \$25.00
17 Fixed or floating d 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible,	t call dates, if applicable	On Jul 31 every 5 years thereafter	On Jul 31, 2018 and on Jul 31 every 5	On Oct 31 every 5 years thereafter
17 Fixed or floating d 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible,		at \$25.00	years thereafter at \$25.00	at \$25.00
17 Fixed or floating d 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible,				
17 Fixed or floating d 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible,				
17 Fixed or floating d 18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, convertible,	s/dividends			
18 Coupon rate and a 19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	r floating dividend/coupon *	Fixed	Floating	Fixed
19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv			90 day Treasury Bill Rate + 1.60%, Reset	
19 Existence of a divi 20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	rate and any related index *		Quarterly	3.5595%
20 Fully discretionary 21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	ce of a dividend stopper	Yes	Yes	Yes
21 Existence of a step 22 Noncumulative or 23 Convertible or non-cor 24 If convertible, conv	scretionary, partially discretionary or mandatory	Fully discretionary	Fully discretionary	Fully discretionary
Noncumulative or 23 Convertible or non-cor 24 If convertible, converti	ce of a step up or other incentive to redeem	No	No	No
24 If convertible, conv	nulative or cumulative	Non-cumulative	Non-cumulative	Non-cumulative
24 If convertible, conv	or non-convertible ⁽¹⁾	Non-convertible	Non-convertible	Non-convertible
25 If convertible, fully		NA	NA	NA
25 II convertible, fully	wikle fully as postially		NA NA	NA NA
	rtible, fully or partially	INA	INA	INA
26 If convertible, conv	ertible, conversion rate	NA	NA	NA
	ertible, mandatory or optional conversion	NA	NA	NA
	ertible, specify instrument type convertible into			
	ertible, specify issuer of instrument it converts into	NA	NA	NA
30 Write-down feature	, i	No	No	No
	down, write-down trigger (s)	NA	NA	NA
	down, full or partial	NA	NA	NA
	down, permanent or temporary	NA	NA	NA
	mporary write-down, description of write-down mechanism	NA	NA	NA
	subordination hierarchy in liquidation (specify instrument type	Subordinated Debt (see Subordinated Debt	Subordinated Debt (see Subordinated Debt	Subordinated Debt (see Subordinated Debt
35 immediately senior to		•	Main Features Template)	Main Features Template)
36 Non-compliant transition	, come to monamony	IV	Yes	Yes
37 If yes, specify non-con	ant transitioned features	Yes Not NVCC compliant	. 66	

^{*} Holders of preferred shares are entitled to receive dividends as and when declared by the Board of Directors of TD, subject to certain restrictions.

¹⁾ The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).
Some of TD's outstanding preferred shares are convertible into different series of preferred shares

	Disclosure Template of Main Features	Floating Rate Preferred Shares, Series Z	5-Year Rate Reset Preferred Shares, Series 1	5-Year Rate Reset Preferred Shares, Series 3
1	Issuer	The Toronto-Dominion Bank	The Toronto-Dominion Bank	The Toronto-Dominion Bank
2	Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	891145 71 6	891145 69 0	891145 67 4
3	Governing law(s) of the instrument	Canada	Canada	Canada
	Regulatory treatment			
4	Transitional Basel III rules	Additional Tier 1	Additional Tier 1	Additional Tier 1
5	Post-transitional Basel III rules	Ineligible	Eligible	Eligible
6	Eligible at solo/group/group&solo	Solo and Group		Solo and Group
/	Instrument type (types to be specified by jurisdiction)	Preferred shares \$112		Preferred shares \$500
8	Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) Par value of instrument	\$25	\$500 \$25	\$25
10	Accounting classification	৯১১ Shareholders' equity		ক্তিত Shareholders' equity
11	Original date of issuance	October 31, 2013	June 4, 2014	July 31, 2014
12	Perpetual or dated	Perpetual		Perpetual
13		NA	NA	NA NA
1/	Issuer call subject to prior supervisory approval	Yes	Yes	Yes
15	Optional call date, contingent call dates and redemption amount		Oct 31, 2019 at \$25.00	Jul 31, 2019 at \$25.00
16	Subsequent call dates, if applicable			On Jul 31 every 5 years thereafter
	Control of the contro			at \$25.00
	Coupons/dividends			
17	Fixed or floating dividend/coupon *	Floating	Fixed	Fixed
		90 day Treasury Bill Rate + 1.68%, Reset		
18	Coupon rate and any related index *	Quarterly	3.90%	3.80%
19	Existence of a dividend stopper	Yes	Yes	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary		Fully discretionary
21	Existence of a step up or other incentive to redeem	No Non cumulative	No Non sumulative	No Non aumulativa
22	Noncumulative or cumulative			Non-cumulative
23 24	Convertible or non-convertible ⁽¹⁾ If convertible, conversion trigger (s)	Non-convertible	Convertible Trigger Event (contractual approach): 1) the Superintendent publicly announces	Convertible Trigger Event (contractual approach): 1) the Superintendent publicly announces
			that the Bank has been advised, in writing, that the Superintendent is of the opinion that the Bank has ceased, or is about to cease, to be viable and that, after the conversion of all contingent instruments and taking into account any other factors or circumstances that are considered relevant or appropriate, it is reasonably likely that the viability of the Bank will be restored or maintained; or 2) the federal or a provincial government in Canada publicly announces that the Bank has accepted or agreed to accept a capital injection or equivalent support from the federal government or any provincial government or political subdivision in Canada or agent or agency thereof without which the Bank would have been determined by the Superintendent to be non-viable.	that the Bank has been advised, in writing, that the Superintendent is of the opinion that the Bank has ceased, or is about to cease, to be viable and that, after the conversion of all contingent instruments and taking into account any other factors or circumstances that are considered relevant or appropriate, it is reasonably likely that the viability of the Bank will be restored or maintained; or 2) the federal or a provincial government in Canada publicly announces that the Bank has accepted or agreed to accept a capital injection or equivalent support from the federal government or any provincial government or political subdivision in Canada or agent or agency thereof without which the Bank would have been determined by the Superintendent to be non-viable.
25	If convertible, fully or partially	NA	Fully into common shares upon a Trigger Event	Fully into common shares upon a Trigger Event
26 27	If convertible, conversion rate If convertible, mandatory or optional conversion		converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details	Upon the occurrence of a Trigger Event, each outstanding Series 3 Share will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory
28	If convertible, specify instrument type convertible into	I W Y	Common Shares	Common Shares
29	If convertible, specify issuer of instrument it converts into	NA	The Toronto-Dominion Bank	The Toronto-Dominion Bank
30	, 1 V	No	No	No
31	If write-down, write-down trigger (s)	NA	NA	NA
32	If write-down, full or partial	NA	NA	NA
33	If write-down, permanent or temporary	NA	NA	NA
34	If temporary write-down, description of write-down mechanism		NA	NA
	Position in subordination hierarchy in liquidation (specify instrument type	Subordinated Debt (see Subordinated Debt		
35	· · · · · · · · · · · · · · · · · · ·	' '		Subordinated Debt (see Subordinated Debt Main Features Template)
36	Non-compliant transitioned features If yes, specify non-compliant features	Yes Not NVCC compliant	No N/A	No N/A
1 07		ONCE INVEST. COMBUIANT	IIV/A	IIII/A

^{*} Holders of preferred shares are entitled to receive dividends as and when declared by the Board of Directors of TD, subject to certain restrictions.

¹⁾ The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).
Some of TD's outstanding preferred shares are convertible into different series of preferred shares

Disclosure Template of Main Features	5-Year Rate Reset Preferred Shares, Series 5	5-Year Rate Reset Preferred Shares, Series 7
1 Issuer	The Toronto-Dominion Bank	The Toronto-Dominion Bank
2 Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	891145 65 8	891145 63 3
3 Governing law(s) of the instrument	Canada	Canada
Regulatory treatment		
4 Transitional Basel III rules	Additional Tier 1	Additional Tier 1
5 Post-transitional Basel III rules	Eligible	Eligible
6 Eligible at solo/group/group&solo	Solo and Group	Solo and Group
7 Instrument type (types to be specified by jurisdiction)	Preferred shares	Preferred shares
8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date)	\$500	\$350
9 Par value of instrument	\$25	\$25
10 Accounting classification	Shareholders' equity	Shareholders' equity
11 Original date of issuance	December 16, 2014	March 10, 2015
12 Perpetual or dated	Perpetual	Perpetual
13 Original maturity date	NA	NA
14 Issuer call subject to prior supervisory approval	Yes	Yes
15 Optional call date, contingent call dates and redemption amount	Jan 31, 2020 at \$25.00	July 31, 2020 at \$25.00
16 Subsequent call dates, if applicable	On Jan 31 every 5 years thereafter	On Jul 31 every 5 years thereafter
	at \$25.00	at \$25.00
Councino di vido e do		
Coupons/dividends	Production of the control of the con	P'
17 Fixed or floating dividend/coupon *	Fixed	Fixed
10 Courses rate and any related index *	3.75%	3 60%
18 Coupon rate and any related index *	Yes	3.60% Yes
Existence of a dividend stopperFully discretionary, partially discretionary or mandatory	Fully discretionary	Fully discretionary
21 Existence of a step up or other incentive to redeem	No No	No
22 Noncumulative or cumulative	Non-cumulative	Non-cumulative
23 Convertible or non-convertible ⁽¹⁾	Convertible	Convertible
24 If convertible, conversion trigger (s)	has accepted or agreed to accept a capital injection or equivalent support from the federal government or any provincial government or political subdivision in Canada or agent or agency thereof without which the Bank would have been determined by the Superintendent to be non-viable.	federal government or any provincial government or political subdivision in Canada or agent or agency thereof without which the Bank would have been determined by the Superintendent to be non-viable.
25 If convertible, fully or partially	Fully into common shares upon a Trigger Event	Fully into common shares upon a Trigger Event
26 If convertible, conversion rate	Upon the occurrence of a Trigger Event, each outstanding Series 5 Share will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details	Upon the occurrence of a Trigger Event, each outstanding Series 7 Share will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details
27 If convertible, mandatory or optional conversion	Mandatory Common Shares	Mandatory Common Shares
28 If convertible, specify instrument type convertible into 29 If convertible, specify issuer of instrument it converts into	The Toronto-Dominion Bank	Common Shares The Toronto-Dominion Bank
29 If convertible, specify issuer of instrument it converts into30 Write-down feature	No	No
30 Write-down feature 31 If write-down, write-down trigger (s)	NA	INA
32 If write-down, full or partial	NA	INA
33 If write-down, rull of partial 33 If write-down, permanent or temporary	INA	NA
34 If temporary write-down, description of write-down mechanism	NA NA	NA NA
Position in subordination hierarchy in liquidation (specify instrument type		, · · · ·
35 immediately senior to instrument)	Subordinated Debt (see Subordinated Debt Main Features Template)	Subordinated Debt (see Subordinated Debt Main Features Template)
36 Non-compliant transitioned features	No	No
37 If yes, specify non-compliant features	N/A	N/A
* Holders of preferred shares are entitled to receive dividends as and when declared	<u> </u>	1

^{*} Holders of preferred shares are entitled to receive dividends as and when declared by the Board of Directors of TD, subject to certain restrictions.

¹⁾ The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).
Some of TD's outstanding preferred shares are convertible into different series of preferred shares

	Disclosure Template of Main Features	5-Year Rate Reset Preferred Shares, Series 9	Non-Cumulative Fixed Rate Preferred Shares, Series 11
1	Issuer	The Toronto-Dominion Bank	The Toronto-Dominion Bank
2	Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	891145 61 7	891145 58 3
3	Governing law(s) of the instrument	Canada	Canada
	Regulatory treatment	A 180 170 4	A 1 193 1
4	Transitional Basel III rules	Additional Tier 1	Additional Tier 1
5	Post-transitional Basel III rules	Eligible	Eligible
6	Eligible at solo/group/group&solo	Solo and Group	Solo and Group
8	Instrument type (types to be specified by jurisdiction) Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date)	Preferred shares \$200	Preferred shares \$150
9	Par value of instrument	\$25	\$25
10	Accounting classification	Shareholders' equity	Shareholders' equity
11	Original date of issuance	April 24, 2015	July 21, 2015
12	Perpetual or dated		Perpetual
13	Original maturity date	NA	NA
14	Issuer call subject to prior supervisory approval	Yes	Yes
15	Optional call date, contingent call dates and redemption amount	October 31, 2020 at \$25.00	October 31, 2020 at \$26.00
16	Subsequent call dates, if applicable	On Oct 31 every 5 years thereafter	October 31, 2021 at \$25.75
	Cancellation can acted, in approach	· ·	October 31, 2022 at \$25.50
			October 31, 2023 at \$25.25
			October 31, 2024 and thereafter at \$25.00
	Coupons/dividends		
17	Fixed or floating dividend/coupon *	Fixed	Fixed
	-		
18	Coupon rate and any related index *	3.70%	4.90%
19	Existence of a dividend stopper	Yes	Yes
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary	Fully discretionary
21	Existence of a step up or other incentive to redeem	No	No
22	Noncumulative or cumulative	Non-cumulative	Non-cumulative
23	Convertible or non-convertible ⁽¹⁾	Convertible	Convertible
24	If convertible, conversion trigger (s)	Trigger Event (contractual approach): 1) the Superintendent	Trigger Event (contractual approach): 1) the Superintendent
		l'	publicly announces that the Bank has been advised, in writing,
		writing, that the Superintendent is of the opinion that the Bank has ceased, or is about to cease, to be viable and that, after	ceased, or is about to cease, to be viable and that, after the
		the conversion of all contingent instruments and taking into	conversion of all contingent instruments and taking into account
			any other factors or circumstances that are considered relevant
			or appropriate, it is reasonably likely that the viability of the Bank
		the viability of the Bank will be restored or maintained; or 2)	will be restored or maintained; or 2) the federal or a provincial
		• • • • • • • • • • • • • • • • • • • •	government in Canada publicly announces that the Bank has
		•	accepted or agreed to accept a capital injection or equivalent
			support from the federal government or any provincial
		government or any provincial government or political subdivision in Canada or agent or agency thereof without	government or political subdivision in Canada or agent or agency thereof without which the Bank would have been
		which the Bank would have been determined by the	determined by the Superintendent to be non-viable.
		Superintendent to be non-viable.	actornimos by the Superintenactive be non-riable.
25	If convertible, fully or partially	Fully into common shares upon a Trigger Event	Fully into common shares upon a Trigger Event
		Upon the occurrence of a Trigger Event, each outstanding	Upon the occurrence of a Trigger Event, each outstanding Series
		Series 9 Share will be converted into a number of common	11 Share will be converted into a number of common shares
		shares equal to (Multiplier x Share Value) / Conversion Price.	equal to (Multiplier x Share Value) / Conversion Price. Refer to
26	If convertible, conversion rate	Refer to prospectus for further details	prospectus for further details
27	If convertible, mandatory or optional conversion		Mandatory
28	If convertible, specify instrument type convertible into	Common Shares	Common Shares
29	If convertible, specify issuer of instrument it converts into	The Toronto-Dominion Bank	The Toronto-Dominion Bank
30	Write-down feature	No NA	No NA
31	If write-down, write-down trigger (s)	NA NA	NA NA
32	If write-down, full or partial	NA	NA
34	If write-down, permanent or temporary If temporary write-down, description of write-down mechanism	NA	NA
J -1	Position in subordination hierarchy in liquidation (specify instrument type	Subordinated Debt (see Subordinated Debt Main Features	Subordinated Debt (see Subordinated Debt Main Features
35	immediately senior to instrument)	Template)	Template)
36	Non-compliant transitioned features		No
37	If yes, specify non-compliant features	N/A	N/A
	* Holders of preferred shares are entitled to receive dividends as and when declared		

^{*} Holders of preferred shares are entitled to receive dividends as and when declared by the Board of Directors of TD, subject to certain restrictions.

¹⁾ The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).
Some of TD's outstanding preferred shares are convertible into different series of preferred shares