PRINCIPAL SUBSIDIARIES¹

North America

(millions of Canadian dollars)		As at October 31, 2014
North America	Address of Head or Principal Office ²	Carrying value of shares owned by the Bank
Meloche Monnex Inc. Security National Insurance Company Primmum Insurance Company TD Direct Insurance Inc. TD General Insurance Company TD Home and Auto Insurance Company	Montreal, Quebec Montreal, Quebec Toronto, Ontario Toronto, Ontario Toronto, Ontario Toronto, Ontario Toronto, Ontario	\$ 1,548
TD Asset Management Inc. TD Waterhouse Private Investment Counsel Inc.	Toronto, Ontario Toronto, Ontario	563
TD Auto Finance (Canada) Inc.	Toronto, Ontario	1,404
TD Auto Finance Services Inc.	Toronto, Ontario	1,310
TD Equipment Finance Canada Inc.	Oakville, Ontario	4
TD Financing Services Home Inc.	Toronto, Ontario	41
TD Financing Services Inc.	Toronto, Ontario	126
TD Investment Services Inc.	Toronto, Ontario	21
TD Life Insurance Company ³	Toronto, Ontario	184
TD Mortgage Corporation TD Pacific Mortgage Corporation The Canada Trust Company	Toronto, Ontario Vancouver, British Columbia Toronto, Ontario	11,193
TD Securities Inc.	Toronto, Ontario	1,707
TD US P & C Holdings ULC TD Bank US Holding Company Epoch Investment Partners, Inc. TD Bank USA, National Association TD Bank, National Association TD Auto Finance LLC TD Equipment Finance, Inc. TD Private Client Wealth LLC TD Wealth Management Services Inc.	Calgary, Alberta Cherry Hill, New Jersey New York, New York Wilmington, Delawar Wilmington, Delaware Farmington Hills, Michigan Cherry Hill, New Jersey New York, New York Cherry Hill, New Jersey	31,241
TD Vermillion Holdings ULC TD Financial International Ltd. Canada Trustco International Limited TD Reinsurance (Barbados) Inc. Toronto Dominion International Inc.	Calgary, Alberta Hamilton, Bermuda St. James, Barbados St. James, Barbados St. James, Barbados	19,354
TD Waterhouse Canada Inc.	Toronto, Ontario	2,057
TDAM USA Inc.	Wilmington, Delaware	6
Toronto Dominion Holdings (U.S.A.), Inc. TD Holdings II Inc. TD Securities (USA) LLC Toronto Dominion (Texas) LLC Toronto Dominion (New York) LLC Toronto Dominion Capital (U.S.A.), Inc.	New York, New York New York, New York	2,001

 ¹ Unless otherwise noted, The Toronto-Dominion Bank, either directly or through its subsidiaries, owns 100% of the entity and/or 100% of any issued and outstanding voting securities and non-voting securities of the entities listed.
² Each subsidiary is incorporated or organized in the country in which its head or principal office is located, with the exception of Toronto Dominion Investments B.V., a company incorporated in The Netherlands, but with its principal office in the United Viandem. the United Kingdom.

³ On November 1, 2014, CT Financial Assurance Company amalgamated with TD Life Insurance Company.

PRINCIPAL SUBSIDIARIES¹

International

(millions of Canadian dollars)		As at October 31, 2014
International	Address of Head or Principal Office ²	Carrying value of shares owned by the Bank
NatWest Personal Financial Management Limited NatWest Stockbrokers Limited	Leeds, England Leeds, England	\$ 119
TD Bank International S.A.	Luxembourg, Luxembourg	49
TD Bank N.V.	Amsterdam, The Netherlands	288
TD Ireland TD Global Finance	Dublin, Ireland Dublin, Ireland	1,039
TD Luxembourg International Holdings TD Ameritrade Holding Corporation (40.97%) ³	Luxembourg, Luxembourg Omaha, Nebraska	5,569
TD Wealth Holdings (UK) Limited TD Direct Investing (Europe) Limited	Leeds, England Leeds, England	124
Toronto Dominion Australia Limited	Sydney, Australia	224
Toronto Dominion Investments B.V. TD Bank Europe Limited Toronto Dominion Holdings (U.K.) Limited TD Securities Limited	London, England London, England London, England London, England	1,106
Toronto Dominion (South East Asia) Limited	Singapore, Singapore	928

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³ TD Ameritrade Holding Corporation is not a subsidiary of the Bank as the Bank does not control it. TD Luxembourg International Holdings and its ownership of TD. Ameritrade Holding Corporation is included given the significance of the

TD Ameritrade Holding Corporation is included given the significance of the Bank's investment in TD Ameritrade Holding Corporation.