534068 (08/24)

TD Mutual Funds Interim Financial Report

for the period ended June 30, 2024



Management's Responsibility for Financial Reporting

The accompanying unaudited interim financial report has been prepared by TD Asset Management Inc. ("TDAM"), as manager of the TD Mutual Fund Trusts, TD Managed Assets Program Portfolios and TD Managed ETF Portfolios (collectively the "Funds" and individually the "Fund") and approved by TDAM's board of directors. The manager is responsible for the integrity, objectivity and reliability of the data presented. This responsibility includes selecting appropriate accounting principles and making judgments and estimates consistent with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS"), including International Accounting Standard ("IAS") 34, "Interim Financial Reporting". The manager is also responsible for the development of internal controls over the financial reporting process, which are designed to provide reasonable assurance that relevant and reliable financial information is produced, and the safeguarding of all assets of the Funds.

The board of directors of TDAM is responsible for reviewing and approving the financial statements and overseeing management's performance of its financial reporting responsibilities.

Len Kroes

On behalf of TDAM, manager of the Funds.

Bruce Cooper

Director and Chief Financial Officer

Chief Executive Officer

August 13, 2024 August 13, 2024

Notice to Unitholders

The Auditor of the Funds has not reviewed the TD Mutual Fund Trusts in this Financial Report

TDAM, as manager of the Funds, appoints an independent auditor to audit the Funds' annual financial statements. Applicable securities laws require that if an auditor has not reviewed the Funds' interim financial report, this must be disclosed in an accompanying notice.

Statements of Financial Position (in 000s except per unit amounts)

as at June 30, 2024 and December 31, 2023 (Unaudited)

		June 30, 2024	C	ecember 31 2023
Assets				
Current Assets				
Investments	\$	2,113,600	\$	1,518,246
Cash		76,470		45,281
Interest and Dividends Receivables		1,492		2,208
Income Receivable from Underlying Funds		43		0
Subscriptions Receivable		9,398		4,497
Receivable for Investments Sold		85		888
		2,201,088		1,571,120
Liabilities				
Current Liabilities				_
Derivative Liabilities (Note 3)		0		0
Accrued Liabilities		236		182
Redemptions Payable		1,411		2,268
Distributions Payable		796		1.020
Payable for Investments Purchased		18,160		1,828
		20,603		4,278
Net Assets Attributable to Holders of Redeemable Units	\$	2 100 405	\$	1 500 043
	- >	2,180,485	Þ	1,566,842
Net Assets Attributable to Holders of Redeemable Units – Per Series (Note 5)				
	ŕ	720.050	ė	FCC 0.40
Investor Series Premium Series	\$ \$	730,656 12,821	\$ \$	566,949 12,894
Advisor Series	\$	233,062	\$	181,955
F-Series	\$	1,054,035	\$	688,627
H8 Series	\$	30,788	\$	27,076
FT5 Series	\$	19,629	\$	10,838
FT8 Series	\$	46,440	\$	34,515
T8 Series	\$	13,603	\$	13,818
D-Series	\$	39,451	\$	30,170
	\$	2,180,485	\$	1,566,842
Net Assets Attributable to Holders				.,,.
of Redeemable Units – Per Series Unit				
Investor Series	\$	23.17	\$	20.32
Premium Series	\$	22.20	\$	19.47
Advisor Series	\$	23.17	\$	20.32
F-Series	\$	23.60	\$	20.69
H8 Series	\$	17.71	\$	16.03
FT5 Series	\$	18.23	\$	16.17
FT8 Series	\$	20.20	\$	18.18
T8 Series	\$	17.64	\$	15.97
D-Series	\$	17.32	\$	15.18

Statements of Comprehensive Income (in 000s except per unit amounts)

for the periods ended June 30, 2024 and 2023 (Unaudited)

		2024		2023
Income				
Net Gain (Loss) on Investments and Derivat		0.545		
Dividend Income	\$	6,515	\$	6,676
Interest for Distribution Purposes		4,253		3,204 9,915
Distributions from Underlying Funds Net Realized Gain (Loss)		14,653 70,731		38,427
Net Change in Unrealized		70,731		30,427
Appreciation (Depreciation)		172,365		1,919
Net Gain (Loss) on Investments and Derivat	ives	268,517		60,141
Foreign Exchange Gain (Loss) on		, .		,
Cash and Other Net Assets		578		(683)
Securities Lending Income		14		14
Total Income (Loss)		269,109		59,472
Expenses (Note 6)				
Management Fees		12,772		9,739
Administration Fees		423		341
Independent Review Committee Fees		1		1
Interest Charges		0		0
Transaction Costs		188		133
Total Expenses before Waivers		13,384		10,214
Less: Waived Expenses		(4)		(4)
Total Net Expenses		13,380		10,210
Increase (Decrease) in Net Assets Attributab	le			
to Holders of Redeemable Units before Ta	х	255,729		49,262
Tax Reclaims (Withholding Taxes)		(600)		(867)
Increase (Decrease) in Net Assets Attributab	le			
to Holders of Redeemable Units	\$	255,129	\$	48,395
Increase (Decrease) in Net Assets Attributab	ıle			
to Holders of Redeemable Units – Per Seri				
Investor Series	\$	87,536	\$	16,788
Premium Series	\$	1,780	\$	481
Advisor Series	\$	27,902	\$	5,606
F-Series	\$	119,602	\$	21,444
H8 Series	\$	3,929	\$	852
FT5 Series	\$	1,901	\$	475
FT8 Series	\$	5,714	\$	1,185
T8 Series D-Series	\$ \$	1,862	\$ \$	470
D-3eries	\$	4,903	\$	1,094
		255,129	J.	48,395
Increase (Decrease) in Net Assets Attributab				
to Holders of Redeemable Units – Per Seri	es Unit			
Investor Series	\$	2.94	\$	0.64
Premium Series	\$	2.87	\$	0.63
Advisor Series	\$	2.94	\$	0.64
F-Series	\$	3.09	\$	0.77
H8 Series	\$	2.32	\$	0.53
FT5 Series	\$	2.38	\$	0.64
FT8 Series	\$		\$	
		2.72		0.71
T8 Series	\$	2.31	\$	0.53
D-Series	\$	2.29	\$	0.57

The accompanying notes are an integral part of the interim financial report.

Statements of Changes in Net Assets Attributable to Holders of Redeemable Units (in 000s)

for the periods ended June 30, 2024 and 2023 (Unaudited)

			Inve	estor Series		Prem	ium Series		dvisor Series
		2024		2023	 2024		2023	2024	2023
Net Assets Attributable to Holders of Rede	emable								
Units at Beginning of the Period	\$	566,949	\$	522,772	\$ 12,894	\$	14,857	\$ 181,955 \$	171,906
Increase (Decrease) in Net Assets Attributable									
to Holders of Redeemable Units		87,536		16,788	1,780		481	27,902	5,606
Distributions to Holders of Redeemable Un	its	(3,702)		(3,833)	(82)		(119)	(1,194)	(1,290
Redeemable Unit Transactions									
Proceeds from Redeemable Units Issued		173,840		41,713	0		0	43,054	12,787
Reinvestments of Distributions		3,638		3,753	72		105	1,114	1,188
Redemption of Redeemable Units		(97,605)		(69,099)	(1,843)		(1,637)	(19,769)	(18,249
Net Increase (Decrease) from									
Redeemable Unit Transactions		79,873		(23,633)	(1,771)		(1,532)	24,399	(4,274
Net Increase (Decrease) in Net Assets									
Attributable to Holders of Redeemable U	nits	163,707		(10,678)	(73)		(1,170)	51,107	42
Net Assets Attributable to Holders of									
Redeemable Units at End of the Period	\$	730,656	\$	512,094	\$ 12,821	\$	13,687	\$ 233,062 \$	171,948
Redeemable Unit Transactions									
Redeemable Units Outstanding,									
Beginning of the Period		27,900		26,862	662		794	8,955	8,829
Redeemable Units Issued		7,900		2,113	0		0	1,953	647
Redeemable Units Issued on Reinvestments		164		189	4		5	50	60
Redeemable Units Redeemed		(4,427)		(3,502)	(88)		(86)	(897)	(924
Redeemable Units Outstanding,									
End of the Period		31,537		25,662	578		713	10,061	8,612
Weighted Average Units Outstanding		29,802		26,181	621		763	9.486	8,725

			F-Series		H8 Series
		2024	2023	2024	2023
Net Assets Attributable to Holders of Redee	nable				
Units at Beginning of the Period	\$	688,627	\$ 527,644	\$ 27,076	\$ 25,945
Increase (Decrease) in Net Assets Attributable					
to Holders of Redeemable Units		119,602	21,444	3,929	852
Distributions to Holders of Redeemable Unit	s	(9,901)	(7,541)	(1,082)	(1,044)
Redeemable Unit Transactions					
Proceeds from Redeemable Units Issued		311,011	86,640	5,020	2,402
Reinvestments of Distributions		7,272	5,428	793	750
Redemption of Redeemable Units		(62,576)	(42,434)	(4,948)	(2,637)
Net Increase (Decrease) from					
Redeemable Unit Transactions		255,707	49,634	865	515
Net Increase (Decrease) in Net Assets					
Attributable to Holders of Redeemable Un	its	365,408	63,537	3,712	323
Net Assets Attributable to Holders of					
Redeemable Units at End of the Period	\$	1,054,035	\$ 591,181	\$ 30,788	\$ 26,268
Redeemable Unit Transactions					
Redeemable Units Outstanding,					
Beginning of the Period		33,289	26,715	1,689	1,590
Redeemable Units Issued		13,844	4,322	294	147
Redeemable Units Issued on Reinvestments		322	270	46	46
Redeemable Units Redeemed		(2,785)	(2,117)	(290)	(161)
Redeemable Units Outstanding,					
End of the Period		44,670	29,190	1,739	1,622
Weighted Average Units Outstanding		38,681	27,802	1,691	1,596

Statements of Changes in Net Assets Attributable to Holders of Redeemable Units (in 000s)

for the periods ended June 30, 2024 and 2023 (Unaudited)

			F	T5 Series		FT8 Series		T8 Series
		2024		2023	 2024	2023	 2024	2023
Net Assets Attributable to Holders of Redee	mable							
Units at Beginning of the Period	\$	10,838	\$	13,698	\$ 34,515	\$ 28,890	\$ 13,818	\$ 14,575
Increase (Decrease) in Net Assets Attributable								
to Holders of Redeemable Units		1,901		475	5,714	1,185	1,862	470
Distributions to Holders of Redeemable Unit	s	(336)		(289)	(1,543)	(1,225)	(512)	(573)
Redeemable Unit Transactions								
Proceeds from Redeemable Units Issued		8,987		1,751	11,057	4,342	900	595
Reinvestments of Distributions		43		31	884	747	147	172
Redemption of Redeemable Units		(1,804)		(4,590)	(4,187)	(2,125)	(2,612)	(1,192)
Net Increase (Decrease) from								
Redeemable Unit Transactions		7,226		(2,808)	7,754	2,964	(1,565)	(425)
Net Increase (Decrease) in Net Assets								
Attributable to Holders of Redeemable Un	its	8,791		(2,622)	11,925	2,924	(215)	(528)
Net Assets Attributable to Holders of								
Redeemable Units at End of the Period	\$	19,629	\$	11,076	\$ 46,440	\$ 31,814	\$ 13,603	\$ 14,047
Redeemable Unit Transactions								
Redeemable Units Outstanding,								
Beginning of the Period		670		865	1,899	1,584	865	896
Redeemable Units Issued		508		110	567	237	52	37
Redeemable Units Issued on Reinvestments		3		2	45	41	9	10
Redeemable Units Redeemed		(104)		(287)	(212)	(116)	(155)	(73)
Redeemable Units Outstanding,								
End of the Period		1,077		690	2,299	1,746	771	870
Weighted Average Units Outstanding		799		749	2,102	1,669	807	883

			D-Series		TOTAL
		2024	2023	2024	2023
Net Assets Attributable to Holders of Redee	mable				
Units at Beginning of the Period	\$	30,170	\$ 28,035	\$ 1,566,842	\$ 1,348,322
Increase (Decrease) in Net Assets Attributable					
to Holders of Redeemable Units		4,903	1,094	255,129	48,395
Distributions to Holders of Redeemable Unit	ts	(396)	(381)	(18,748)	(16,295
Redeemable Unit Transactions					
Proceeds from Redeemable Units Issued		7,767	2,804	561,636	153,034
Reinvestments of Distributions		376	363	14,339	12,537
Redemption of Redeemable Units		(3,369)	(3,047)	(198,713)	(145,010
Net Increase (Decrease) from					
Redeemable Unit Transactions		4,774	120	377,262	20,561
Net Increase (Decrease) in Net Assets					
Attributable to Holders of Redeemable Un	its	9,281	833	613,643	52,661
Net Assets Attributable to Holders of					
Redeemable Units at End of the Period	\$	39,451	\$ 28,868	\$ 2,180,485	\$ 1,400,983
Redeemable Unit Transactions					
Redeemable Units Outstanding,					
Beginning of the Period		1,987	1,930		
Redeemable Units Issued		473	190		
Redeemable Units Issued on Reinvestments		23	24		
Redeemable Units Redeemed		(205)	(207)		
Redeemable Units Outstanding,					
End of the Period		2,278	1,937		
Weighted Average Units Outstanding		2.136	1,933		

The accompanying notes are an integral part of the interim financial report.

Statements of Cash Flows (in 000s)

for the periods ended June 30, 2024 and 2023 (Unaudited)

		2024		2023
Cash Flows from (used in) Operating Activitie	es			
Increase (Decrease) in Net Assets Attributable				
to Holders of Redeemable Units	\$	255,129	\$	48,395
Adjustment For:				
Unrealized Foreign Exchange (Gain) Loss on Ca	ish	(406)		455
Net Realized (Gain) Loss		(70,731)		(38,427)
Net Change in Unrealized				
(Appreciation) Depreciation		(172,365)		(1,919)
Purchase of Investments and Derivatives		(660,425)		(256,331)
Distributions In-Kind from Underlying Funds		(14,653)		(9,915)
Proceeds from Sale, Paydown and Maturity				
of Investments and Derivatives		339,955		243,885
(Increase) Decrease in Interest and				
Dividends Receivables		716		21
(Increase) Decrease in Income Receivable				
from Underlying Funds		(43)		0
Increase (Decrease) in Accrued Liabilities		54		(57)
Net Cash from (used in) Operating Activities		(322,769)		(13,893)
Cash Flows from (used in) Financing Activitie	·S			
Distributions Paid to Holders of Redeemable Unit	S,			
Net of Reinvested Distributions		(3,613)		(3,099)
Proceeds from Issuance of Redeemable Units		484,413		109,735
Amounts Paid on Redemption of Redeemable Un	its	(127,248)		(103,530)
Net Cash from (used in) Financing Activities		353,552		3,106
Unrealized Foreign Exchange Gain (Loss) on Cash	1	406		(455)
Net Increase (Decrease) in Cash		30,783		(10,787)
Cash (Bank Overdraft) at Beginning of the Period		45,281		38,297
Cash (Bank Overdraft) at End of the Period	\$	76,470	\$	27,055
Interest for Distribution Durnesses Descrived*				
Interest for Distribution Purposes Received*,	¢	4 220	¢	י איר
Net of Withholding Taxes	\$	4,326	\$	3,235
Dividends Received*, Net of Withholding Taxes	\$	6,558	\$	5,799

^{*} Included as part of Cash Flows from (used in) Operating Activities.

The accompanying notes are an integral part of the interim financial report.

Schedule of Investment Portfolio (in 000s except number of Shares

or Units/Par Value) as at June 30, 2024 (Unaudited)

No. of Shares or Units/ Par Value	Description		Cost	Fair Value
	-			
71.650	Communication Services – 3.4%	*	47.060	40, 420
	Meta Platforms Inc., Class A	\$	47,860	\$ 49,429
101,379	T-Mobile US Inc.		21,877	24,435
			69,737	73,864
	Consumer Discretionary – 4.4%			
88,865	Hilton Worldwide Holdings Inc.		18,568	26,527
44,478	McDonald's Corporation		13,310	15,507
58,248	The Home Depot Inc.		20,467	27,431
173,759	The TJX Companies Inc.		21,868	26,172
			74,213	95,637
	Consumer Staples – 3.2%			
32 875	Costco Wholesale Corporation		18,082	38,228
	The Procter & Gamble Company		30,707	32,299
			48,789	70,527
			•	
72 705	Energy – 2.7%		16 200	17 400
	Cheniere Energy Inc.		16,309	17,408
	ConocoPhillips Exxon Mobil Corporation		15,929	21,837
130,420	Exxon Mobil Corporation		20,813	20,540 59,785
			33,031	39,763
	Financials – 8.1%			
	American Express Company		16,985	22,455
	Apollo Global Management Inc.		16,208	21,044
	Corebridge Financial Inc.		14,853	20,761
	Evercore Inc., Class A		17,376	18,698
	JPMorgan Chase & Company		23,394	40,735
	The Progressive Corporation		16,668	23,482
83,372	Visa Inc., Class A		17,501	29,936
			122,985	177,111
	Health Care – 7.9%			
124,173	AbbVie Inc.		29,448	29,137
43,766	Danaher Corporation		14,980	14,960
38,056	Eli Lilly & Company		21,538	47,136
32,298	•		20,499	25,806
164,177	. ,		24,666	27,806
35,673	Stryker Corporation		13,951	16,605
14,364	UnitedHealth Group Inc.		8,970	10,007
			134,052	171,457
	Industrials – 5.9%			
142,254	Canadian Pacific Kansas City Limited		15,526	15,322
72,829	Eaton Corporation PLC		16,137	31,240
199,188	Howmet Aerospace Inc.		18,800	21,154
83,335	Republic Services Inc., Class A		19,814	22,156
60,432	Trane Technologies PLC		18,359	27,194
31,918	Verisk Analytics Inc., Class A		10,321	11,770
			98,957	128,836

No. of Shares			
or Units/ Par Value	Description	Cost	Fair Value
rai vaiue	Description	Cost	Tall Value
	Information Technology — 18.0%		
224,242	Apple Inc.	\$ 35,668	\$ 64,613
19,982		25,134	43,889
	Intuit Inc.	12,819	13,776
	KLA Corporation	15,172	30,365
185,796	•	41,697	113,605
	Motorola Solutions Inc.	17,392	25,363
599,326	NVIDIA Corporation	30,615 178,497	101,292 392,903
		170,437	392,903
452.200	Materials – 1.8%	44.065	45.622
152,399	CRH PLC	14,865	15,632
38,638	Linde PLC	13,089	23,195
		27,954	38,827
	Utilities – 2.1%		
264,251	NextEra Energy Inc.	22,963	25,598
163,229	Vistra Corporation	15,261	19,200
		38,224	44,798
	Corporate Bonds – 4.1%		
	1011778 B.C. Unlimited Liability Company/		
	New Red Finance Inc. (USD)		
210,000	Callable 6.125% Jun 15, 2029	287	289
950,000	Perpetual, Callable 4.000% Oct 15, 2030	1,109	1,144
100 500	AAdvantage Loyalty IP Limited (USD)	4.40	454
106,526	Term Loan Mar 10, 2028	148	151
00.000	AdaptHealth LLC (USD)	07	0.5
230,000	Callable 4.625% Aug 1, 2029 Callable 5.125% Mar 1, 2030	97 275	95 275
230,000		213	213
150,000	Adient Global Holdings Limited (USD)	204	210
	Callable 7.000% Apr 15, 2028	204	210
1,000,000	Callable 8.250% Apr 15, 2031	1,370	1,429
	Adient U.S LLC (USD)		
295,731	,	367	408
	Air Canada (USD)		
	Callable 3.875% Aug 15, 2026	864	901
140,000	First Lien, Term Loan Mar 14, 2031	189	192
	Alcoa Nederland Holding BV (USD)		
400,000	Callable 6.125% May 15, 2028	563	545
70,000	Callable 7.125% Mar 15, 2031	94	99
	Altice Financing SA (USD)		
370,000	Callable 5.000% Jan 15, 2028	394	385
	Altice France SA (USD)		
910,000	Callable 8.125% Feb 1, 2027	1,243	935
	Altice USA (USD)		
140,000	First Lien, Term Loan Jan 18, 2028	185	185
	Amer Sports Company (USD)		
370,000	Callable 6.750% Feb 16, 2031	503	505
	America Movil SAB de CV (USD)		
150,000	Callable 5.375% Apr 4, 2032	180	191
	American Airlines Inc. (USD)		
50,000	Callable 8.500% May 15, 2029	69	71

No. of States								
Per Value Per								
Advantage Longly P Limited (USD)		Description	Co	st	Fair Value		Description	Cost
Advantage Longly P Limited (USD)		American Airlines Inc /					Clear Channel Outdoor Holdings Inc. (IISD)	
273,333 5,5008, Agr 20, 2029 282 280 5,000 Callable 9,0009 5,901 5,000 7,000 63						427 000	3 , ,	519
27,000 5,750% Apr 20, 2029 282 280 280,000 Callable 4, 2575% Mar 12, 2028 594	273.333	- , ,	\$ 3	51	\$ 371	1	3 .	
Supply Company Inc. (USD)								
Supply Company Inc. (USD) Say		American Builders & Contractors					Clearway Energy Operating LLC (USD)	
ArsenJALC Parent LEC (USD) 199,500 Term Loan Aug 19, 2030 270 275 90,000 Callable 6,759% Mar 1, 2029 276 270,000 Callable 6,009% or 1, 2030 274 230 240,000 Callable 6,759% Mar 15, 2032 326 240,000 Callable 6,759% Mar 15, 2032 326 240,000 Callable 7,359% Mar 15, 2032 327 240,000 Callable 7,359% Mar 15, 2032 327 240,000 Callable 7,359% Mar 15, 2032 328 240,000 Callable 7,359% Mar 15, 2032 328 240,000 Callable 7,359% Mar 15, 2032 328 240,000 Callable 7,359% Mar 15, 2032 329 329 329 329 329,000 Callable 7,359% Mar 15, 2032 329 329 329 329,000 Callable 7,359% Mar 15, 2032 329 329 329,000 Callable 7,359% Mar 15, 2032 329 329 329 329,000 Callable 7,359% Mar 15, 2032 329 329 329 329,000 Callable 7,359% Mar 15, 2032 329 329 329 329,000 Callable 7,359% Mar 15, 2032 329 329 329 329 329 329 329 329 329 3		Supply Company Inc. (USD)				480,000	, , , , , , , , , , , , , , , , , , , ,	594
199,500 Term Loso Aug 19, 2030 270 275 276 2	630,000	Callable 4.000% Jan 15, 2028	8	34	806		Cleveland-Cliffs Inc. (USD)	
160,000 Callable 8,009%, Oct 1, 2030 224 230 240,000 Callable 7,000% Mar 15, 2032 326 326 327 327 328 328 329		Arsenal AIC Parent LLC (USD)				120,000	Callable 4.625% Mar 1, 2029	151
Saysex Energy Corporation (USD) 770,000 Callable & 200% Agr 30, 2030 935 1,002 230,000 Callable & 5.00% Agr 30, 2030 239 278 288 282 210,000 Callable & 5.00% Agr 30, 2032 278	199,500	Term Loan Aug 19, 2030	2	70	275	900,000	Callable 6.750% Apr 15, 2030	1,181
200,000 Callable 8,00% Apr 30, 2030 935 1,002 230,000 Callable 6,00% Ray 13, 2032 278 279,000 Callable 7,375% Mar 15, 2032 658 682 210,000 Callable 9,00% Sep 30, 2029 278 280,000 Callable 8,75% Mar 15, 2027 576 619 40,000 Callable 8,75% Mar 15, 2021 557 270,000 Callable 7,25% Mur 1, 2031 95 98 277,000 Callable 8,75% Mur 1, 2031 95 98 277,000 Callable 8,75% Mur 1, 2031 95 98 277,000 Callable 6,750% Mur 1, 2030 1,194 1,231 100,000 Callable 6,750% Feb 15, 2030 1,194 1,231 100,000 Callable 6,750% Feb 15, 2030 1,194 1,231 100,000 Callable 6,500% Feb 15, 2032 13 14 200,000 Callable 5,500% Feb 15, 2032 13 13 14 200,000 Callable 5,500% Feb 15, 2032 13 13 14 200,000 Callable 5,50	160,000	Callable 8.000% Oct 1, 2030	2	24	230	240,000	Callable 7.000% Mar 15, 2032	326
490,000 Callable 7,375% Mar 15, 2032 658 682 210,000 Callable 8,000% Sep 30, 2029 278 8 excent Roofing Supply Inc. (USD) 358 359 8 350,000 First Lies, Term Loan Mar 42, 2031 479 280,000 Callable 6,500% Mag 1, 2030 585 622 70,000 Callable 7,875% Apr 15, 2030 585 622 70,000 Callable 7,875% Apr 15, 2031 585 622 70,000 Callable 7,875% Mar 15, 2031 59 98 8 77,000 Callable 7,875% Mar 15, 2031 59 98 8 77,000 Callable 7,875% Mar 15, 2031 59 98 8 77,000 Callable 7,875% Mar 15, 2031 66 169 62 63,000 Callable 7,875% Mar 15, 2031 67 68 8 80,000 Callable 7,875% Mar 15, 2031 166 169 62 63,000 Feb 15, 2032 13 14 1,231 67 68 100,000 Callable 6,350% Feb 15, 2032 13 14 1,231 67 68 100,000 Callable 6,350% Feb 15, 2032 13 14 1,231 67 68 100,000 Callable 6,350% Feb 15, 2032 13 14 1,231 67 68 100,000 Callable 6,350% Feb 15, 2032 13 14 1,231 67 68 100,000 Callable 6,350% Feb 15, 2032 13 14 1,231 67 68 100,000 Callable 6,350% Feb 15, 2032 13 14 1,231 67 68 1,231 6		Baytex Energy Corporation (USD)					Cloud Software Group Inc. (USD)	
Beacon Roofing Supply Inc. (USD) 260,000 Callable R. 250% Jun 1, 2020 358 359 280,000 Callable R. 250% Jun 30, 2032 387 280,000 Callable R. 250% Jun 30, 2032 387 280,000 Callable R. 250% Jun 30, 2032 387 280,000 Callable R. 250% Jun 15, 2032 55 280,000 Callable R. 250% Jun 15, 2031 95 98 270,000 Callable R. 250% Jun 15, 2031 95 98 270,000 Callable R. 250% Jun 15, 2031 95 98 270,000 Callable R. 250% Jun 15, 2031 166 169 160,000 Callable R. 250% Jun 15, 2030 1,194 1,231 1,200 200,000 Callable R. 150,000 Calla						1		
260,000 Callable 6,500% Aug 2030 358 359 280,000 Callable 2,50% Jun 30,0202 387	490,000	Callable 7.375% Mar 15, 2032	6	58	682	1		
Bombardier Inc. (USD)		Beacon Roofing Supply Inc. (USD)						
### ### ##############################	260,000	Callable 6.500% Aug 1, 2030	3	58	359	280,000	Callable 8.250% Jun 30, 2032	387
A		Bombardier Inc. (USD)						
70,000 Callable 7,250% Jul 1, 2031 95 98 377,000 Callable 6,750% (LC (USD) Southlings (LC (USD) Southlines (LC (USD) So	451,000	Callable 7.875% Apr 15, 2027	5	76	619	40,000	Callable, Series 20A 6.875% Jul 15, 2032	55
British Telecommunications PLC (USD) 377,000 Callable 6,750% Oct 1, 2026 500	420,000	Callable 8.750% Nov 15, 2030	5	85	622		Connect Finco SARL/	
130,000 Variable Rate, Callable 4,250% Nov 23, 2081 166 169 160,000 Callable 5,500% Apr 15, 2027 204 205 2	70,000	Callable 7.250% Jul 1, 2031		95	98			
A.250% Nov 23, 2081		British Telecommunications PLC (USD)				377,000	Callable 6.750% Oct 1, 2026	500
Caesars Entertainment Inc. (USD) 880,000 Callable 7,000% Feb 15, 2030 1,194 1,231 10,000 Callable 7,000% Feb 15, 2030 95	130,000	Variable Rate, Callable						
880,00 Callable 7,00% Feb 15, 2030 1,194 1,231 50,000 Callable 6,250% Feb 15, 2032 13 14 Calpine Corporation (USD)		4.250% Nov 23, 2081	1	66	169	1		
Solution		Caesars Entertainment Inc. (USD)				1		
10,000 Callable 6.500% Feb 15, 2032 13	880,000	Callable 7.000% Feb 15, 2030	1,1	94	1,231	100,000	Callable 4.125% Dec 1, 2030	95
Calpine Corporation (USD) 263,000 Callable 5.250% Jun 1, 2026 350 356 470,000 Callable 4.500% Feb 15, 2028 603 611 270,000 First Lien, Term Loan Jan 31, 2031 362 369 6.750% Jun 15, 2076 205 Carnival Corporation (USD) 150,000 Callable 5.750% Mar 1, 2027 185 203 150,000 Callable 5.750% Mar 1, 2027 185 203 150,000 Callable 5.750% Mar 1, 2029 27 28 20,000 Callable 6.000% May 1, 2029 27 28 24 2555,000 Variable Rate, Callable, Series H 6.500% Dec 31, 2049 668 240,000 Callable 10.375% May 1, 2028 347 356 Cascades Inc./Cascades USA Inc. (USD) CCO Holdings (ELC/ CCO Holdings Capital Corporation (USD) Callable 6.750% May 1, 2028 826 831 CCC Holdings Capital Corporation (USD) Series Conserved May 1, 2027 1, 223 1,170 Series Collable 4.750% May 1, 2030 479 435 Cemex SAB de CV (USD) Cemex SAB de CV (USD) Century Communities Inc. (USD) Callable 5.250% Jun 15, 2029 359 354 Century Communities Inc. (USD) Century Communities Inc. (USD) Callable 5.250% Jun 1, 2027 375 399 290,000 Callable 5.250% Jun 15, 2028 454 471 290,000 Callable 5.250% Jun 15, 2028 454 471 200,000 Callable 6.750% Jun 15,								
263,000 Callable 5,250% Jun 1, 2026 350 356 Emera Inc. (USD) 470,000 Callable 4,500% Feb 15, 2028 603 611 150,000 Variable Rate, Callable, Series 16-A 6,750% Jun 15, 2076 205 Carnival Corporation (USD) 150,000 Callable 5,750% Mar 1, 2027 185 203 150,000 Callable 9,750% May 1, 2029 207 410,000 Callable 6,000% May 1, 2029 521 555 Empire Communities Corporation (USD) 20,000 Callable 7,000% Aug 15, 2029 27 28 255,000 Variable Rate, Callable, Series H 6,500% Dec 31, 2049 668 240,000 Callable 10,375% May 1, 2028 347 356 415,000 Variable Rate, Callable, Series G 7,125% May 15, 2170 497 630,000 Callable 5,375% May 1, 2028 826 831 CC O Holdings LLC/ CCO Holdings LLC/ CCO Holdings Capital Corporation (USD) 250,000 Callable 5,125% May 1, 2030 424 450 Century Communities Inc. (USD) 260,000 Callable 6,500% Sep 17, 2030 424 450 Century Communities Inc. (USD) 270,000 Callable 6,500% May 15, 2028 359 354 Century Communities Inc. (USD) 280,000 Callable 6,575% Mun 1, 2027 375 399 Century Communities Inc. (USD) 280,000 Callable 6,575% Mun 1, 2027 375 399 Century Communities Inc. (USD) 280,000 Callable 6,575% Mun 1, 2027 375 399 Century Communities Inc. (USD) 280,000 Callable 6,575% Mun 1, 2027 375 399 Century Communities Inc. (USD) 280,000 Callable 6,575% Mun 1, 2027 375 399 Cinemark USA Inc. (USD) 280,000 Callable 6,575% Mun 1, 2027 375 399 354 Cinemark USA Inc. (USD) 287,000 Callable 6,575% Mun 1, 2027 375 399 354 Cinemark USA Inc. (USD) 287,000 Callable 6,575% Mun 1, 2027 375 399 354 Cinemark USA Inc. (USD) 287,000 Callable 8,575% Aug 15, 2029 359 354 Cinemark USA Inc. (USD) 287,000 Callable 8,575% Aug 15, 2028 454 471 550,000 Callable 6,750% Mun 1, 2027 374 550,000 Callable 6,750% Mun 1, 2027 374 550,000 Callable 6,750% Mun 1, 2029 693 374,478 First Lien, Term Loan May 31, 2030 513 522 Clarios Global Limited Partnership (USD) 389,650 First Lien, Term Loan May 6, 2030 513 522 Clarios Global Limited Partnership (USD)	10,000	Callable 6.500% Feb 15, 2032		13	14			
470,000 Callable 4.500% Feb 15, 2028 603 611 150,000 Variable Rate, Callable, Series 16-A 270,000 First Lien, Term Loan Jan 31, 2031 362 369 6.750% Jun 15, 2076 205						200,000	·	231
270,000 First Lien, Term Loan Jan 31, 2031 362 369 6.750% Jun 15, 2076 205								
Carrival Corporation (USD)						150,000		205
150,000 Callable 5.750 % Mar 1, 2027 185 203 150,000 Callable 9.750 % May 1, 2029 207	270,000		3	02	309			205
A10,000 Callable 6.000% May 1, 2029 521 555 Energy Transfer Limited Partnership (USD)	150,000	· · · · · · · · · · · · · · · · · · ·	1	O.F.	202	150,000		207
20,000 Callable 7.000% Aug 15, 2029 27 28						150,000	• •	207
Carnival Holdings (Bermuda) Limited (USD) 240,000 Callable 10.375% May 1, 2028 347 356 Cascades Inc./Cascades USA Inc. (USD) 630,000 Callable 5.375% Jan 15, 2028 826 831 CCO Holdings LLC/ CCO Holdings LLC/ CCO Holdings Capital Corporation (USD) 890,000 Callable 5.125% May 1, 2027 1,223 1,170 Gallable 5.125% May 1, 2027 1,223 1,170 Gallable 4.750% Mar 1, 2030 479 435 52,000 Callable 4.750% May 15, 2030 66 60 540,000 Callable 5.875% Apr 15, 2030 695 Cemex SAB de CV (USD) 340,000 Callable 5.200% Sep 17, 2030 424 450 Century Communities Inc. (USD) Century Communities Inc. (USD) Callable 6.750% Jun 1, 2027 375 399 Gallable 6.750% Jun 1, 2027 375 399 974,478 First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) 645,000 Callable 8.625% Mar 15, 2031 355 GFL Environmental Inc. (USD) 645,000 Callable 8.625% Mar 15, 2031 383		, .				FF0 000	3,	
240,000 Callable 10.375% May 1, 2028 347 356	20,000	*		_,	20	550,000		668
Cascades Inc./Cascades USA Inc. (USD) 630,000 Callable 5.375% Jan 15, 2028 826 831 CCO Holdings LLC/ CCO Holdings Capital Corporation (USD) 890,000 Callable 5.125% May 1, 2027 1,223 1,170 367,000 Callable 5.125% May 1, 2027 1,223 1,170 367,000 Callable 4.750% Mar 1, 2030 479 435 Cemex SAB de CV (USD) Century Communities Inc. (USD) Century Communities Inc. (USD) Callable 6.750% Jun 1, 2027 375 399 690,000 Callable 4.650% Jun 1, 2027 375 399 290,000 Callable 6.750% Jun 1, 2027 375 399 Century Communities Inc. (USD) Century Communities Inc. (USD) Callable 5.250% Jun 1, 2027 375 399 690,000 Callable 3.875% Aug 15, 2029 359 354 Cinemark USA Inc. (USD) Callable 5.250% Jul 15, 2028 454 471 360,000 Callable 5.250% Jul 15, 2028 454 471 Sirst Lien, Term Loan May 31, 2030 513 522 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) 7.125% May 15, 2170 497 430,000 Variable Rate, Callable 7.625% Dec 15, 2054 592 430,000 Variable Rate, Callable 7.625% Dec 15, 2054 592 7.625% Dec 15, 2054 592 450,000 Callable 5.750% Apr 15, 2030 695 Pty Limited (USD) 510,000 Callable 4.375% Apr 15, 2031 355 Frortier Communications Holdings LLC (USD) 287,000 Callable 3.625% Jun 17, 2031 374 287,000 Callable 6.750% May 1, 2029 693 379,650 First Lien, Term Loan May 31, 2030 513 522 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) 7.125% May 15, 2050 7.625% Dec 15, 2054 592 430,000 Callable 8.625% Mar 15, 2031 355 GFL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893	240 000	3 1	3	47	356	415,000		000
630,000 Callable 5.375% Jan 15, 2028 826 831 CCO Holdings LLC/ CCO Holdings Capital Corporation (USD) 890,000 Callable 5.125% May 1, 2027 1,223 1,170 367,000 Callable 4.750% Mar 1, 2030 479 435 52,000 Callable 4.500% Aug 15, 2030 66 60 540,000 Callable 5.875% Apr 15, 2030 695 Cemex SAB de CV (USD) Century Communities Inc. (USD) Callable 6.750% Jun 1, 2027 375 399 690,000 Callable 6.750% Jun 17, 2031 870 Cinemark USA Inc. (USD) Cinemark USA Inc. (USD) S10,000 Callable 5.250% Jul 15, 2028 454 471 550,000 Callable 5.875% Oct 15, 2027 374 Clarios Global Limited Partnership (USD) First Lien, Term Loan May 31, 2030 513 522 Clarios Global Limited Partnership (Clarios U.S. Finance Company (USD) EUSHI Finance Inc. (USD) 430,000 Variable Rate, Callable 7.625% Dec 15, 2054 592 FMG Resources (August 2006) Pty Limited (USD) FMG Resources (August 2006) Pty Limited (USD) Callable 4.375% Apr 15, 2030 695 130,000 Callable 4.375% Apr 15, 2031 158 Ford Motor Credit Company LLC (USD) Callable 3.625% Jun 17, 2031 870 E090,000 Callable 3.625% Jun 17, 2031 870 E090,000 Callable 3.625% Jun 17, 2031 870 Callable 5.250% Jul 15, 2028 454 471 550,000 Callable 5.875% Oct 15, 2027 374 Clarios Global Limited Partnership (USD) First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership (USD)	240,000	•	,	77	330	415,000		497
CCO Holdings LLC/	630,000		8	26	831			
Second CCO Holdings Capital Corporation (USD) Second Sec	030,000		Ü	LO	031	430.000		
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367,000 Callable 4.750% Mar 1, 2030 479 435 52,000 Callable 4.500% Aug 15, 2030 66 60 540,000 Callable 5.875% Apr 15, 2030 695 130,000 Callable 5.200% Sep 17, 2030 424 450 Ford Motor Credit Company LLC (USD) 510,000 Callable 4.063% Nov 1, 2024 683 690,000 Callable 6.750% Jun 1, 2027 375 399 690,000 Callable 3.875% Aug 15, 2029 359 354 Frontier Communications Holdings LLC (USD) 287,000 Callable 5.250% Jul 15, 2028 454 471 550,000 Callable 5.250% Jul 15, 2028 454 471 47	890 000		1.2	23	1 170		FMG Resources (August 2006)	
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340,000 Callable 5.200% Sep 17, 2030 424 450 Century Communities Inc. (USD) 290,000 Callable 6.750% Jun 1, 2027 375 399 690,000 Callable 3.625% Jun 17, 2031 870 290,000 Callable 3.875% Aug 15, 2029 359 354 Cinemark USA Inc. (USD) Callable 5.250% Jul 15, 2028 454 471 550,000 Callable 6.750% May 1, 2029 693 974,478 First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership (USD) 379,650 First Lien, Term Loan May 6, 2030 513 522 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) Ford Motor Credit Company LLC (USD) 510,000 Callable 4.063% Nov 1, 2024 683 690,000 Callable 3.625% Jun 17, 2031 870 Callable 5.875% Oct 15, 2027 374 560,000 Callable 5.875% Oct 15, 2027 374 560,000 Callable 6.750% May 1, 2029 693 400,000 Callable 6.000% Jan 15, 2030 284 645,000 Callable 8.625% Mar 15, 2031 355 6FL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893						540,000	* * * * * * * * * * * * * * * * * * * *	695
340,000 Callable 5.200% Sep 17, 2030 424 450 Century Communities Inc. (USD) 290,000 Callable 6.750% Jun 1, 2027 375 399 290,000 Callable 3.875% Aug 15, 2029 359 354 Cinemark USA Inc. (USD) 287,000 Callable 5.250% Jul 15, 2028 454 471 774,478 First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership (USD) Clarios Global Limited Partnership (Clarios U.S. Finance Company (USD) A 24 450 Ford Motor Credit Company LLC (USD) 510,000 Callable 4.063% Nov 1, 2024 683 690,000 Callable 3.625% Jun 17, 2031 870 Elable 6.750% Aug 15, 2027 374 550,000 Callable 5.875% Oct 15, 2027 374 287,000 Callable 6.750% May 1, 2029 693 440 Callable 6.000% Jan 15, 2030 284 340,000 Callable 8.750% May 15, 2030 430 Callable 8.625% Mar 15, 2031 355 GFL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893		Cemex SAB de CV (USD)				130,000	Callable 4.375% Apr 1, 2031	158
Century Communities Inc. (USD)	340,000		4	24	450		Ford Motor Credit Company LLC (USD)	
290,000 Callable 6.750% Jun 1, 2027 375 399 290,000 Callable 3.875% Aug 15, 2029 359 354 Cinemark USA Inc. (USD) 360,000 Callable 5.250% Jul 15, 2028 454 471 First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership (USD) 379,650 First Lien, Term Loan May 6, 2030 513 522 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) 690,000 Callable 3.625% Jun 17, 2031 870 Frontier Communications Holdings LLC (USD) 287,000 Callable 6.750% May 1, 2029 693 250,000 Callable 6.750% May 1, 2029 693 340,000 Callable 8.750% May 15, 2030 430 260,000 Callable 8.625% Mar 15, 2031 355 GFL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893		·				510,000		683
290,000 Callable 3.875% Aug 15, 2029 359 354 Cinemark USA Inc. (USD) 360,000 Callable 5.250% Jul 15, 2028 454 471 First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership (USD) 379,650 Clarios Global Limited Partnership (Clarios U.S. Finance Company (USD) Signature 1	290,000		3	75	399	690,000	Callable 3.625% Jun 17, 2031	870
360,000 Callable 5.250% Jul 15, 2028 454 471 550,000 Callable 6.750% May 1, 2029 693 974,478 First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership (USD) 379,650 First Lien, Term Loan May 6, 2030 513 522 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) Clarios U.S. Finance Company (USD) Callable 6.750% May 1, 2029 693 340,000 Callable 6.750% May 15, 2030 430 260,000 Callable 8.750% May 15, 2031 355 GFL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893							Frontier Communications Holdings LLC (USD)	
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974,478 First Lien, Term Loan May 31, 2030 1,331 1,344 Clarios Global Limited Partnership (USD) 379,650 First Lien, Term Loan May 6, 2030 513 522 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) 284 340,000 Callable 8.750% May 15, 2030 430 260,000 Callable 8.625% Mar 15, 2031 355 GFL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893	360,000		4	54	471	550,000	Callable 6.750% May 1, 2029	693
Clarios Global Limited Partnership (USD) 260,000 Callable 8.625% Mar 15, 2031 355								
379,650 First Lien, Term Loan May 6, 2030 513 522 Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) Clarios U.S. Finance Company (USD) Company (USD) Callable 8.625% Mar 15, 2031 GFL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893		Clarios Global Limited Partnership (USD)					•	
Clarios Global Limited Partnership/ Clarios U.S. Finance Company (USD) GFL Environmental Inc. (USD) 645,000 Callable 6.750% Jan 15, 2031 893	379,650	• • •	5	13	522	260,000		355
Clarios U.S. Finance Company (USD)		,						
		•				645,000	Callable 6.750% Jan 15, 2031	893
	306,000	Callable 6.250% May 15, 2026	4	25	418			

Fair Value

\$

1,220

of Shares or Units/			
Par Value	Description	Cost	Fair Value
	Hanesbrands Inc. (USD)		
446,617	First Lien, Term Loan Feb 14, 2030	\$ 604	\$ 614
70,000	HealthEquity Inc. (USD) Callable 4.500% Oct 1, 2029	90	90
250,000	Hologic Inc. (USD) Callable 4.625% Feb 1, 2028	313	328
970,000	Hudbay Minerals Inc. (USD) Callable 6.125% Apr 1, 2029	1,250	1,322
438,951	Iridium Satellite LLC (USD) First Lien, Term Loan Sep 20, 2030	562	600
	JC Penney Corporation Inc. (in default) (USD)		
203,387	First Lien, Term Loan Jun 23, 2023	255	1
170,000	Kohl's Corporation (USD) Callable 4.625% May 1, 2031	191	195
220,000	Lamb Weston Holdings Inc. (USD) Callable 4.125% Jan 31, 2030	256	274
90,000	Level 3 Financing Inc. (USD) Callable 10.500% May 15, 2030	126	123
1,157,000	Match Group Holdings II LLC (USD) Callable 5.000% Dec 15, 2027	1,562	1,518
272,000	Mattamy Group Corporation (USD) Callable 5.250% Dec 15, 2027	360	362
140,000	Meritage Homes Corporation (USD) Callable 3.875% Apr 15, 2029	163	177
50,000	MGM China Holdings Limited (USD) Callable 7.125% Jun 26, 2031	69	69
	Mineral Resources Limited (USD)		
	Callable 8.125% May 1, 2027	679	676
	Callable 9.250% Oct 1, 2028 Callable 8.500% May 1, 2030	500 474	517 482
340,000	Navient Corporation (USD)	4/4	402
320 000	6.750% Jun 25, 2025	423	438
	Callable 5.000% Mar 15, 2027	162	170
	Callable 5.500% Mar 15, 2029	1,015	1,127
60,000	Callable 9.375% Jul 25, 2030	80	86
330,000	Newell Brands Inc. (USD) Callable 5.700% Apr 1, 2026	419	446
340,000	Nexstar Media Inc. (USD) Callable 5.625% Jul 15, 2027	432	442
600,000	NextEra Energy Capital Holdings Inc. (USD) Variable Rate, Callable		
	3.800% Mar 15, 2082 NextEra Energy Partners Limited	704	761
740,000	Partnership (USD) Conv. 2.500% Jun 15, 2026	904	928
	NOVA Chemicals Corporation (USD)		
	Callable 5.250% Jun 1, 2027 Callable 8.500% Nov 15, 2028	793 156	786 160
	NRG Energy Inc. (USD)		
	Callable 3.375% Feb 15, 2029	905	911
710,000	Callable 3.875% Feb 15, 2032	821	835
570,000	OneMain Finance Corporation (USD) Callable 4.000% Sep 15, 2030	692	670

No. of Shares or Units/ Par Value	Description		Cost	Fair Value
	Ontario Gaming GTA Limited Partnership (USD)			
	First Lien, Term Loan Jul 20, 2030 Callable 8.000% Aug 1, 2030	\$	203 207	\$ 206 211
390,000	Open Text Corporation (USD) Callable 3.875% Dec 1, 2029		487	479
540,000	Open Text Holdings Inc. (USD) Callable 4.125% Dec 1, 2031		644	651
,	Organon Finance 1 LLC (USD) Callable 5.125% Apr 30, 2031 Callable 7.875% May 15, 2034		383 253	393 253
	Owens-Brockway Glass Container Inc. (USD) Callable 6.625% May 13, 2027)	188	191
	Callable 7.250% May 15, 2031 Papa John's International Inc. (USD)		813	806
	Callable 3.875% Sep 15, 2029 Paramount Global (USD)		566	565
800,000	Variable Rate, Callable 6.375% Mar 30, 2062 Parkland Corporation (USD)		959	968
570,000	Callable 4.500% Oct 1, 2029		670	714
920,000	Callable 4.625% May 1, 2030 Performance Food Group Inc. (USD)		1,133	1,149
305,000	Callable 4.250% Aug 1, 2029 Perrigo Finance Unlimited Company (USD)		374	380
510,000	Callable 5.150% Jun 15, 2030 Perrigo Investments LLC (USD)		613	643
139,646	First Lien, Term Loan Apr 20, 2029 Post Holdings Inc. (USD)		189	191
	Callable 5.500% Dec 15, 2029		301	304
	Callable 4.625% Apr 15, 2030 Callable 6.250% Feb 15, 2032		726 162	730 165
	Precision Drilling Corporation (USD) Callable 6.875% Jan 15, 2029		879	935
129,675	Prime Security Services Borrower LLC (USD) First Lien, Term Loan Oct 15, 2030		175	178
	Prime Security Services Borrower LLC/ Prime Finance Inc. (USD)			
210,000 260,000	5.750% Apr 15, 2026 Callable 6.250% Jan 15, 2028		293 331	285 351
800,000	Rogers Communications Inc. (USD) Callable 4.550% Mar 15, 2052		932	898
270,000	Royal Caribbean Cruises Limited (USD) Callable 5.500% Apr 1, 2028		320	365
240,000	Callable 9.250% Jan 15, 2029 Callable 6.250% Mar 15, 2032		349 27	351 28
140,000 70,000	Sabre GLBL Inc. (USD) Callable 8.625% Jun 1, 2027 Callable 11.250% Dec 15, 2027		173 92	176 93
869,000	SBA Communications Corporation (USD) Callable 3.125% Feb 1, 2029		972	1,061
20,000	Seagate HDD Cayman (USD) Callable 8.250% Dec 15, 2029		27	29

No. of Shares			
or Units/ Par Value	Description	Cost	Fair Value
220.000	Sirius XM Radio Inc. (USD)		
	-	302	*
	Callable 5.500% Jul 1, 2029	746	
340,000	Callable 4.125% Jul 1, 2030	439	398
140,000	Six Flags Entertainment Corporation (USD) Callable 7.250% May 15, 2031	196	195
	Staples Inc. (USD)		
80,000	First Lien, Term Loan Aug 23, 2029	105	101
130,000	Callable 10.750% Sep 1, 2029	177	169
300.000	Star Parent Inc. (USD) Callable 9.000% Oct 1, 2030	425	432
,			
505,000	Strathcona Resources Limited (USD) Callable 6.875% Aug 1, 2026	673	684
	Superior Plus Limited Partnership/		
	Superior General Partner Inc. (USD)		
710,000	Callable 4.500% Mar 15, 2029	832	893
	Syneos Health Inc. (USD)		
350,000	First Lien, Term Loan Sep 19, 2030	465	479
	Talen Energy Supply LLC (USD)		
318,971	Term Loan May 17, 2030	430	441
580,000	Callable 8.625% Jun 1, 2030	811	
300,000		011	017
900 000	Tempur Sealy International Inc. (USD)	1 072	1 100
	Callable 4.000% Apr 15, 2029	1,072	
420,000	Callable 3.875% Oct 15, 2031	462	482
	Tenet Healthcare Corporation (USD)		
	Callable 6.125% Oct 1, 2028	169	
	Callable 6.125% Jun 15, 2030	1,343	
60,000	Callable 6.750% May 15, 2031	82	83
450,000	The ADT Security Corporation (USD) Callable 4.125% Aug 1, 2029	528	568
	The Goodyear Tire & Rubber Company (USD)		
300,000	Callable 5.000% May 31, 2026	411	404
610,000	Callable 5.000% Jul 15, 2029	781	778
	The Hertz Corporation (USD)		
200 000	Callable 4.625% Dec 1, 2026	250	199
200,000	•	250	133
517,000	The Manitowoc Company Inc. (USD) Callable 9.000% Apr 1, 2026	703	708
	TransDigm Inc. (USD)		
	First Lien, Term Loan Feb 28, 2031	271	
280,000		390	
220,000	Callable 6.625% Mar 1, 2032	298	304
	Uber Technologies Inc. (USD)		
	Callable 7.500% Sep 15, 2027	679	678
118,256	First Lien, Term Loan Mar 3, 2030	161	163
	UBS Group AG (USD)		
270,000	Variable Rate, Callable 4.490% Aug 5, 2025	361	369
	United Airlines Inc. (USD)		
440 000	Callable 4.625% Apr 15, 2029	549	561
110,000	·	3 13	301
70.000	Venture Global Calcasieu Pass LLC (USD)	0.5	0.7
70,000	Callable 3.875% Aug 15, 2029	85	87
	Venture Global LNG Inc. (USD)		
990,000	Callable 8.375% Jun 1, 2031	1,381	1,406
	Vermilion Energy Inc. (USD)		
320,000	Callable 6.875% May 1, 2030	411	431

No. of Shares or Units/			
Par Value	Description	Cost	Fair Value
310,000	VICI Properties Limited Partnership/ VICI Note Company Inc. (USD) Callable 4.125% Aug 15, 2030	\$ 410	\$ 386
260,000	•	307	325
760,000	Vodafone Group PLC (USD) Variable Rate, Callable 4.125% Jun 4, 2081	841	887
330,000	Wec US Holdings Limited (USD) Term Loan, Series 22-1 Jan 20, 2031	444	452
865,000	WESCO Distribution Inc. (USD) Callable 7.250% Jun 15, 2028	1,161	1,207
220,000	WestJet Loyalty Limited Partnership (USD) Term Loan Feb 14, 2031	293	303
210,000	WMG Acquisition Corporation (USD) Callable 3.750% Dec 1, 2029	241	261
90,000	Wrangler Holdco Corporation (USD) Callable 6.625% Apr 1, 2032	123	123
360,000 570,000	Wynn Macau Limited (USD) Callable 5.500% Jan 15, 2026 Callable 5.500% Oct 1, 2027	463 718	482 744
520,000	Wynn Resorts Finance LLC/ Wynn Resorts Capital Corporation (USD) Callable 7.125% Feb 15, 2031	732	739
		88,875	90,154
61,931,855	U.S. Bond Funds – 34.3% TD U.S. Corporate Bond Fund, O-Series [†]	778,610	748,129
791,177	U.S. Equity Funds – 1.0% TD Active U.S. Enhanced Dividend ETF, TUED†	19,184	21,572
	Transaction Costs	(189)	· ·
	TOTAL INVESTMENT	()	
	PORTFOLIO – 96.9%	\$ 1,732,939	\$ 2,113,600
	TOTAL PORTFOLIO		\$ 2,113,600

Note: Percentages shown relate investments at fair value to Net Assets as at the period end.

 $^{^{\}dagger}\,$ TD Asset Management Inc. is also the manager of the underlying funds.

Fund-Specific Notes to the Interim Financial Report (Unaudited)

The Fund

(I) The Fund was incepted on July 23, 2013 and its operations commenced on September 10, 2013.

- (II) TDAM is the manager, portfolio adviser and trustee of the Fund.
- (III) The presentation and functional currency of the Fund is the Canadian dollar.

(IV) The investment objective of the Fund is to seek to provide a consistent level of monthly income in Canadian dollars by investing mainly in, or obtaining exposure to, U.S. income-producing securities, with capital appreciation as a secondary objective. In seeking to achieve this objective, the Fund invests mainly in a diversified portfolio of U.S. income producing securities which may include dividend-paying equities, bonds, exchange-traded funds and real estate investment trusts. The Fund may, from time to time, invest in securities of other investment funds managed by TDAM. The Fund intends to earn income in U.S. dollars but since the Fund's base currency is Canadian dollars, that income may be impacted by foreign currency fluctuations.

(v) As at June 30, 2024, the Fund's related party investment holdings as a percentage of its net assets was 35.3% (December 31, 2023: 36.4%). As at June 30, 2024, the Fund's related party cash holdings as a percentage of its net assets was 2.8% (December 31, 2023: 2.2%).

(VI) The Premium Series was closed to all purchases effective March 28, 2017.

Management Fees and Administration Fees (%) (Note 6) for the periods ended June 30, 2024 and 2023 (exclusive of GST and HST)

	Annual Ra						
Series	Management Fees*	Administration Fees					
Investor Series	1.75	0.08					
Premium Series*	1.65	0.08					
Advisor Series	1.75	0.08					
F-Series	0.75	N/A					
H8 Series	1.75	0.08					
FT5 Series	0.75	N/A					
FT8 Series	0.75	N/A					
T8 Series	1.75	0.08					
D-Series	0.65	0.08					

Includes management fees paid by the Fund and the proportionate management fees, if any, of the Underlying Funds managed by TDAM held by the Fund. However, no management fees are payable by the Fund that, to a reasonable person, would duplicate a fee payable by the Underlying Funds for the same services.

Brokerage Commissions and Soft Dollars (in 000s) (Notes 3 and 6) for the periods ended June 30, 2024 and 2023

	2024	2023
Total Brokerage Commissions	\$ 188	\$ 133
Commissions Paid to Related Parties	2	0
Soft Dollars	49	60

Tax Loss Carry Forwards (in 000s) (Note 7)

as at December 31, 2023

None for the Fund.

Securities Lent (Note 3)

(I) SECURITIES LENDING INCOME

A reconciliation of the gross amount generated from the securities lending transactions to the securities lending income to the Fund for the periods ended June 30, 2024 and 2023 is as follows:

	Amount (in 000s)				centage of Amount (%)
	2024		2023	2024	2023
Gross Securities Lending Income Agent Fees — The Bank	\$ 18	\$	19	100.0	100.0
of New York Mellon	(4)		(5)	(23.0)	(23.0)
Securities Lending Income to the Fund before Tax Reclaims					
(Withholding Taxes) Tax Reclaims	14		14	77.0	77.0
(Withholding Taxes)	0		0	0.0	0.0
Net Securities Lending Income	\$ 14	\$	14	77.0	77.0

(II) SECURITIES LENT AND COLLATERAL HELD (in 000s)

The table below summarizes the aggregate securities lent and related collateral held by the Fund as at June 30, 2024 and December 31, 2023.

	Jun 30, 2024	Dec 31, 2023
Fair Value of Securities Lent	\$ 30,426	\$ 20,852
Fair Value of Collateral Held	31,998	21,923

Collateral held is in the form of debt obligations of the Government of Canada and other countries, Canadian provincial and municipal governments or corporations and is not included in the Statements of Financial Position.

^{*} The management fee rate disclosed represents the maximum annual rate per the simplified prospectus dated July 28, 2016. The Premium Series is no longer being offered under the most recent simplified prospectus.

Financial Risk Management (Notes 3, 4 and 8)

as at June 30, 2024 and December 31, 2023

(I) INTEREST RATE RISK

The table below summarizes the Fund's exposure to interest rate risk as at June 30, 2024 and December 31, 2023 by remaining term to maturity. The table also illustrates the potential impact to the Fund's net assets had the prevailing interest rates changed by 1 percent, assuming a parallel shift in the yield curve, with all other variables held constant. The Fund's sensitivity to interest rate changes was estimated using the weighted average duration of its debt instruments. In practice, the actual trading results may differ from these approximate sensitivity analysis amounts and the differences could be material.

	Total Exposure (in 00					
Term to Maturity Debt Instruments		Jun 30, 2024		Dec 31, 2023		
Less than 1 year 1-5 years 5-10 years > 10 years	\$	1,133 39,491 43,742 5,788	\$	2,136 37,565 41,900 3,570		
Total	\$	90,154	\$	85,171		
Impact on Net Assets (in 000s)	\$	3,309	\$	3,194		
Impact on Net Assets (%)		0.2		0.2		

(II) CURRENCY RISK

The following tables indicate the currencies (other than the Fund's functional currency) to which the Fund had exposure to as at June 30, 2024 and December 31, 2023, including the underlying principal amount of foreign exchange forward contracts, as applicable. The tables also illustrate the potential impact to the Fund's net assets if the Fund's functional currency had strengthened or weakened by 5 percent in relation to all exposure to other currencies, with all other variables held constant. In practice, the actual trading results may differ from these approximate sensitivity amounts and the differences could be material.

Currency (in 000s)	Financial Instruments*	Foreign Exchange Forward Contracts*	Total Exposure	Impact on Net Assets
Jun 30, 2024 United States Dollar	\$ 2,087,863	\$ 0	\$ 2,087,863	\$ 104,393
As a Percentage of Net Assets (%)			95.8	4.8
Currency (in 000s)	Financial Instruments*	Foreign Exchange Forward Contracts*	Total Exposure	Impact on Net Assets
Dec 31, 2023 United States Dollar	\$ 1,544,386	\$ 0	\$ 1,544,386	\$ 77,219
As a Percentage of Net Assets (%)			98.6	4.9

 $^{^{\}star}$ Includes both monetary and non-monetary instruments, where applicable.

(III) OTHER PRICE RISK

The table below summarizes the impact of other price risk to the Fund. As at June 30, 2024 and December 31, 2023, had the benchmark of the Fund increased or decreased by 5 percent, with all other variables held constant, the net assets of the Fund would have increased or decreased by approximately:

		Jun 30, 2024		Dec 31, 2023
Benchmark	Weight (%)			
ICE BofAML 1-10 Year US Corporate				
& Government Index (C\$)		35.00		35.00
ICE BofAML BB-B US High Yield Index (C\$)		15.00		15.00
S&P 500 Total Return Index (Net Dividend, C\$)		50.00		50.00
Impact on Net Assets (in 000s)	\$	103,566	\$	72,117
Impact on Net Assets (%)		4.7		4.6

In practice, the actual trading results may differ from the above estimated amounts and the differences could be material.

(IV) CREDIT RISK

The table below summarizes the debt instruments by credit ratings as at June 30, 2024 and December 31, 2023.

Credit Rating°		age of Total ruments (%)	Percentage of Total Net Assets (%)		
	Jun 30, 2024	Dec 31, 2023	Jun 30, 2024	Dec 31, 2023	
AAA	0.0	1.2	0.0	0.1	
A	0.4	0.9	0.0	0.0	
BBB	3.1	2.8	0.1	0.1	
ВВ	53.3	55.2	2.2	3.0	
В	38.7	38.0	1.6	2.1	
CCC	4.4	1.9	0.2	0.1	
C	0.0	0.0	0.0	0.0	
No Rating	0.1	0.0	0.0	0.0	
Total	100.0	100.0	4.1	5.4	

[°] Credit ratings are obtained from S&PGR, Moody's or DBRS Ltd. rating agencies.

(V) FINANCIAL INSTRUMENTS BY THE LEVEL IN THE FAIR VALUE HIERARCHY (in 000s)

The tables below illustrate the classification of the Fund's financial instruments within the fair value hierarchy as at June 30, 2024 and December 31, 2023.

	Level 1	Level 2	Level 3	Total
Jun 30, 2024				
Equities	\$ 1,253,745	\$ 0	\$ 0	\$ 1,253,745
Bonds	0	90,153	1	90,154
Underlying Funds	769,701	0	0	769,701
	\$ 2,023,446	\$ 90,153	\$ 1	\$ 2,113,600

During the period, transfers between Level 1 and Level 2 were not significant.

	Level 1	Level 2	Level 3	Total
Dec 31, 2023				
Equities	\$ 863,503	\$ 0	\$ 0	\$ 863,503
Bonds	0	85,170	1	85,171
Underlying Funds	569,572	0	0	569,572
	\$ 1,433,075	\$ 85,170	\$ 1	\$ 1,518,246

During the period, transfers between Level 1 and Level 2 were not significant.

(VI) RECONCILIATION OF LEVEL 3 FAIR VALUE MEASUREMENTS (in 000s)

The tables below reconcile the Fund's Level 3 fair value measurements from January 1, 2024 to June 30, 2024 and January 1, 2023 to December 31, 2023.

1
0
(4)
0
4
1
0

	Equities	Bonds
Balance at Jan 1, 2023	\$ 29	\$ 0
Purchases and Accretion of Interest	0	0
Net Transfers In (Out)	0	1
Gains (Losses)		
Net Change in Unrealized Appreciation (Depreciation)		
of Investments and Derivatives	(29)	0
Balance at Dec 31, 2023	\$ 0	\$ 1
Total Change in Unrealized Appreciation (Depreciation)		
for Assets Held at Dec 31, 2023	\$ 0	\$ 0

As at June 30, 2024, if the value of the Level 3 investments were to increase or decrease by 10%, the value of the Fund would increase or decrease by \$0.1 (December 31, 2023: \$0.1).

Investment Portfolio Concentration (%) (Note 8)

The following tables summarize the Fund's investment portfolio concentration as at June 30, 2024 and December 31, 2023:

	Jun 30, 2024
U.S. Bond Funds	34.3
Information Technology	18.0
Financials	8.1
Health Care	7.9
Industrials	5.9
Consumer Discretionary	4.4
Corporate Bonds	4.1
Cash (Bank Overdraft)	3.5
Communication Services	3.4
Consumer Staples	3.2
Energy	2.7
Utilities	2.1
Materials	1.8
U.S. Equity Funds	1.0
Other Net Assets (Liabilities)	(0.4)
	100.0
	Dec 31, 2023
U.S. Bond Funds	36.4
Information Technology	17.7
Financials	8.5
Health Care	6.8
Consumer Discretionary	6.1
Industrials	6.1
Corporate Bonds	5.4
Consumer Staples	3.2
Cash (Bank Overdraft)	2.9
Energy	2.8
Materials	2.1
Communication Services	1.0

Interest in Unconsolidated Structured Entities (Note 3)

The table below illustrates the Fund's investment details in the Underlying Funds as at June 30, 2024 and December 31, 2023.

0.8

0.0

0.2

Underlying Funds	I	Fair Value of Fund's nvestment (in 000s)	Ownership Interest of Underlying Fund (%)	
Jun 30, 2024				
TD Active U.S. Enhanced Dividend ETF	\$	21,572	5.7	
TD U.S. Corporate Bond Fund		748,129	39.1	
	\$	769,701		
Dec 31, 2023				
TD U.S. Corporate Bond Fund	\$	569,572	34.4	

Offsetting of Financial Assets and Liabilities (in 000s) (Note 3)

as at June 30, 2024 and December 31, 2023 Not significant or applicable to the Fund.

Real Estate

Federal Bonds & Guarantees

Other Net Assets (Liabilities)

1. The Funds

The TD Mutual Fund Trusts and TD Managed Assets Program Portfolios (collectively, the "Funds" and individually, the "Fund") are open-end mutual funds established under the laws of Ontario and governed by their respective Declarations of Trust or Trust Indenture, as amended from time to time.

TD Asset Management Inc. ("TDAM") is the manager, portfolio adviser and trustee of the Funds. TDAM, TD Investment Services Inc. ("TDIS"), TD Waterhouse Canada Inc. ("TDWCI") and Epoch Investment Partners, Inc. ("Epoch") are wholly-owned subsidiaries of The Toronto-Dominion Bank. The registered address of the Funds is P.O. Box 100, 66 Wellington Street West, TD Bank Tower, Toronto-Dominion Centre, Toronto, Ontario, M5K 1G8.

The financial year-end for the Funds is December 31. The Statements of Financial Position are presented as at June 30, 2024 and December 31, 2023, as applicable. The Statements of Comprehensive Income, Statements of Changes in Net Assets Attributable to Holders of Redeemable Units and Statements of Cash Flows are presented for the six-month periods ended June 30, 2024 and 2023, as applicable. Where a Fund or series of a Fund was established during either period, the information for that Fund or series is provided from the inception date, as disclosed in the Fund-Specific Notes to the Interim Financial Report ("Fund-Specific Notes"), to the applicable period end date and a comparative statement has only been presented for any period for which that Fund was in existence as at the reporting date.

These financial statements were authorized for issue by TDAM on August 13, 2024.

2. Basis of Presentation

These financial statements have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board ("IFRS"), applicable to the preparation of interim financial reports, including International Accounting Standards ("IAS") 34, "Interim Financial Reporting". These financial statements have been prepared on a going concern basis using the historical cost convention, as modified by the revaluation of financial assets and financial liabilities (including derivative financial instruments) at fair value through profit or loss ("FVTPL").

3. Summary of Material Accounting Policy Information

Financial Instruments

Financial instruments include financial assets and financial liabilities, such as investments, derivatives, cash, and other receivables and payables. Derivatives that are reflected in the Statements of Financial Position as Derivative Assets (Liabilities) include rights, warrants, forwards, options, futures and swap contracts, where applicable, and are financial contracts between two or more parties, and whose value is derived from the performance of an underlying asset or group of assets. Underlying assets include stocks, bonds, currencies, commodities, interest rates and market indices. The Funds classify and measure financial instruments in accordance with IFRS 9, "Financial Instruments". Upon initial recognition, financial instruments are measured at FVTPL. All financial assets and liabilities are recognized in the Statements of Financial Position when a Fund becomes a party to the contractual

requirements of the instrument. Financial instruments are derecognized when the right to receive cash flows from the instrument has expired or a Fund has transferred substantially all risks and rewards of ownership. As such, investment purchase and sale transactions are recorded as of the trade date.

The Funds' financial assets and financial liabilities, other than receivables and payables, are subsequently measured at FVTPL with changes in fair value recognized in the Statements of Comprehensive Income. Other receivables and payables are subsequently measured at amortized cost.

The Funds have determined that they meet the definition of an 'investment entity' within IFRS 10, "Consolidated Financial Statements" and as a result, the Funds measure subsidiaries, if any, at FVTPL. An investment entity is an entity that: obtains funds from one or more investors for the purpose of providing them with investment management services; commits to its investors that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and measures and evaluates the performance of substantially all of its investments on a fair value basis. The Funds' investments may also include associates and joint ventures which are measured at FVTPL.

The Funds' outstanding redeemable units' entitlements include a contractual obligation to distribute any net income and net realized capital gains in cash (at the request of the unitholder) and therefore the ongoing redemption feature is not the Funds' only contractual obligation. Consequently, the Funds' Net Assets Attributable to Holders of Redeemable Units are classified as financial liabilities in accordance with the requirements of IAS 32, "Financial Instruments: Presentation". The Funds' obligations for Net Assets Attributable to Holders of Redeemable Units are presented at the redemption amount.

The accounting policies for measuring the fair value of the Funds' investments and derivatives are substantially similar to those used in measuring the Funds' net asset value ("NAV") for transactions with unitholders. The NAV is the value of the total assets of a fund less the value of its total liabilities determined, on each valuation day, in accordance with Part 14 of National Instrument 81-106, "Investment Fund Continuous Disclosure", for the purpose of processing unitholder transactions. Net Assets Attributable to Holders of Redeemable Units, also referred to as Net Assets, refers to net assets calculated in accordance with IFRS. As at all dates presented, there were no differences between the Funds' NAV per series unit and Net Assets per series unit.

Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value of financial assets and liabilities traded in active markets (such as publicly traded derivatives and marketable securities) is based on quoted market prices at the close of trading on the reporting date. The Funds use the last traded market price for both financial assets and financial liabilities where the last traded price falls within that day's bid-ask spread. In circumstances where the last traded price is not within the bid-ask spread, TDAM determines the point within the bid-ask spread that is most representative of fair value based on the specific facts and circumstances. For equities traded in active markets outside of North America or South America, fair value pricing, instead of last traded market price, will be used in circumstances to avoid stale prices and apply fair value factors

that to take into account, such as, among other things, any significant events occurring after the close of a foreign market.

The fair value of financial assets and liabilities not traded in an active market, including over-the-counter derivatives, is determined using valuation techniques. The Funds use a variety of methods and make assumptions that are based on market conditions existing at each reporting date. Valuation techniques include the use of comparable recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, option pricing models and other techniques commonly used by market participants and which attempt to make the maximum use of observable inputs.

The valuation methodology for specific types of investments held by the Funds is summarized below.

- (a) Securities not listed on any recognized public securities exchange are valued based on available quotations from recognized dealers in such securities, where readily available. If securities have no available broker-dealer bid/ask quotes, TDAM uses different valuation techniques and models as described above with inputs that TDAM believes are relevant in the circumstances to price the securities. Debt instruments are valued based on mid prices, where readily available.
- (b) Short-term debt instruments, repurchase and reverse repurchase agreements are valued based on quotations received from recognized investment dealers.
- (c) Real return bonds are valued based on the available public quotations from recognized dealers. Changes in the inflation factor are included in Interest for Distribution Purposes in the Statements of Comprehensive Income.
- (d) The Funds may use foreign exchange forward contracts to hedge against or profit from fluctuations in foreign exchange rates. These contracts are valued on each valuation day based on the difference between the contract rates and the current forward rates at the measurement date applied to the contracts' notional amount. The net change in unrealized appreciation or depreciation and the net realized gain or loss from closing out contracts are reflected in the Statements of Comprehensive Income as part of Net Gain (Loss) on Investments and Derivatives.
- (e) Options contracts that are traded in exchange markets are valued at their mid prices on each valuation day. The premium received or paid on options written or purchased is included in the cost of the options. Any difference between the current value of the contract and the value of the contract originated is recognized as Net Change in Unrealized Appreciation (Depreciation). When options are closed or exercised, the difference between the premium and the amount paid or received, or the full amount of the premium if the option expires worthless, is reflected in the Statements of Comprehensive Income as Net Realized Gain (Loss). The cost of a security purchased will be reduced by the premium received on options when a written put option is exercised or increased by the amount paid on options when a purchased call option is exercised.
- (f) The Funds may enter into standardized, exchange-traded futures contracts to purchase or sell a financial instrument at a contracted price on a specified future date. Any difference between the value at the close of business on the current valuation day and that of the

- previous valuation day is settled in cash daily and recorded in the Statements of Comprehensive Income as Derivatives Income (Loss). Any cash deposits or borrowings on margin are reflected in the Statements of Financial Position as Margin Deposit (Payable) on Derivatives. Short-term debt instruments as indicated in the Schedule of Investment Portfolio have been segregated and are held as margin against the futures contracts entered into by the Funds, as applicable.
- (g) Certain Funds may enter into total return swap ("TRS") agreements with one or more counterparties to gain exposure to the swap reference assets. Under each swap, the Funds pay the counterparties a floating amount based on the prevailing short-term market interest rates computed upon an agreed notional amount. Additionally, the Funds also pay an amount based upon a decline in value, if any, of a notional investment in a notional number of units, the value of which will equal the value of the swap reference assets. In return, the counterparties pay the Funds an amount based upon any increase in value of the swap reference assets.
 - Floating amounts paid to the counterparties are accrued daily and recorded as Derivative Income (Loss) in the Statements of Comprehensive Income. Changes in the fair value of the TRS agreements outstanding at the reporting date are disclosed in the Statements of Comprehensive Income as Net Change in Unrealized Appreciation (Depreciation). TRS agreements are valued at the amount that the Funds would receive or pay to terminate the agreements. When TRS agreements mature or are closed out, the net realized gain or loss is reflected in the Statements of Comprehensive Income as Net Realized Gain (Loss).
- (h) Certain Funds may enter into credit default swap ("CDS") agreements to gain exposure to debt instruments without investing in them directly. A CDS agreement is a bilateral over-the-counter derivative contract between a protection buyer and a protection seller that exchange the credit risk of a specific issuer (reference entity). The protection buyer pays a periodic premium, often quarterly, to the protection seller to assume the credit risk associated with a particular credit event. Credit events include bankruptcy, a material default and debt restructuring for a specified reference asset. If a credit event occurs, the CDS agreements may be settled by either the physical delivery of the referenced asset for proceeds equal to par value or a cash payment equal to the loss amount. If there is no credit default event, no contingent amount is payable.

During the reporting periods, certain Funds have entered into CDS agreements as protection seller. Any upfront payment made or received by these funds at the initiation of a CDS agreement is included in the CDS agreement's fair value. Quarterly premiums received from the counterparty are accrued daily and recorded as Derivative Income (Loss) in the Statements of Comprehensive Income. Changes in the fair value of the CDS agreements outstanding at the reporting date are disclosed in the Statements of Comprehensive Income as Net Change in Unrealized Appreciation (Depreciation). Prices used to value the CDS are obtained directly from the data vendor or broker. When CDS agreements expire or are closed out, the net realized gain or loss is reflected in the Statements of Comprehensive Income as Net Realized Gain (Loss).

The exposure to CDS is limited to the notional amount of the contract less any applicable recoverable amount, calculated by

the product of the notional amount and the recovery rate of the respective reference entity.

- (i) The exchange-traded funds ("ETFs") that are not managed by TDAM are valued based on quoted market prices at the close of trading on the reporting date.
- (j) Investments in underlying mutual funds, TDAM managed ETFs and other underlying funds are generally valued at the NAV per series unit of the investment funds as reported by the investment funds' managers.
- (k) Certain Funds may enter into commitments to purchase when-issued securities through private investment in public equity (PIPE) transactions with special purpose acquisition companies (SPACs). A SPAC is a publicly traded company that raises investment capital via an initial public offering for the purpose of acquiring the equity securities of one or more existing companies via merger, business combination, acquisition, or other similar transactions within a designated time frame. A PIPE typically involves the purchase of securities directly from a publicly traded company in a private placement transaction. Securities purchased through the PIPE transaction will be restricted from trading and considered illiquid until a resale registration statement for the securities is filed and declared effective. The commitments are contingent upon the SPACs acquiring the securities of target companies. Unrealized appreciation or depreciation on these commitments as at the reporting period ends is separately presented in Statements of Financial Position as Unrealized Appreciation (Depreciation) on Unfunded Commitments, and any change in fair value during the reporting periods is included in the Net change in Unrealized Appreciation (Depreciation) on Unfunded Commitments in the Statements of Comprehensive Income.

Fair Value Hierarchy

The Funds classify their investments into fair value measurements within a hierarchy that prioritizes the inputs to fair value measurement. The fair value hierarchy has the following three levels:

- Level 1 Quoted (unadjusted) prices in active markets for identical assets or liabilities;
- Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly (that is, as prices) or indirectly (that is, derived from prices); and
- Level 3 Inputs that are not based on observable market data (that is, unobservable inputs).

All fair value measurements are recurring. The carrying values of Cash, Margin Deposit on Derivatives, Subscriptions Receivable, Interest and Dividends Receivables, Receivable for Investments Sold, Bank Overdraft, Margin Payable on Derivatives, Payable for Investments Purchased, Redemptions Payable, Distributions Payable, Accrued Liabilities and the redemption value of Funds' obligation for Net Assets Attributable to Holders of Redeemable Units approximate their fair values due to their short-term nature.

Fair values are classified as Level 1 when the related security or derivative is actively traded and a quoted price is available. If an instrument classified as Level 1 subsequently ceases to be actively traded, it is transferred out of Level 1. In such cases, instruments are reclassified into Level 2, unless the measurement of their fair value requires the use of significant unobservable inputs, in which case they are classified as

Level 3. The Funds' policy is to recognize transfers into and out of the fair value hierarchy levels at the end of the reporting period.

The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The classification within the hierarchy is based on the lowest level input that is significant to the fair value measurement. For this purpose, the significance of an input is assessed against the fair value measurement in its entirety. If a fair value measurement uses observable inputs that require significant adjustment based on unobservable inputs, that measurement is a Level 3 measurement. Assessing the significance of a particular input to the fair value measurement in its entirety requires judgment, considering factors specific to the asset or liability.

The determination of what constitutes 'observable' requires significant judgment. Observable data is considered to be that market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

TDAM has a Valuation Committee which oversees the performance of the fair value measurements included in the financial statements of the Funds, including any Level 3 measurements. TDAM utilizes a variety of methods (as listed in the Fair Value Measurement section) in determining the fair value of securities classified as Level 3. The committee also meets quarterly to perform reviews of the valuations of investments held by the Funds.

The classification of the Funds' financial instruments within the fair value hierarchy as at June 30, 2024 and December 31, 2023, and any transfers between levels during the reporting periods as a result of changes in the lowest level input that is significant to the fair value measurement are disclosed in the Fund-Specific Notes, where applicable.

Interest in Unconsolidated Structured Entities

A structured entity is an entity that has been designed so that voting or similar rights are not the dominant factor in deciding who controls the entity, such as when any voting rights relate to administrative tasks only and the relevant activities are directed by means of contractual arrangements. TDAM has determined that all of the underlying investment funds ("Underlying Funds") in which the Funds invest are unconsolidated structured entities. Underlying Funds include mutual funds, ETFs and other funds that meet the definition of an investment entity within IFRS 10. In making this determination, TDAM evaluated the fact that decision making about Underlying Funds' activities is generally not governed by voting or similar rights held by the Funds and other investors in any Underlying Funds.

The Funds may invest in Underlying Funds whose investment objectives range from seeking to achieve short- to long-term income and/or capital growth potential. The Funds' interests in these securities as at June 30, 2024 and December 31, 2023 are included at their fair value in the Statements of Financial Position, which represent the Funds' exposure in these Underlying Funds. The Funds do not provide and have not committed to provide any additional significant financial or other support to the Underlying Funds. The change in fair value of each of the Underlying Funds during the reporting periods is included in Net Change in Unrealized Appreciation (Depreciation) in the Statements of

Comprehensive Income as part of Net Gain (Loss) on Investments and Derivatives. Additional information on the Funds' interest in Underlying Funds, where applicable, is provided in the Schedule of Investment Portfolio and Fund-Specific Notes.

Certain Funds may also invest in mortgage-related and/or other asset-backed securities that directly or indirectly represent a participation in, or are secured by and payable from, mortgage loans on real property. Mortgage-related securities are created from pools of residential or commercial mortgage loans, including mortgage loans made by savings and loan institutions, mortgage bankers, commercial banks and others. The debt and equity securities issued by these issuers may include tranches with varying levels of subordination. The Funds may invest in senior notes that have a first lien on assets and have minimum exposure to junior or subordinate tranches. These securities may provide a monthly payment which consists of both interest and principal payments. Other asset-backed securities are created from many types of assets, including auto loans, credit card receivables, home equity loans, and student loans.

As at June 30, 2024 and December 31, 2023, the fair value of mortgage-related and other asset-backed securities of these funds, where applicable, is disclosed as Investments in the Statements of Financial Position. The fair value represents the maximum exposure to losses at those dates. The change in fair value of mortgage-related and other asset-backed securities during the reporting periods is included in Net Change in Unrealized Appreciation (Depreciation) in the Statements of Comprehensive Income as part of Net Gain (Loss) on Investments and Derivatives.

Translation of Foreign Currencies

A Fund's functional currency, as disclosed in the Fund-Specific Notes, represents the currency that TDAM views to most faithfully represent the economic effects of the Fund's underlying transactions, events and conditions taking into consideration how units are issued or redeemed and how returns are measured. Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates that transactions occur. Assets and liabilities denominated in a foreign currency are translated into the functional currency using the exchange rate prevailing at the measurement date.

Realized foreign exchange gains and losses on the sale of investments and derivatives are included in Net Realized Gain (Loss). Unrealized foreign exchange gains and losses on investments and derivatives are included in Net Change in Unrealized Appreciation (Depreciation). Realized and unrealized foreign exchange gains and losses relating to income, cash, other assets and liabilities are presented as Foreign Exchange Gain (Loss) on Cash and Other Net Assets in the Statements of Comprehensive Income.

Offsetting of Financial Assets and Liabilities

Financial assets and liabilities are offset and the net amount reported in the Statements of Financial Position where the Funds have a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. In the normal course of business, the Funds may enter into various master netting agreements or other similar arrangements that do not meet the criteria for offsetting in the Statements of Financial Position but still allow for the related amounts to be set-off in certain circumstances, such as bankruptcy or the termination of the

contracts. Offsetting information, where applicable, is presented in the Fund-Specific Notes.

Reverse Repurchase Agreements

Certain Funds may enter into reverse repurchase transactions. In a reverse repurchase transaction, a fund buys a security at one price from a third party and agrees to sell the same security back to the same party at a specified price on an agreed future date and the difference is reflected as Income from Reverse Repurchase Agreements in the Statements of Comprehensive Income.

The risk with these types of transactions is that the other party may default under the agreement or go bankrupt. These risks are reduced by requiring the other party to provide collateral to these funds. The value of the collateral must be at least 102 percent of the market value of the security and the collateral is marked to market on each business day. The type of securities received and related collateral held by these funds, where applicable, are listed in the Schedule of Investment Portfolio.

Cash/Bank Overdraft

Cash is comprised of deposits with financial institutions. Bank overdrafts are included under Current Liabilities in the Statements of Financial Position.

Margin Deposit (Payable) on Derivatives

Margin accounts represent margin deposits or payable in respect of derivatives entered into by the Funds.

Receivable for Investments Sold/Payable for Investments Purchased

Receivable for Investments Sold and Payable for Investments Purchased represent trades that have been contracted for but not yet settled or delivered on the Statements of Financial Position dates.

Valuation of Series Units

TDAM generally calculates the NAV for each series of the Funds as at 4 p.m. Eastern Time on each day that the Toronto Stock Exchange is open for trading. However, in some unforeseen circumstances, the series NAV per unit may be calculated at another time.

The NAV is calculated, for processing subscription, switch, conversion or redemption orders of series units, for each series of units of the Funds by taking the series' proportionate share of the individual Fund's common assets less that series' proportionate share of its common liabilities and deducting from this amount all liabilities that relate solely to that specific series.

The Net Assets Attributable to Holders of Redeemable Units — Per Series Unit is determined by dividing the total Net Assets Attributable to Holders of Redeemable Units of each series of the Funds by the total number of units outstanding of that series as at the reporting date.

Income Recognition

Interest for Distribution Purposes as shown in the Statements of Comprehensive Income consists of interest income from cash and the coupon interest on debt instruments accounted for on an accrual basis. Interest receivable is included in Interest and Dividends Receivables in the Statements of Financial Position based on the debt instruments' stated rates of interest. The Funds do not amortize premiums paid or discounts received on the purchase of debt securities except for zero coupon bonds which are amortized.

Dividend income from equities and ETFs is recognized on ex-dividend dates and distributions from Underlying Funds other than ETFs are recognized on ex-distribution dates. Dividends received from ETFs are allocated to interest income, dividend income, capital gains and return of capital based on the nature of the underlying components. The allocations are calculated based on the best information available and actual allocations could be different.

Certain Funds may engage in securities lending pursuant to the terms of an agreement which includes restrictions as set out in Canadian securities legislation. The income earned from securities lending, where applicable, is included in the Statements of Comprehensive Income as it is earned. The fair value of the securities loaned and fair value of the collateral held are determined daily. The details of securities lending income, aggregate values of securities on loan and related collateral held are provided in the Fund-Specific Notes, where applicable.

Investment Transactions and Transaction Costs

For the purposes of calculating realized and unrealized gains and losses from investment transactions, the cost of each investment security is determined on an average cost basis, excluding transaction costs.

Transaction costs, such as brokerage commissions, incurred by the Funds in the purchase and sale of investments at fair value are recognized in the Statements of Comprehensive Income in the period incurred. No transaction costs are incurred when the Funds invest in Underlying Funds other than ETFs; however, the 'Underlying Funds' investments may be subject to transaction costs.

Allocation of Income and Expenses, Realized and Unrealized Gains (Losses)

Expenses (excluding interest charges and portfolio transaction costs) are accrued daily, separately for each series. Interest charges and portfolio transaction costs along with income, gains and losses, are allocated to each series based on their respective Net Assets Attributable to Holders of Redeemable Units of the Fund.

Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units – Per Series Unit

The Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units — Per Series Unit is calculated by dividing the Increase (Decrease) in Net Assets Attributable to Holders of Redeemable Units of each series by the weighted average units outstanding of that series for the reporting period, except when a series was established during the reporting period, in which case the Weighted Average Units Outstanding is calculated from the date of commencement of operation of that series.

4. Critical Accounting Estimates and Judgments

The preparation of financial statements requires management to use judgment in applying its accounting policies and to make estimates and assumptions about the future. The following discusses the most significant accounting judgments and estimates that the Funds have made in preparing the financial statements:

Fair Value Measurement of Derivatives and Securities Not Quoted in an Active Market

The Funds may hold financial instruments that are not quoted in active markets, including derivatives. As described in Note 3, the use of valuation techniques for financial instruments and derivatives that are not quoted in an active market requires TDAM to make assumptions that are based on market conditions existing as at the reporting date of the financial statements. Changes in assumptions about these factors could affect the reported fair values of financial instruments. Refer to the Fund-Specific Notes for further information about the fair value measurement of the Funds' financial instruments, where applicable.

Classification and Measurement of Investments

In classifying and measuring financial instruments held by the Funds, TDAM has assessed the Funds' business model for managing their respective portfolios of investments and evaluating the performance on a fair value basis, and concluded that these financial assets and liabilities should be measured at FVTPL in accordance with IFRS 9.

Investment Entity

In determining whether a Fund meets the definition of an investment entity, TDAM may be required to make significant judgments about whether a Fund has the typical characteristics of an investment entity. Each Fund may hold only one investment, an underlying fund (or have only one investor or have investors that are its related parties); however, consistent with the investment entity definition, each Fund primarily obtains funds from one or more investors for the purpose of providing investment management services, commits to its investors that the business purpose is to invest the funds solely for returns from capital appreciation, investment income or both, and measures and evaluates the performance of its investments on a fair value basis.

5. Redeemable Units

Each Fund is authorized to issue an unlimited number of units of multiple series that rank equally and are available for sale under its simplified prospectus. In addition, each of the TD Mutual Fund Trusts is also authorized to issue an unlimited number of units of multiple series to be sold under a confidential offering memorandum. The various series that may be offered by the Funds are as described below.

Investor Series: Offered on a no-load basis to investors.

H5 Series and H8 Series:	Offered on a no-load basis to investors who wish to receive a regular monthly cash flow from the Funds. Monthly distributions may consist of net income, net realized capital gains and/or a return of capital.
Premium Series:	Offered on a no-load basis to large investors and others who make the required minimum investment, as determined by TDAM from time to time.
K-Series and K5 Series:	Offered on a no-load basis to large investors and others who make the required minimum investment, as determined by TDAM from time to time, and who wish to receive a regular monthly cash flow from the Funds. Monthly distributions may consist of net income, net realized capital gains, and/or a return of capital.

e-Series: Offered on a no-load basis to investors who want to

complete their transactions electronically, including through TD Direct Investing, a division of TDWCI, or other

discount brokers.

D-Series: Offered on a no-load basis to investors who want to

complete their transactions through TD Direct Investing,

a division of TDWCI, or other discount brokers.

Advisor Series: Offered on a front-end load basis to investors who seek

investment advice.

T5 Series Offered on a front-end load basis to investors who seek and T8 Series: investment advice and wish to receive a regular monthly

cash flow from the Funds. Monthly distributions may consist of net income, net realized capital gains and/or

a return of capital.

F-Series: Offered to investors, through fee-based financial advisors

or dealer-sponsored "wrap accounts", and others who pay an annual fee to their dealer instead of transactional

sales charges.

FT5 Series Offered to investors, through fee-based financial advisors and FT8 Series: or dealer-sponsored "wrap accounts", who wish to receive

a regular monthly cash flow from the Funds. Monthly distributions may consist of net income, net realized capital gains, and/or a return of capital. These series may also be offered to other investors who pay an annual fee to their

dealer instead of transactional sales charges.

Premium Offered to large investors, through fee-based financial F-Series: advisors or dealer-sponsored "wrap accounts", and other

eries: advisors or dealer-sponsored "wrap accounts", and others who pay an annual fee to their dealer instead of transactional sales charges. For this series, investors must make

the required minimum investment, as determined by TDAM

from time to time.

W-Series: Offered to investors, through certain wealth management businesses of The Toronto-Dominion Bank Group, including

certain divisions of TDWCI, or other dealers authorized by TDAM, who pay an annual fee to their dealer instead

of transactional sales charges.

WT5 Series Offered to investors who wish to receive a regular monthly and WT8 Series: cash flow from the Funds, through certain wealth manage-

ment businesses of The Toronto-Dominion Bank Group, including certain divisions of TDWCI, or other dealers authorized by TDAM, who pay an annual fee to their dealer instead of transactional sales charges. Monthly distributions may consist of net income, net realized capital gains, and/or a

return of capital.

Private Series Offere and Private-EM requir

Offered on a no-load basis to large investors who make the required minimum investment as determined by TDAM, and have entered into a Private Series agreement with TDAM.

Institutional Series:

Series:

Offered on a no-load basis to large investors, such as group savings plans and others who make the required minimum investment, as determined by TDAM from time to time.

O-Series: Offered on a no-load basis to large investors, such as institutions and mutual funds, who make the required minimum investment as determined by TDAM, and have

entered into an O-Series agreement with TDAM.

G-Series: Offered on a no-load basis to large investors, such as institutions, group savings or pension plans and mutual

funds, who make the required minimum investment as determined by TDAM and have entered into a G-Series

agreement with TDAM.

Each individual series of units is sold under different purchase options and may have higher or lower management fees based on their specific attributes, as summarized above, reflecting the extent of the investment advice and/or services provided.

Units of the Funds are redeemable at the option of the unitholder in accordance with their respective provisions of the Declarations of Trust or Trust Indenture. Units of these funds are issued or redeemed on a daily basis at the NAV per series unit next determined after the subscription, switch, conversion order or redemption request, respectively, is received by TDAM. Subscriptions and redemptions include units converted from one series to another series within a Fund in the Statements of Changes in Net Assets Attributable to Holders of Redeemable Units. However, conversions between series within a Fund are excluded from Proceeds from Issuance of Redeemable Units and Amounts Paid on Redeemption of Redeemable Units in the Statements of Cash Flows.

6. Related Party Transactions

Capital

TDAM, affiliates of TDAM, and/or other investment funds managed by TDAM may invest in units of the Funds from time to time. The investment made by related parties is disclosed in the Fund-Specific Notes if significant.

Custodian

The Toronto-Dominion Bank is the custodian of the TD Balanced Index Fund which holds assets (including cash and investments) of this fund. The Toronto-Dominion Bank is the sub-custodian of the Funds (except for TD Balanced Index Fund) which holds a portion of the assets (including cash and investments) of the Funds. The Toronto-Dominion Bank may earn fees and spreads in connections with banking (including deposit taking) services provided to the Funds.

Management Fees

(a) TD Mutual Fund Trusts

In consideration for the provision of management, distribution, and portfolio management services and oversight of any portfolio subadvisory services provided to the TD Mutual Fund Trusts, TDAM receives an annual management fee in respect of certain series of these funds. The management fee is calculated and accrued on a daily basis for each applicable series based on the NAV of that series and paid monthly to TDAM.

No management fees are charged with respect to Private Series, O-Series and G-Series units. Instead, unitholders in Private Series, O-Series and G-Series units may be charged a fee directly by TDAM.

(b) TD Managed Assets Program Portfolios

In consideration for the provision of management, distribution and portfolio management services to the TD Managed Assets Program Portfolios, certain series of these funds pay TDAM an annual management fee. The management fee is calculated and accrued on a daily basis for each series based on the NAV of that series and paid monthly to TDAM.

No management fees are charged with respect to G-Series units. Instead, unitholders in G-Series units may be charged a fee directly by TDAM.

Where the TD Mutual Fund Trusts and TD Managed Assets Program Portfolios invest in Underlying Funds, there are fees and expenses payable by the Underlying Funds in addition to those paid by the Funds. However, no management fees are payable by Funds that invest in Underlying Funds that, to a reasonable person, would duplicate a fee payable by the Underlying Funds for the same services. Detailed information on the management fees of the Funds is provided in the Fund-Specific Notes.

Administration Fees

(a) TD Mutual Fund Trusts

In consideration for paying certain operating expenses, TDAM is paid an annual administration fee with respect to certain series of the TD Mutual Fund Trusts. Except for G-Series, the administration fee includes record-keeping and communication costs, custodial costs, legal fees, audit fees, filing fees and bank charges. For G-Series, the administration fee includes all operating expenses.

The administration fee is payable in respect of Investor Series, H5 Series, H8 Series, D-Series, Advisor Series, T5 Series, T8 Series and G-Series of the TD Mutual Fund Trusts, as applicable, other than the Money Market Funds, TD Ultra Short Term Bond Fund, TD Short Term Bond Fund, TD Canadian Bond Fund, TD Global Conservative Opportunities Fund, TD Global Balanced Opportunities Fund, the Index Funds and Advisor Series units of TD U.S. Equity Pool. The administration fee is also payable in respect of Premium Series and K-Series of TD Mutual Fund Trusts other than TD U.S. Money Market Fund, TD Short Term Bond Fund, TD Canadian Bond Fund, TD Income Advantage Portfolio, TD Canadian Core Plus Bond Fund and TD Global Conservative Opportunities Fund.

The administration fee is calculated and accrued on a daily basis for each applicable series based on the NAV of that series and paid monthly to TDAM. Detailed information on the administration fee is provided in the Fund-Specific Notes.

No administration fee is charged with respect to other series of the TD Mutual Fund Trusts.

(b) TD Managed Assets Program Portfolios

Except for the G-Series of these funds and TD Managed ETF Portfolios, no administration fee is charged to the TD Managed Assets Program Portfolios. For the G-Series of these funds, in consideration for paying all operating expenses, TDAM is paid an annual administration fee. For the TD Managed ETF Portfolios, in consideration for paying certain operating expenses, TDAM is paid an annual administration fee with respect to D-Series and F-Series of the TD Managed ETF Portfolios. The administration fee includes recordkeeping and communication costs, custodial costs, certain legal fees, audit fees, regulatory filing fees and bank charges.

The administration fee is calculated and accrued on a daily basis for each applicable series based on the NAV of that series and paid monthly to TDAM. Detailed information on the administration fee is provided in the Fund-Specific Notes.

Operating Expenses

Fund's Independent Review Committee ("IRC")

TDAM is responsible for management of the Funds' investment portfolios, including the making of decisions relating to the investment of the Funds' assets.

TDAM has established an IRC in respect of the Funds and the Underlying Funds managed by TDAM. The IRC acts as an impartial and independent committee to review and provide recommendations or, if appropriate, approvals respecting any transactions in which TDAM may have a conflict of interest. The IRC prepares, at least annually, a report of its activities for unitholders of the Funds.

Investments in securities of The Toronto-Dominion Bank, interests in Underlying Funds managed by TDAM, or investments in any affiliates that were held by the Funds at the end of the reporting period, where significant, are disclosed in the Schedule of Investment Portfolio and/or the Fund-Specific Notes. The Funds' cash held with The Toronto-Dominion Bank, which acts as a sub-custodian for the Funds at the end of the reporting period, where significant, is also disclosed in the Fund-Specific Notes.

The compensation and relevant expenses of IRC members are allocated among the investment funds managed by TDAM and disclosed in the Statements of Comprehensive Income as Independent Review Committee Fees.

(a) TD Mutual Fund Trusts

TDAM pays all of the operating expenses with respect to O-Series and G-Series units of the TD Mutual Fund Trusts.

Private Series and Private-EM Series of the TD Mutual Fund Trusts and Advisor Series of TD U.S. Equity Pool bear their respective pro rata share of the operating expenses which are common to the operation of all series of these funds as well as those expenses which are attributable solely to that series (which may be payable to TDAM or its affiliates), including IRC costs, recordkeeping and communication costs, custodial, legal, audit and filing fees, bank charges, borrowing costs, all taxes, costs relating to compliance with any new governmental and regulatory requirements, and new types of costs or expenses.

For other series of the TD Mutual Fund Trusts, TDAM pays all of the operating expenses (including services provided by TDAM or its affiliates), other than costs and expenses associated with: all taxes; borrowing; the IRC; compliance with any new governmental and regulatory requirements, and new types of costs or expenses.

(b) TD Managed Assets Program Portfolios

Except for the TD Managed ETF Portfolios, all operating expenses of the TD Managed Assets Program Portfolios (including for services provided by TDAM or its affiliates) are paid for by TDAM, including cost of the IRC, recordkeeping and communication costs, custodial, legal, audit and filling fees, bank charges, borrowing costs, and all taxes on such costs.

For the TD Managed ETF Portfolios, TDAM pays certain operating expenses. Each TD Managed ETF Portfolio is responsible for paying expenses associated with borrowing, the IRC, compliance with any new governmental and regulatory requirements, new types of costs or expenses, and all taxes on such costs and expenses.

Taxes on Expenses

The Funds also pay applicable goods and services tax and harmonized sales tax at a blended rate to TDAM on management fees, administration fees and certain operating expenses based on the province or territory of residence of the investors in each series of the Funds, which are included with the respective expense in the Statements of Comprehensive Income.

Waived Expenses

TDAM, at its discretion, may waive or absorb a portion of the expenses otherwise payable by the Funds. These waivers or absorptions may be terminated at any time without notice to unitholders. The amount of expenses waived or absorbed is disclosed in the Statements of Comprehensive Income as Waived Expenses, where applicable.

The Accrued Liabilities in the Statements of Financial Position represents the amount of management fees, administration fees and operating expenses (including applicable taxes) payable to TDAM by the Funds as at the reporting period end.

Brokerage Commissions and Soft Dollars

Brokerage commissions (including other transaction costs) paid on securities transactions and amounts paid to related parties of The Toronto-Dominion Bank for brokerage services provided to the Funds for the reporting periods ended June 30, 2024 and 2023, where applicable, are disclosed in the Fund-Specific Notes.

Client brokerage commissions are used as payment for order execution services and/or research services. The portfolio advisers or TDAM may select brokers including its affiliates, who charge a commission in excess of that charged by other brokers ("soft dollars") if they determine in good faith that the commission is reasonable in relation to the order execution and research services utilized.

For debt instruments traded in the over-the-counter markets where client brokerage commissions are not charged, soft dollars or client brokerage commissions are not generated. For equities or other securities where client brokerage commissions are charged, the soft dollar portion of the amount paid or payable for goods and services other than order execution for the Funds is not generally ascertainable. Any ascertainable soft dollar value received under the soft dollar arrangement entered into by the portfolio advisers or TDAM, where applicable, is disclosed in the Fund-Specific Notes.

7. Taxation

The Funds qualify or intend to qualify as mutual fund trusts under the *Income Tax Act* (Canada) ("Tax Act"), unless otherwise disclosed in the Fund-Specific Notes. All or substantially all of the net investment income and sufficient amounts of net capital gains realized in any taxation year are distributed to unitholders such that no income tax is payable by the Funds, except that in certain circumstances, a Fund that is not a mutual fund trust may become liable to pay alternative minimum tax under the Tax Act. As a result of the distributions, the Funds have

determined that they are in substance not taxable under Part I of the Tax Act and therefore, do not record income taxes in the Statements of Comprehensive Income nor do they recognize any deferred tax assets or liabilities in the Statements of Financial Position. The Funds' capital and/or non-capital losses carry forward, where applicable, are provided in the Fund-Specific Notes. Capital losses have no expiry. Non-Capital losses can be carried forward for up to twenty years.

The Funds may incur withholding taxes imposed by certain countries on investment income and capital gains. Such income and gains are recorded on a gross basis and the related withholding taxes are reported as Tax Reclaims (Withholding Taxes) in the Statements of Comprehensive Income.

8. Financial Risk Management

Financial Risk Factors

Each Fund is exposed to a variety of financial risks: these may include market risk (including interest rate risk, currency risk, and other price risk), credit risk, liquidity risk, concentration risk and leverage risk. All investments present a risk of loss of capital.

The war between Ukraine and the Russian Federation has resulted in significant volatility and uncertainty in global financial markets. The market disruption can adversely affect the investment values and the relevant financial instrument risks associated with each of the Funds.

TDAM seeks to reduce financial risks by employing and overseeing professional and experienced portfolio advisers that regularly monitor the Funds' positions and market events and diversify investment portfolios within the constraints of each Fund's investment objectives, investment strategies and applicable TDAM policies and procedures (collectively referred to as "Investment Restrictions").

If a Fund invests in Underlying Funds, TDAM seeks to reduce financial risks by diversifying investments across the three main asset classes: money market investments for safety, bonds for income and equity investments for growth, where applicable. Since different types of investments tend to move independently from one another, positive performance in one asset class may help to offset negative performance in another, thereby reducing volatility and overall risk in the long-term.

The Funds are managed in accordance with their respective Investment Restrictions.

(a) Market Risk

(i) Interest Rate Risk

Interest rate risk arises from the possibility that changes in interest rates will affect the future cash flows or the fair values of interest-bearing investments.

A Fund's exposure to interest rate risk is concentrated in its investments in debt instruments (such as bonds and debentures) and interest rate derivative instruments, if any. Short-term investments, currencies and other assets and liabilities are short-term in nature and/or non-interest bearing and not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates.

If a Fund invests in Underlying Funds, it is exposed to indirect interest rate risk to the extent of the interest-bearing financial instruments held by the Underlying Funds. A Fund's direct exposure to interest rate risk, where significant, is disclosed in the Fund-Specific Notes. Where a Fund invests in a single Underlying Fund, the direct and indirect exposure to interest rate risk, where significant, is disclosed in the Fund-Specific Notes.

(ii) Currency Risk

A Fund may hold financial instruments denominated in currencies other than its functional currency. It is therefore exposed to currency risk, as the value of the financial instruments denominated in other currencies will fluctuate due to changes in the foreign exchange rates of those currencies in relation to the Fund's functional currency.

Where a Fund invests in any Underlying Funds, it is exposed to indirect currency risk in the event that the Underlying Funds invest in financial instruments that are denominated in a currency other than the Underlying Funds' functional currency.

A Fund and/or its Underlying Funds may enter into foreign exchange forward contracts for hedging purposes to reduce its foreign currency exposure or to establish exposure to foreign currencies.

A Fund's direct exposure to currency risk (including monetary and non-monetary instruments), where significant, is disclosed in the Fund-Specific Notes. Where a Fund invests in a single Underlying Fund, the direct and indirect exposure to currency risk (including monetary and non-monetary instruments), where significant, is disclosed in the Fund-Specific Notes.

(iii) Other Price Risk

Other price risk is the risk that securities will fluctuate in value because of changes in market prices (other than those arising from interest rate risk or currency risk). TDAM seeks to reduce this risk through its Investment Restrictions.

In determining each Fund's sensitivity impact from exposure to other price risk, a historical beta may be used when applicable. Historical beta, a measure of the sensitivity of a fund's returns to market returns, is generally derived from comparing 36 months of returns between a fund and its benchmark. As such, beta inherently includes effects previously reflected in the interest rate risk and currency risk disclosures. Historical beta may not be representative of future beta.

Where a Fund invests in a single Underlying Fund, it is exposed to indirect other price risk arising from the Underlying Fund's investments. As a result, other price risk, reflecting this indirect exposure, is provided in the Fund-Specific Notes.

Where a Fund invests in several Underlying Funds, its exposure to other price risk includes all investments in Underlying Funds. A Fund's direct exposure to other price risk, where applicable, is disclosed in the Fund-Specific Notes.

Except for written call options and short futures contracts, the maximum risk of loss on certain derivative contracts is equal to their notional values. Possible losses from written call options and short futures contracts can be unlimited.

(b) Credit Risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss to the other party by failing to discharge an obligation. Where applicable, a Fund's main credit risk concentration is in debt instruments and derivative instruments it holds. A Fund's exposure to credit risk is the risk that an issuer of debt instruments or a counterparty to derivative instruments will be unable to pay amounts in full when due. All transactions in listed securities are settled or paid for upon delivery using approved brokers. The risk of default with a broker is considered minimal, as delivery of securities sold is only made once the broker has received payment. Payment is made on a purchase once the securities have been received by the broker. The trade will fail if either party fails to meet its obligation.

A Fund may be exposed to credit risk from the use of counterparties for foreign exchange forward contracts. Where applicable, this risk is minimized by:

- using counterparties with a minimum credit rating of A by S&P Global Ratings ("S&PGR") or an equivalent rating from another recognized credit rating agency;
- (ii) limiting the term of the foreign exchange forward contracts to a maximum of 365 days; and,
- (iii) limiting the mark-to-market exposure to any one counterparty to 10 percent of the portfolio value.

A Fund may also be exposed indirectly to credit risk if it invests in Underlying Funds in the event that the Underlying Funds invest in debt instruments or derivatives.

The Funds and their Underlying Funds managed by TDAM only buy and hold short-term notes with a minimum of R-1 Low credit rating by DBRS Limited or an equivalent rating from another recognized credit rating agency.

A Fund's direct exposure to short-term notes, debt instruments and/or derivative instruments, by ratings categories, where applicable, is disclosed in the Fund-Specific Notes. Where a Fund invests in a single Underlying Fund, the direct and indirect exposure to short-term notes and/or debt instruments, where applicable, is disclosed by rating categories in the Fund-Specific Notes.

Certain Funds and the Underlying Funds held by the Funds may also engage in securities lending transactions. For these funds that are managed by TDAM, the securities lending transactions are with counterparties that have a minimum credit rating of A by S&PGR or an equivalent rating from another credit agency. The value of cash or securities held as collateral by these funds in connection with these transactions is at least 102 percent of the fair value of the securities loaned. The collateral and loaned securities are marked to market on each business day. The aggregate fair value of the securities loaned, together with repurchase transactions, are limited to 50 percent of each fund's NAV determined immediately after the fund enters into any such transaction. Information about the fair values of securities lent and collateral held and securities lending income earned, where applicable, is disclosed in the Fund-Specific Notes.

(c) Liquidity Risk

Liquidity risk is defined as the risk that a fund may not be able to settle or meet its obligations on time or at a reasonable price. A fund's exposure to this risk is concentrated in the daily cash redemptions of redeemable units. The Funds primarily invest in securities that are traded in active markets and can be readily disposed of. In addition, the Funds retain sufficient cash and cash equivalents to maintain liquidity, and have the ability to borrow up to 5 percent of their respective NAV for the purpose of funding redemptions.

All non-derivative financial liabilities, other than redeemable units outstanding, are due in less than 3 months.

On August 27, 2020, the International Accounting Standards Board issued Interest Rate Benchmark Reform – Phase 2, Amendments to IFRS 9, IAS 39 and IFRS 7. The amendments are effective for the Funds' current fiscal year and provide, among other things, practical expedients for instruments accounted for at amortized cost or in hedge accounting relationships. There was no accounting impact from adoption of these amendments. In March 2021, ICE Benchmark Administration (the administrator of LIBOR) in conjunction with the UK's Financial Conduct Authority announced the cessation of LIBOR settings across various tenors and currencies (all GBP, EUR, CHF and JPY LIBOR settings and the one-week and two-month USD LIBOR settings) by December 31, 2021. All remaining USD LIBOR settings (overnight, one-, three-, six-, and twelve-month) ceased to be published after June 30, 2023. On May 16, 2022, Refinitiv Benchmark Services (UK) Limited, the administrator of the Canadian Dollar Offered Rate (CDOR), announced the cessation of the calculation and publication of all tenors of CDOR immediately following a final publication on June 28, 2024. TDAM did not notice any significant liquidity or valuation impact on the Funds from the LIBOR and CDOR transition.

(d) Concentration Risk

Concentration risk arises as a result of the concentration of exposures within the same category, whether it is geographical location, security type or industry sector. A Fund's concentration risk is disclosed in the Fund-Specific Notes.

(e) Leverage Risk

Leverage risk is the risk that an adverse change in the value or level of the underlying asset, rate or index to which the fund has leveraged exposure, may amplify losses compared to those that would have been incurred if the fund had not used any leverage and could result in losses that are greater than the amount invested.

TD Alternative Risk Focused Pool, TD Alternative Commodities Pool and TD Alternative Long/Short Commodities Pool are alternative mutual funds, in accordance with National Instrument 81-102, "Investment Funds", and are permitted to leverage their assets as part of their investment strategy through the use of cash borrowing, physical short sales and/or specified derivatives, at amounts that may exceed the NAV of these funds. Information on these funds' use of leverage is disclosed in the Fund-Specific Notes.

9. Capital Risk Management

Units issued and outstanding represent the capital of the Funds. The Funds do not have any specific capital requirements on the subscription and redemption of units, other than certain minimum subscription requirements. Changes in the Funds' capital during the reporting periods are reflected in the Statements of Changes in Net Assets Attributable to Holders of Redeemable Units. TDAM is responsible for managing the capital of the Funds in accordance with each Fund's investment objectives and for managing liquidity in order to meet redemption requests.

If applicable, the most recent financial statements of the Underlying Funds managed by TDAM are available, without charge, by writing to TD Asset Management Inc., P.O. Box 100, 66 Wellington Street West, TD Bank Tower, Toronto-Dominion Centre, Toronto, Ontario, M5K 1G8, or by visiting our website at www.td.com/ca/en/asset-management or the SEDAR+ website at www.sedarplus.ca.

Currency codes used throughout the report:

Currency Code	Description	Currency Code	Description	Currency Code	Description
AED	UAE Dirham	HKD	Hong Kong Dollar	PHP	Philippine Peso
ARS	Argentine Peso	HUF	Hungarian Forint	PKR	Pakistan Rupee
AUD	Australian Dollar	IDR	Indonesian Rupiah	PLN	Polish Zloty
BRL	Brazilian Real	ILS	Israeli Shekel	QAR	Qatari Riyal
CAD/C\$	Canadian Dollar	INR	Indian Rupee	RON	Romanian Leu
CHF	Swiss Franc	JOD	Jordanian Dinar	RUB	Russian Ruble
CLP	Chilean Peso	JPY	Japanese Yen	SAR	Saudi Riyal
CNY/CNH	Chinese Renminbi	KRW	South Korean Won	SEK	Swedish Krona
COP	Colombian Peso	LKR	Sri Lankan Rupee	SGD	Singapore Dollar
CZK	Czech Koruna	MAD	Moroccan Dirham	THB	Thai Baht
DKK	Danish Krone	MXN	Mexican Peso	TRY	Turkish Lira
EGP	Egyptian Pound	MYR	Malaysian Ringgit	TWD	New Taiwan Dollar
EUR	Euro	NOK	Norwegian Krone	USD/US\$	United States Dollar
GBP	British Pound	NZD	New Zealand Dollar	ZAR	South African Rand

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