

TD Dividend Income Fund

526184
(08/24)

TD Mutual Funds Interim Management Report of Fund Performance

for the period ended June 30, 2024

This interim management report of fund performance contains financial highlights, but does not contain either the complete interim financial report or annual financial statements of the investment fund. You can get a copy of the interim financial report or annual financial statements at your request, at no cost, by calling 1-800-386-3757, by writing to us at 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.

Securityholders may also contact us or visit our website to get a copy of the investment fund's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure at no cost.



This interim management report of fund performance represents management's view of the significant factors and developments affecting the investment fund's performance and outlook since December 31, 2023, the investment fund's fiscal year-end, until June 30, 2024. This report should be read in conjunction with the 2023 annual management report of fund performance.

Management Discussion of Fund Performance

Results of Operations

The Investor Series units of TD Dividend Income Fund (the "Fund") returned 2.6% for the six-month period ended June 30, 2024 (the "Reporting Period"), versus 3.8% for the Fund's product benchmark, which is comprised of 65% S&P/TSX Sector Indices (financials, real estate, utilities, communication services, industrials, consumer staples, consumer discretionary, and the oil and gas storage & transportation sub industry), 25% FTSE Canada Universe Bond Index and 10% S&P/TSX Preferred Share Total Return Index. Unlike the product benchmark, the Fund's return is quoted after the deduction of fees and expenses. Returns for other series of the Fund may vary, largely due to differences in fees and expenses. Refer to the Past Performance section for returns of various series of the Fund.

Market Update

Towards the end of the Reporting Period, the Bank of Canada ("BoC") lowered its benchmark overnight interest rate by 0.25% to 4.75%, the first rate cut since 2020. The BoC believed a rate reduction was warranted at this time, with inflationary pressures easing and relatively slow economic conditions. Although Canada's economy has expanded, the pace of growth was modest. A rise in consumer and business spending drove growth in the first quarter of 2024. Conversely, the manufacturing sector contracted over the Reporting Period due to weaker demand, which weighed on Canada's economic health. Canada's inflation rate remained above the BoC's 2% target, however, it eased due to a slowdown in food and energy price growth. Canada's central bank acknowledged inflation remains a risk and suggested future interest rate reductions might be gradual. Canada's labour market, a source of strength for the economy coming out of the pandemic, showed signs of cooling. While the economy added jobs, it did not keep up with the pace of population growth, which pushed the unemployment rate higher.

The Canadian equity market rose over the Reporting Period, with six of 11 sectors posting positive returns. Canadian equities benefited from the BoC beginning to lower interest rates, as well as from the relative resiliency of the Canadian and U.S. economies. The materials, energy and consumer staples sectors were the strongest performers, while communication services, real estate and health care were the weakest-performing sectors.

Amid high inflation and economic uncertainty, investors turned to the relative safety of gold, which pushed the materials sector higher over the Reporting Period. Global central banks also stocked up on gold, and gold prices reached new record highs. Within the energy sector, production cuts from the Organization of the Petroleum Exporting Countries and allies helped drive oil prices higher. Demand remained relatively resilient despite tight financial conditions. The defensive consumer staples sector rose as Canadian consumers largely focused their spending on essentials in response to high inflation and borrowing costs.

Canadian bond prices declined slightly over the Reporting Period, with yields moving higher. Early in the Reporting Period, bond yields increased with inflationary pressures persisting and expectations growing that the BoC would delay any interest rate reductions until later in 2024. However, towards the end of the Reporting Period, yields fell and reversed some of their earlier increases as the BoC lowered its benchmark overnight interest rate in response to slowing inflation and waning economic growth. The benchmark 10-year Government of Canada bond yield rose from 3.11% to 3.50%, with much of the gains coming before the BoC lowered interest rates. Canada's yield curve remained inverted (when short-term government bond yields are higher than long-term government bond yields). Short-term bond prices outperformed their mid- and long-term counterparts. Corporate bond prices rose and outperformed government bonds, which declined. Credit spreads (the difference in yields between corporate and government bonds with similar maturities) narrowed.

Key Contributors/Detractors

The Fund generated a positive return over the Reporting Period but underperformed its product benchmark.

- Security selection within the financials sector detracted from performance owing to an underweight position in a large insurance company that returned over 25%, as well as a position in Bank of Montreal, which reported disappointing earnings during the Reporting Period.
- The Fund's underweight exposure to the industrials sector detracted from performance as this sector outperformed the product benchmark during the Reporting Period.
- Within the consumer staples sector, the Fund's position in a convenience store operator that produced weaker-than-expected earnings detracted from performance, as did its underweight position in a Canadian food retailer that returned approximately 25%.
- The Fund's preference for equities over fixed income contributed to performance as equities outperformed fixed income during the Reporting Period.
- Security selection within the information technology sector contributed to performance owing to positions in a semiconductor manufacturer and a packaged software company, both of which returned over 20% during the Reporting Period.

Recent Developments

The Portfolio Adviser expects global economic activity to remain relatively modest in 2024, as a result of tight financial conditions, geopolitical tensions, and softer demand from consumers and businesses. Given relatively weak economic conditions and moderating inflation, global central banks are expected to begin lowering interest rates. This could help reignite economic growth over the second half of 2024 and help the global economy avoid a recession.

In June, the BoC reduced its benchmark interest rate from 5.00% to 4.75%. The Portfolio Adviser believes that the first few interest rate cuts likely won't materially change individual consumption patterns, and with many Canadians being financially constrained by higher prices and mortgage payments, interest rate cuts should provide confidence that better days are approaching. Over the next year, the Portfolio Adviser expects weak Canadian economic growth, which would further support additional interest rate cuts, especially if other areas of the economy continue to deteriorate.

The Portfolio Adviser continues to favour Canadian banks, which generally reported positive second-quarter results, with the six big banks beating earnings per share estimates by 4% on average. Only one of the Canadian banks missed its earnings targets after reporting higher-than-expected provisions for credit losses (PCLs). Strong overall wealth management growth, continued expense control and a rebound in capital markets activity helped to solidify the results. Pre-tax pre-provision earnings (a proxy for earnings before credit losses) were up by double digits during the Reporting Period, and banks saw the first quarter of positive earnings growth in two years. However, loan losses (credit cards, unsecured personal lines, auto loans and U.S. commercial real estate) are increasing given higher interest rates and a slowing economy, and the Portfolio Adviser expects most banks will hit peak PCLs sometime over the next year. The Portfolio Adviser believes Canadian banks appear reasonably valued, with an average dividend yield of more than 4%. Once loan losses taper off, Canadian banks should return to their normal long-term earnings growth trend.

Within the fixed-income portion of the Fund, the Portfolio Adviser remains focused on credit quality, where higher-quality corporate bonds are expected to offer additional value relative to government bonds.

In the Portfolio Adviser's view, companies with strong cash flows and histories of growing dividends are attractive in this market environment and can protect the real value of investors' savings. The Portfolio Adviser anticipates that investors should benefit from dividend income, a growing stream of income that is unlikely to be substituted by fixed income alone, and long-term capital appreciation. In addition, the Portfolio Adviser favours high-quality companies with sustainable competitive advantages, strong balance sheets and solid free cash flows.

Related Party Transactions

Affiliates of TD Asset Management Inc. ("TDAM") may earn fees and spreads in connection with various services provided to, or transactions with, the Fund, such as in connection with banking (including deposit taking), custody, securityholder account maintenance and reporting, brokerage and derivatives transactions.

Manager, Trustee and Portfolio Adviser:

TDAM, a wholly-owned subsidiary of The Toronto-Dominion Bank ("TD"), is the manager, trustee and portfolio adviser of the Fund. The Fund pays TDAM an annual management fee, which may vary for each series of the Fund. The Fund also pays TDAM an annual administration fee of 0.08%, calculated and accrued as a percentage of the net asset value, with respect to the Investor Series, Premium Series, Advisor Series, H8 Series, T8 Series and D-Series units of the Fund.

Distributor:

TD Investment Services Inc. is the principal distributor of the Investor Series units of the Fund, for which it is paid a trailer commission by TDAM. Units of the Fund are also distributed through brokers and dealers including TD Waterhouse Canada Inc. ("TDWCI"), a wholly-owned subsidiary of TD. TDWCI, like other dealers, is paid a trailer commission by TDAM for distributing certain series of units of the Fund. Trailer commissions are paid by TDAM out of the management fees it receives from the Fund and are based on the average value of assets held by each dealer.

Registrar and Transfer Agent:

TD is the registrar and transfer agent of the Fund, and as such maintains all unitholder records, processes purchase, switch, conversion and redemption orders, issues investor statements and prepares annual tax reporting information on behalf of the Fund.

TD earns a foreign exchange spread when unitholders switch between units of funds denominated in different currencies. The Fund also maintains bank accounts and overdraft provisions with TD for which TD earns a fee.

Fund-Linked Deposit Notes:

From time to time, notes (the "Notes") may be issued by TD or others, the returns of which are linked, in whole or in part, to the performance of a notional investment portfolio which includes the Fund. TDAM and its affiliates may each receive fees and/or other benefits in connection with the Notes and in connection with the hedging of any obligation under the Notes.

Custodian:

TD is the sub-custodian of the Fund and may hold a portion of the assets (including cash and investments) of the Fund.

Buying and Selling Securities:

TDAM has established an independent review committee ("IRC") which acts as an impartial and independent committee to review and provide recommendations or, if appropriate, approvals respecting any conflict of interest matters referred to it by TDAM. The IRC prepares, at least annually, a report of its activities for securityholders of the Fund. The report is available on the TDAM website at www.td.com/ca/en/asset-management or at the securityholder's request at no cost by contacting TDAM (see front cover).

The Fund relied on standing instructions from the IRC in respect of one or more of the following transactions:

- (a) trades in securities of TD or any affiliate or associate thereof;
- (b) investments in the securities of an issuer where TD Securities Inc., TDWCI, or any other affiliate of TDAM (a "Related Dealer") acted as an underwriter during the distribution of such securities and the 60-day period following the completion of the distribution of the underwritten securities;
- (c) purchases or sales of securities of an issuer from or to another investment fund or discretionary managed account managed by TDAM; and
- (d) purchases of securities from or sales of securities to a Related Dealer, where it acted as principal.

The relevant standing instructions require that securities transactions with related parties conducted by TDAM (i) are free from any influence by an entity related to TDAM and without taking into account any consideration relevant to an entity related to TDAM; (ii) represent the business judgment of TDAM uninfluenced by considerations other than the best interests of the Fund; (iii) comply with the applicable policies and procedures of TDAM; and (iv) achieve a fair and reasonable result for the Fund.

Brokerage Arrangements (000s):

From time to time, the Fund may enter into portfolio securities transactions with Related Dealers who may earn commissions or spreads provided that such trades are made on terms and conditions that are comparable to non-affiliated brokerages. During the Reporting Period, the Fund paid commissions to related parties amounting to \$48 or 5.6% of total commissions paid by the Fund for portfolio transactions in total.

Financial Highlights

The following tables show selected key financial information about the Fund and are intended to help you understand the Fund's financial performance for the six-month period ended June 30, 2024 and the past five fiscal years, as applicable. For series that commenced operations during any of the periods presented, the data reported for that period represents results from the commencement of operations (as disclosed in the Past Performance section) to the end of that reporting period.

Net Assets per Unit (\$)¹

	INVESTOR SERIES						INSTITUTIONAL SERIES					
	2024	2023	2022	2021	2020	2019	2024	2023	2022	2021	2020	2019
Net Assets, Beginning of Period	46.67	44.85	48.80	40.41	40.97	35.98	27.58	26.51	28.84	23.88	24.21	21.25
Increase (Decrease) from Operations:												
Total Revenue	0.88	1.92	1.71	1.55	1.52	1.48	0.52	1.14	1.01	0.93	0.90	0.87
Total Expenses (excluding distributions)	(0.49)	(0.91)	(0.96)	(0.92)	(0.77)	(0.81)	(0.08)	(0.14)	(0.14)	(0.13)	(0.11)	(0.12)
Realized Gains (Losses) for the Period	2.30	0.51	(0.07)	0.61	1.00	1.35	1.35	0.30	(0.04)	0.43	0.59	0.81
Unrealized Gains (Losses) for the Period	(1.50)	1.11	(4.10)	7.65	(1.89)	3.78	(0.88)	0.70	(2.36)	4.64	(0.99)	2.11
Total Increase (Decrease) from Operations²	1.19	2.63	(3.42)	8.89	(0.14)	5.80	0.91	2.00	(1.53)	5.87	0.39	3.67
Distributions:												
From Net Investment Income (excluding dividends)		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
From Dividends		(0.91)	(0.62)	(0.50)	(0.71)	(0.63)		(0.94)	(0.79)	(0.69)	(0.76)	(0.73)
From Capital Gains		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
Return of Capital		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
Total Annual Distributions³	(0.38)	(0.91)	(0.62)	(0.50)	(0.71)	(0.63)	(0.45)	(0.94)	(0.79)	(0.69)	(0.76)	(0.73)
Net Assets, End of Period	47.48	46.67	44.85	48.80	40.41	40.97	28.05	27.58	26.51	28.84	23.88	24.21

	PREMIUM SERIES						ADVISOR SERIES					
	2024	2023	2022	2021	2020	2019	2024	2023	2022	2021	2020	2019
Net Assets, Beginning of Period	14.99	14.41	15.68	12.99	13.17	11.56	23.28	22.38	24.35	20.17	20.44	17.96
Increase (Decrease) from Operations:												
Total Revenue	0.28	0.62	0.55	0.50	0.49	0.48	0.44	0.96	0.85	0.78	0.76	0.74
Total Expenses (excluding distributions)	(0.15)	(0.29)	(0.31)	(0.29)	(0.24)	(0.26)	(0.24)	(0.46)	(0.48)	(0.46)	(0.38)	(0.40)
Realized Gains (Losses) for the Period	0.76	0.16	(0.02)	0.20	0.32	0.43	1.17	0.25	(0.03)	0.31	0.49	0.67
Unrealized Gains (Losses) for the Period	(0.50)	0.36	(1.25)	2.48	(0.69)	1.25	(0.77)	0.56	(2.00)	3.82	(1.01)	1.89
Total Increase (Decrease) from Operations²	0.39	0.85	(1.03)	2.89	(0.12)	1.90	0.60	1.31	(1.66)	4.45	(0.14)	2.90
Distributions:												
From Net Investment Income (excluding dividends)		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
From Dividends		(0.30)	(0.21)	(0.17)	(0.23)	(0.21)		(0.46)	(0.31)	(0.25)	(0.36)	(0.31)
From Capital Gains		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
Return of Capital		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
Total Annual Distributions³	(0.13)	(0.30)	(0.21)	(0.17)	(0.23)	(0.21)	(0.19)	(0.46)	(0.31)	(0.25)	(0.36)	(0.31)
Net Assets, End of Period	15.25	14.99	14.41	15.68	12.99	13.17	23.68	23.28	22.38	24.35	20.17	20.44

	F-SERIES						H8 SERIES					
	2024	2023	2022	2021	2020	2019	2024	2023	2022	2021	2020	2019
Net Assets, Beginning of Period	19.23	18.48	20.10	16.63	16.86	14.80	9.02	9.22	10.77	9.49	10.34	9.63
Increase (Decrease) from Operations:												
Total Revenue	0.36	0.79	0.71	0.64	0.63	0.61	0.17	0.39	0.37	0.36	0.37	0.39
Total Expenses (excluding distributions)	(0.08)	(0.15)	(0.16)	(0.15)	(0.13)	(0.14)	(0.09)	(0.18)	(0.21)	(0.21)	(0.18)	(0.21)
Realized Gains (Losses) for the Period	0.93	0.21	(0.04)	0.23	0.41	0.57	0.43	0.10	(0.01)	0.14	0.24	0.35
Unrealized Gains (Losses) for the Period	(0.61)	0.47	(1.75)	3.11	(0.77)	1.35	(0.28)	0.22	(0.80)	1.75	(0.54)	1.00
Total Increase (Decrease) from Operations²	0.60	1.32	(1.24)	3.83	0.14	2.39	0.23	0.53	(0.65)	2.04	(0.11)	1.53
Distributions:												
From Net Investment Income (excluding dividends)		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
From Dividends		(0.59)	(0.48)	(0.41)	(0.48)	(0.45)		(0.18)	(0.13)	(0.11)	(0.18)	(0.16)
From Capital Gains		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00
Return of Capital		0.00	0.00	0.00	0.00	0.00		(0.56)	(0.73)	(0.65)	(0.65)	(0.61)
Total Annual Distributions³	(0.28)	(0.59)	(0.48)	(0.41)	(0.48)	(0.45)	(0.36)	(0.74)	(0.86)	(0.76)	(0.83)	(0.77)
Net Assets, End of Period	19.56	19.23	18.48	20.10	16.63	16.86	8.88	9.02	9.22	10.77	9.49	10.34

Footnotes for the above table(s) can be found at the end of the Net Assets per Unit section.

Net Assets per Unit (\$)¹ (continued)

FT5 SERIES							FT8 SERIES						
	2024	2023	2022	2021	2020	2019	2024	2023	2022	2021	2020	2019	
Net Assets, Beginning of Period	15.55	15.21	17.01	14.40	14.96	13.37	10.23	10.33	11.94	10.40	11.19	10.28	
Increase (Decrease) from Operations:													
Total Revenue	0.29	0.65	0.59	0.55	0.55	0.54	0.19	0.44	0.41	0.39	0.40	0.41	
Total Expenses (excluding distributions)	(0.07)	(0.13)	(0.14)	(0.13)	(0.11)	(0.12)	(0.04)	(0.08)	(0.09)	(0.09)	(0.08)	(0.09)	
Realized Gains (Losses) for the Period	0.78	0.18	(0.03)	0.14	0.36	0.59	0.50	0.11	(0.02)	0.15	0.27	0.39	
Unrealized Gains (Losses) for the Period	(0.52)	0.45	(1.52)	2.52	(0.40)	0.51	(0.33)	0.25	(0.96)	1.91	(0.51)	0.93	
Total Increase (Decrease) from Operations ²	0.48	1.15	(1.10)	3.08	0.40	1.52	0.32	0.72	(0.66)	2.36	0.08	1.64	
Distributions:													
From Net Investment Income (excluding dividends)		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	
From Dividends		(0.49)	(0.40)	(0.35)	(0.42)	(0.40)		(0.33)	(0.28)	(0.25)	(0.31)	(0.30)	
From Capital Gains		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	
Return of Capital		(0.27)	(0.45)	(0.37)	(0.33)	(0.27)		(0.50)	(0.68)	(0.58)	(0.59)	(0.52)	
Total Annual Distributions ³	(0.39)	(0.76)	(0.85)	(0.72)	(0.75)	(0.67)	(0.41)	(0.83)	(0.96)	(0.83)	(0.90)	(0.82)	
Net Assets, End of Period	15.66	15.55	15.21	17.01	14.40	14.96	10.14	10.23	10.33	11.94	10.40	11.19	

T8 SERIES							D-SERIES						
	2024	2023	2022	2021	2020	2019	2024	2023	2022	2021	2020	2019	
Net Assets, Beginning of Period	8.88	9.08	10.62	9.37	10.21	9.50	14.03	13.49	14.67	12.14	12.32	10.80	
Increase (Decrease) from Operations:													
Total Revenue	0.16	0.38	0.36	0.35	0.37	0.38	0.27	0.58	0.52	0.47	0.46	0.44	
Total Expenses (excluding distributions)	(0.09)	(0.18)	(0.20)	(0.21)	(0.19)	(0.21)	(0.07)	(0.12)	(0.15)	(0.16)	(0.14)	(0.14)	
Realized Gains (Losses) for the Period	0.44	0.10	(0.01)	0.14	0.24	0.34	0.69	0.15	(0.03)	0.18	0.30	0.46	
Unrealized Gains (Losses) for the Period	(0.29)	0.21	(0.83)	1.73	(0.56)	1.02	(0.45)	0.38	(1.27)	2.29	(0.61)	0.48	
Total Increase (Decrease) from Operations ²	0.22	0.51	(0.68)	2.01	(0.14)	1.53	0.44	0.99	(0.93)	2.78	0.01	1.24	
Distributions:													
From Net Investment Income (excluding dividends)		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	
From Dividends		(0.18)	(0.13)	(0.11)	(0.17)	(0.16)		(0.42)	(0.32)	(0.25)	(0.31)	(0.27)	
From Capital Gains		0.00	0.00	0.00	0.00	0.00		0.00	0.00	0.00	0.00	0.00	
Return of Capital		(0.55)	(0.72)	(0.64)	(0.65)	(0.60)		0.00	0.00	0.00	0.00	0.00	
Total Annual Distributions ³	(0.36)	(0.73)	(0.85)	(0.75)	(0.82)	(0.76)	(0.20)	(0.42)	(0.32)	(0.25)	(0.31)	(0.27)	
Net Assets, End of Period	8.75	8.88	9.08	10.62	9.37	10.21	14.27	14.03	13.49	14.67	12.14	12.32	

O-SERIES						
	2024	2023	2022	2021	2020	2019
Net Assets, Beginning of Period	18.56	17.84	19.42	16.07	16.30	14.31
Increase (Decrease) from Operations:						
Total Revenue	0.35	0.76	0.68	0.62	0.60	0.59
Total Expenses (excluding distributions)	(0.01)	0.00	0.00	0.00	0.00	0.00
Realized Gains (Losses) for the Period	0.93	0.20	(0.03)	0.25	0.40	0.53
Unrealized Gains (Losses) for the Period	(0.61)	0.45	(1.60)	3.05	(0.82)	1.53
Total Increase (Decrease) from Operations ²	0.66	1.41	(0.95)	3.92	0.18	2.65
Distributions:						
From Net Investment Income (excluding dividends)		0.00	0.00	0.00	0.00	0.00
From Dividends		(0.73)	(0.63)	(0.54)	(0.59)	(0.57)
From Capital Gains		0.00	0.00	0.00	0.00	0.00
Return of Capital		0.00	0.00	0.00	0.00	0.00
Total Annual Distributions ³	(0.35)	(0.73)	(0.63)	(0.54)	(0.59)	(0.57)
Net Assets, End of Period	18.87	18.56	17.84	19.42	16.07	16.30

¹ This information is derived from the Fund's interim and audited annual financial statements prepared in accordance with International Financial Reporting Standards. The Fund measures fair value of its investments based on close market prices, where the close market price falls within the bid-ask spread or based on quotations from recognized dealers. As such, the Fund's accounting policies for measuring the fair value of investments in the financial statements are substantively consistent with those used in measuring the net asset value ("NAV") for transactions with unitholders.

² Net assets and distributions are based on the actual number of units outstanding at the relevant time. The increase (decrease) from operations is based on the weighted average number of units outstanding over the financial periods. These tables are not intended to be a reconciliation of the net assets per unit.

³ Distributions were paid in cash or reinvested in additional units of the Fund, or both.

Ratios and Supplemental Data

INVESTOR SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	1,930,334	1,962,629	1,847,914	1,868,975	1,589,063	1,765,574
Number of Units Outstanding (000s) ¹	40,660	42,053	41,203	38,298	39,323	43,095
Management Expense Ratio (%) ²	2.03	2.03	2.03	2.03	2.03	2.03
Management Expense Ratio Before Waivers or Absorptions (%)	2.03	2.03	2.03	2.03	2.03	2.03
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	47.48	46.67	44.85	48.80	40.41	40.97

PREMIUM SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	92,898	99,356	110,794	144,774	136,707	160,681
Number of Units Outstanding (000s) ¹	6,092	6,628	7,690	9,233	10,528	12,205
Management Expense Ratio (%) ²	1.99	1.99	1.99	1.99	1.99	1.99
Management Expense Ratio Before Waivers or Absorptions (%)	1.99	1.99	1.99	1.99	1.99	1.99
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	15.25	14.99	14.41	15.68	12.99	13.17

F-SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	777,784	758,992	681,295	568,893	405,594	400,083
Number of Units Outstanding (000s) ¹	39,766	39,463	36,865	28,299	24,388	23,725
Management Expense Ratio (%) ²	0.83	0.83	0.82	0.83	0.83	0.82
Management Expense Ratio Before Waivers or Absorptions (%)	0.83	0.83	0.82	0.83	0.83	0.82
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	19.56	19.23	18.48	20.10	16.63	16.86

FT5 SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	14,616	15,514	12,990	11,054	4,346	3,527
Number of Units Outstanding (000s) ¹	934	998	854	650	302	236
Management Expense Ratio (%) ²	0.83	0.83	0.83	0.82	0.82	0.82
Management Expense Ratio Before Waivers or Absorptions (%)	0.83	0.83	0.83	0.82	0.82	0.82
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	15.66	15.55	15.21	17.01	14.40	14.96

T8 SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	56,449	59,535	68,062	81,235	73,574	90,987
Number of Units Outstanding (000s) ¹	6,451	6,703	7,495	7,646	7,852	8,914
Management Expense Ratio (%) ²	2.01	2.01	2.02	2.02	2.03	2.03
Management Expense Ratio Before Waivers or Absorptions (%)	2.01	2.01	2.02	2.02	2.03	2.03
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	8.75	8.88	9.08	10.62	9.37	10.21

INSTITUTIONAL SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	387	381	377	415	528	548
Number of Units Outstanding (000s) ¹	14	14	14	14	22	23
Management Expense Ratio (%) ²	0.51	0.51	0.51	0.50	0.50	0.50
Management Expense Ratio Before Waivers or Absorptions (%)	0.51	0.51	0.51	0.50	0.50	0.50
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	28.05	27.58	26.51	28.84	23.88	24.21

ADVISOR SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	238,700	249,486	266,413	299,041	264,110	310,688
Number of Units Outstanding (000s) ¹	10,079	10,715	11,905	12,279	13,097	15,195
Management Expense Ratio (%) ²	2.03	2.03	2.03	2.02	2.03	2.03
Management Expense Ratio Before Waivers or Absorptions (%)	2.03	2.03	2.03	2.02	2.03	2.03
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	23.68	23.28	22.38	24.35	20.17	20.44

H8 SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	25,258	25,307	23,497	31,916	29,099	33,840
Number of Units Outstanding (000s) ¹	2,843	2,807	2,549	2,964	3,065	3,272
Management Expense Ratio (%) ²	2.00	2.00	2.01	2.01	2.01	2.01
Management Expense Ratio Before Waivers or Absorptions (%)	2.00	2.00	2.01	2.01	2.01	2.01
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	8.88	9.02	9.22	10.77	9.49	10.34

FT8 SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	35,985	36,166	35,636	38,365	32,427	33,822
Number of Units Outstanding (000s) ¹	3,548	3,535	3,449	3,214	3,119	3,024
Management Expense Ratio (%) ²	0.82	0.82	0.82	0.82	0.82	0.82
Management Expense Ratio Before Waivers or Absorptions (%)	0.82	0.82	0.82	0.82	0.82	0.82
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	10.14	10.23	10.33	11.94	10.40	11.19

D-SERIES						
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	259,413	261,885	252,403	232,405	194,693	221,524
Number of Units Outstanding (000s) ¹	18,176	18,660	18,715	15,837	16,031	17,987
Management Expense Ratio (%) ²	0.92	0.92	1.03	1.20	1.20	1.20
Management Expense Ratio Before Waivers or Absorptions (%)	0.92	0.92	1.07	1.20	1.20	1.20
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	14.27	14.03	13.49	14.67	12.14	12.32

Footnotes for the above table(s) can be found at the end of the Ratios and Supplemental Data section.

Ratios and Supplemental Data (continued)

	O-SERIES					
	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	757,278	796,704	856,525	991,978	909,897	1,038,430
Number of Units Outstanding (000s) ¹	40,132	42,920	48,001	51,082	56,629	63,721
Management Expense Ratio (%) ^{2,5}	0.00	0.00	0.00	0.00	0.00	0.00
Management Expense Ratio Before Waivers or Absorptions (%)	0.00	0.00	0.00	0.00	0.00	0.00
Trading Expense Ratio (%) ³	0.04	0.00	0.01	0.00	0.01	0.01
Portfolio Turnover Rate (%) ⁴	24.69	17.46	16.15	11.15	11.97	19.00
Net Asset Value per Unit (\$)	18.87	18.56	17.84	19.42	16.07	16.30

¹ This information is provided as at June 30, 2024 and December 31 of the past five fiscal years, as applicable.

² Management Expense Ratio ("MER") is based on total expenses (excluding distributions, commissions and other portfolio transaction costs) net of any waivers or absorptions for the stated period, including the Fund's proportionate share of the MER, if any, of the underlying fund(s) in which the Fund has invested in, and is expressed as an annualized percentage of daily average NAV during the period. Management Expense Ratio Before Waivers or Absorptions is based on total expenses and excludes the management fees on the portion of the NAV the Fund invests in the underlying funds that are managed by TDAM or its affiliates. There will be no duplication of management fees paid to TDAM or its affiliates. Any waivers or absorptions may be discontinued at any time by TDAM at its discretion without notice.

³ The trading expense ratio ("TER") represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average NAV during the stated period. Where a Fund invests in units of any underlying fund, the TER presented for the Fund includes the portion of TERs, if available, of the underlying fund(s) attributable to this investment.

⁴ The Fund's portfolio turnover rate ("PTR") indicates how actively the Fund's portfolio adviser manages its investments. A PTR of 100% is equivalent to the Fund buying and selling all of the securities in its portfolio once in the course of the stated period. The higher a fund's PTR, the greater the trading costs payable, directly or indirectly, by the fund in the period, and the greater the chance of an investor receiving taxable capital gains in the fiscal year. There is not necessarily a relationship between a high turnover rate and the performance of a fund.

⁵ The Fund does not pay any management fees or operating expenses with respect to the O-Series units of the Fund, but may have a MER as a result of its holdings in underlying fund(s), representing the weighted average MER of those underlying fund(s) for the reporting period.

Management Fees

As manager and trustee of the Fund, TDAM is responsible for the overall business and affairs of the Fund, including activities related to making units of the Fund available to investors, and providing, or arranging for the provision of, investment advisory services and marketing services to the Fund. In consideration for the provision of such services, each series of the Fund, other than O-Series units, pays TDAM a management fee.

Management fees are calculated and accrued on a daily basis for each applicable series based on the net asset value of that series and paid monthly to TDAM.

The simplified prospectus discloses a specified annual management fee rate that TDAM can charge for each series of the Fund. Where TDAM chooses to charge a management fee rate below the specified annual management fee rate, the difference represents a waiver of management fees. TDAM may waive all or a portion of the management fees being charged to the Fund, which may be discontinued at any time by TDAM at its discretion without notice to unitholders.

The annual management fees and a breakdown of the major services rendered for each series, as a percentage of the management fees paid, are as follows:

(expressed as a %)	Annual Mgmt. Fees*	Dealer Compensation	Waived Operating Expenses	Other†
Investor Series	1.75	56.90	0.00	43.10
Institutional Series	0.45	0.00	0.00	100.00
Premium Series	1.70	58.82	0.00	41.18
Advisor Series	1.75	52.92	0.00	47.08
F-Series	0.75	0.00	0.00	100.00
H8 Series	1.75	57.13	0.00	42.87
FT5 Series	0.75	0.00	0.00	100.00
FT8 Series	0.75	0.00	0.00	100.00
T8 Series	1.75	50.30	0.00	49.70
D-Series	0.75	0.00	0.00	100.00
O-Series	0.00	N/A	N/A	N/A

There are no management fees paid by the Fund in respect of O-Series units of the Fund. Unitholders in the O-Series pay a negotiated fee directly to TDAM.

* Includes management fees paid by the Fund and the proportionate management fees, if any, of the underlying fund(s) 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 fund(s) for the same services.

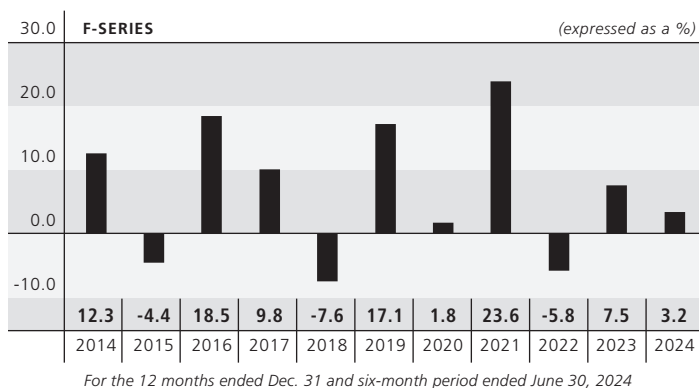
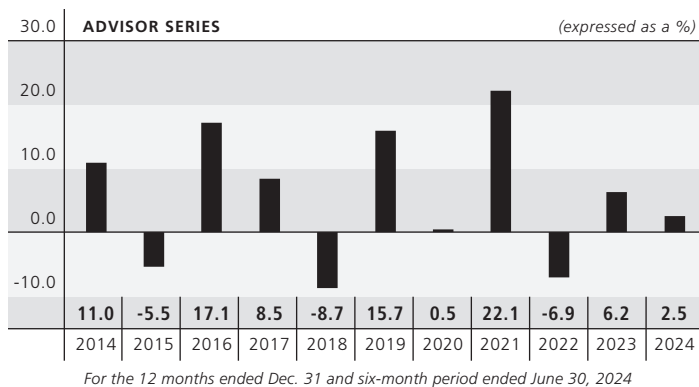
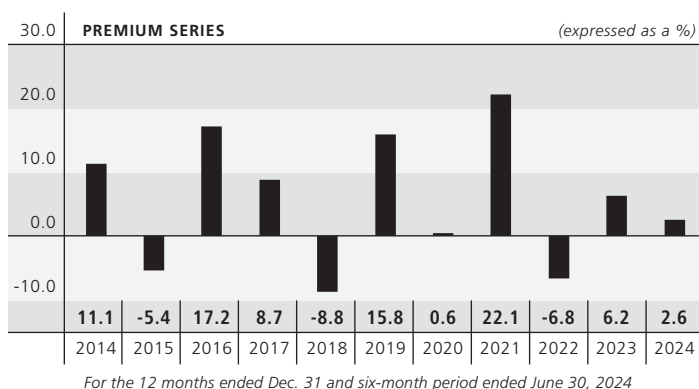
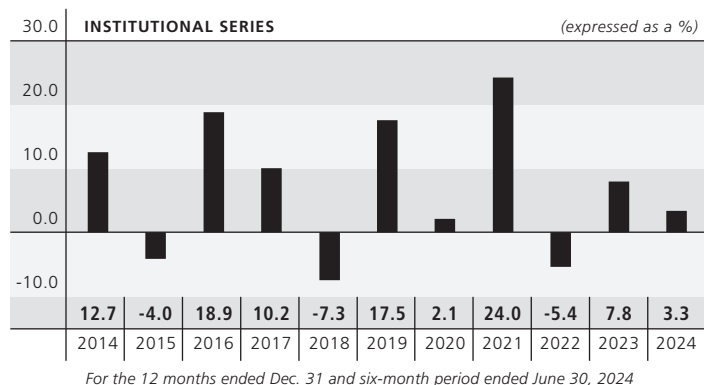
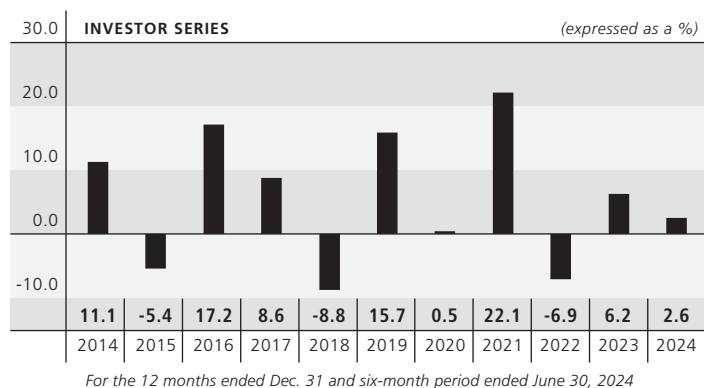
† Investment advisory, trustee, marketing services and other.

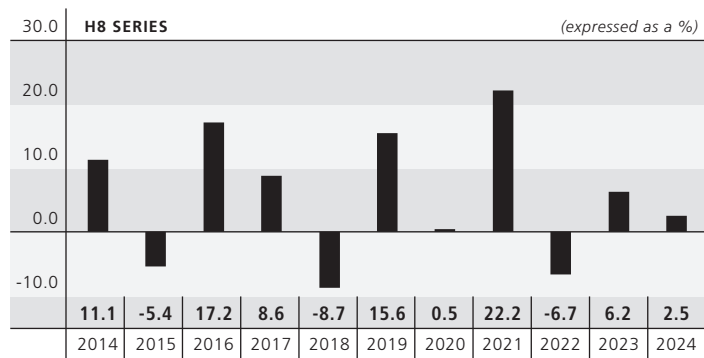
Past Performance

The following charts show how the Fund has performed in the past, and can help you understand the risks of investing in the Fund. These returns include the reinvestment of all distributions. They do not include deduction of sales, switch, redemption, or other optional charges (which dealers may charge) or income taxes payable, and these returns would be lower if they did. The Fund's past performance does not necessarily indicate how it will perform in the future.

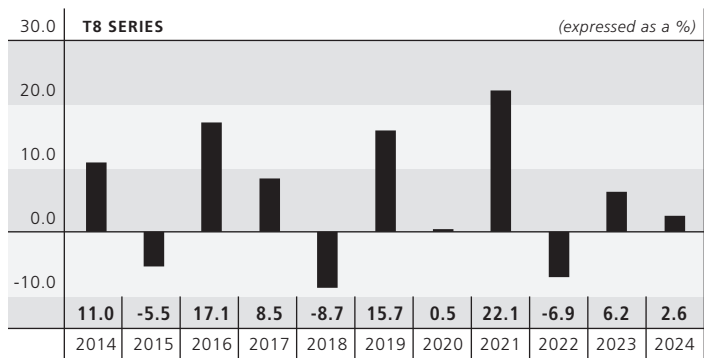
Year-by-year returns

The bar charts show how the Fund's performance has varied from year to year for each of the years shown. They show in percentage terms how an investment made on January 1 would have increased or decreased by December 31 for each year and for the six-month period ended June 30, 2024.

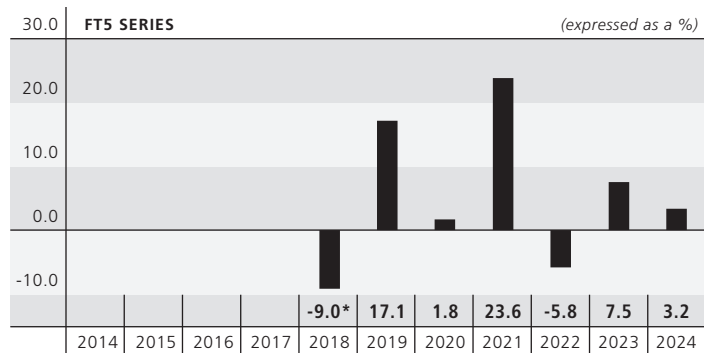




For the 12 months ended Dec. 31 and six-month period ended June 30, 2024

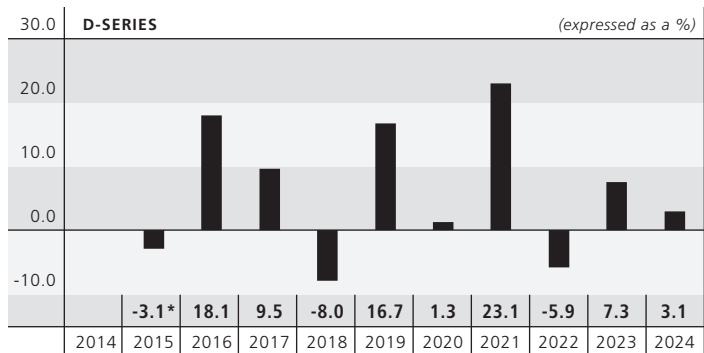


For the 12 months ended Dec. 31 and six-month period ended June 30, 2024



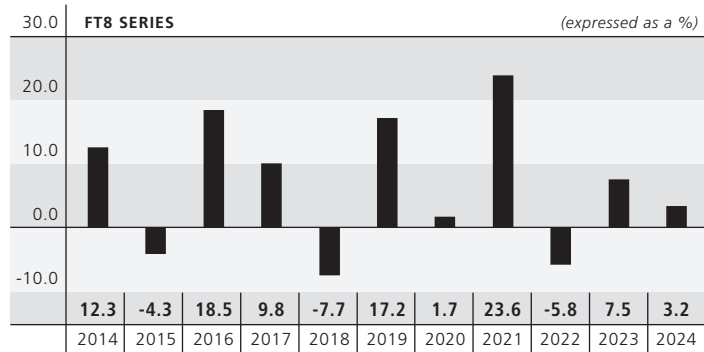
For the 12 months ended Dec. 31 and six-month period ended June 30, 2024

* From August 16, 2018 (commencement of operations) to December 31, 2018

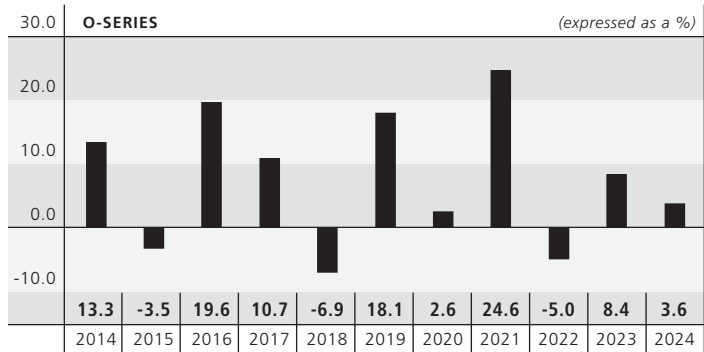


For the 12 months ended Dec. 31 and six-month period ended June 30, 2024

* From October 20, 2015 (commencement of operations) to December 31, 2015



For the 12 months ended Dec. 31 and six-month period ended June 30, 2024



For the 12 months ended Dec. 31 and six-month period ended June 30, 2024

Summary of Investment Portfolio

as at June 30, 2024

	% of Net Asset Value
ASSET ALLOCATION	
Canadian Equities	65.4
Canadian Bonds	11.8
U.S. Equities	11.6
Canadian Preferred Equities	7.4
Cash (Bank Overdraft)	1.6
U.S. Bonds	1.3
Global Bonds	0.5
Investment Funds	0.3
Derivatives	0.0
Other Net Assets (Liabilities)	0.1
PORTFOLIO ALLOCATION	
Financials	40.6
Industrials	11.0
Energy	8.8
Corporate Bonds	7.0
Consumer Discretionary	4.8
Federal Bonds & Guarantees	4.3
Utilities	3.9
Communication Services	3.8
Consumer Staples	3.5
Information Technology	2.9
Health Care	2.5
Materials	2.4
Provincial Bonds & Guarantees	2.3
Cash (Bank Overdraft)	1.6
Alternative Investment Funds	0.2
Real Estate	0.2
Global Bond Funds	0.1
U.S. Bond Funds	0.0
Foreign Exchange Forward Contracts	0.0
Short Futures Contracts	0.0
Other Net Assets (Liabilities)	0.1
TOTAL NET ASSET VALUE (000s)	
	\$ 4,189,102

Cash held with The Toronto-Dominion Bank, a related party to the Fund, was 1.6% of net asset value of the Fund.

	% of Net Asset Value
TOP 25 INVESTMENTS	
Royal Bank of Canada	8.3
The Toronto-Dominion Bank [†]	4.9
Bank of Montreal	4.8
Brookfield Corporation	4.3
Canadian Pacific Kansas City Limited	4.1
Enbridge Inc.	3.3
Canadian National Railway Company	3.1
Canadian Imperial Bank of Commerce	3.0
Intact Financial Corporation	2.9
Dollarama Inc.	2.9
Alimentation Couche-Tard Inc.	2.4
Sun Life Financial Inc.	2.1
The Bank of Nova Scotia	1.6
Broadcom Inc.	1.6
Cash (Bank Overdraft)	1.6
TELUS Corporation	1.5
TC Energy Corporation	1.5
Waste Connections Inc.	1.4
Government of Canada 2.500% Dec 1, 2032	1.4
National Bank of Canada	1.3
Canadian Natural Resources Limited	1.3
Linde PLC	1.3
Brookfield Infrastructure Partners Limited Partnership	1.3
Microsoft Corporation	1.3
Thomson Reuters Corporation	1.2
Total % of Net Asset Value represented by these holdings	64.4

[†] Related party to the Fund as an affiliated entity of TD Asset Management Inc.

Note: Totals may not add due to rounding to one decimal place of individual figures.

The Summary of Investment Portfolio may change due to ongoing portfolio transactions of the Fund. Updates are available quarterly. You may obtain the most current quarterly information by contacting 1-800-386-3757, by writing to us at TD Asset Management Inc., P.O. Box 100, 66 Wellington Street West, TD Bank Tower, Toronto, Ontario, M5K 1G8, or by visiting our website at www.td.com/ca/en/asset-management.

Caution regarding forward-looking statements

Certain portions of this report, including, but not limited to, “Results of Operations” and “Recent Developments”, may contain forward-looking statements including, but not limited to, statements about the Fund, its strategy, risks, expected performance and condition. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates” and similar forward-looking expressions or negative versions thereof.

In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Fund action, is also a forward-looking statement. Forward-looking statements are based on current expectations and projections about future general economic, political and relevant market factors, such as interest rates, foreign exchange rates, equity and capital markets, and the general business environment, in each case assuming no changes to applicable tax or other laws or government regulation. Expectations and projections about future events are inherently subject to, among other things, risks and uncertainties, some of which may be unforeseeable. Accordingly, assumptions concerning future economic and other factors may prove to be incorrect at a future date.

Forward-looking statements are not guarantees of future performance, and actual events could differ materially from those expressed or implied in any forward-looking statements made by the Fund. Any number of important factors could contribute to these digressions, including, but not limited to, general economic, political and relevant market factors in North America and internationally, interest and foreign exchange rates, equity and capital markets, business competition, technological change, changes in government relations, unexpected judicial or regulatory proceedings and catastrophic events.

The above mentioned list of important factors is not exhaustive. You are encouraged to consider these and other factors carefully before making any investment decisions and you are urged to avoid placing any undue reliance on forward-looking statements. Further, there is no specific intention of updating any forward-looking statements contained herein whether as a result of new information, future events or otherwise.

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