

# **TD Asset Management**

## **TD Q Canadian Dividend ETF (TQCD)**

535860  
(03/25)

### **TD Exchange-Traded Funds Annual Management Report of Fund Performance**

**for the period ended December 31, 2024**

This Annual Management Report of Fund Performance contains financial highlights, but does not contain the complete annual financial statements of the investment fund. You can get a copy of the annual financial statements at your request, at no cost, 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](http://www.td.com/ca/en/asset-management) or the SEDAR+ website at [www.sedarplus.ca](http://www.sedarplus.ca).



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

## Management Discussion of Fund Performance

### Investment Objectives & Strategies

The investment objective of TD Q Canadian Dividend ETF (the "Fund") is to seek to earn income and moderate capital growth by investing primarily in, or gaining exposure to, dividend-paying equity securities and other income-producing instruments of Canadian issuers. In seeking to achieve this objective, the Fund uses a quantitative equity strategy to identify and optimize exposure to common and preferred shares, as well as real estate investment trusts, with above-average dividend yields and/or issuers that are expected to pay increasing dividends over time. A quantitative equity strategy is the selection of equity securities based on mathematical or rules-based algorithm. The Fund may also invest in other exchange-traded funds.

### Risk

The risks of investing in the Fund remain as outlined in the prospectus.

### Results of Operations

The Fund is an exchange-traded fund listed on the Toronto Stock Exchange ("TSX"). Units of the Fund are traded under TSX ticker symbol "TQCD". The Fund returned 25.6% for the year ended December 31, 2024 (the "Reporting Period"), versus 21.6% for the Fund's product benchmark and general market index, the S&P/TSX Composite Total Return Index. Unlike the product benchmark and general market index, the Fund's return is quoted after the deduction of fees and expenses.

### Market Update

Canada's economy came under pressure over the Reporting Period, largely as a result of tight financial conditions. Consumer spending, real estate activity and the labour market weakened. At the same time, inflationary pressures softened, moving closer to the Bank of Canada's ("BoC") 2% target. In response, the BoC began lowering interest rates in June 2024 and continued to lower rates over the remainder of the year. Overall, the BoC lowered its benchmark overnight interest rate by 1.75% to 3.25%. The BoC also suggested it would gradually lower interest rates further in 2025, hoping that looser financial conditions could ease the burden on Canadian households and help reignite consumer spending. There was also some expectation that rising demand could kickstart business activity, potentially resulting in improved job growth.

The Canadian equity market rose over the Reporting Period, with 10 of 11 sectors posting positive returns. The information technology, financials and materials sectors were the strongest performers, while communication services, real estate and health care were the weakest-performing sectors.

Lower interest rates, developments in artificial intelligence and positive investor sentiment helped push information technology stocks higher over the Reporting Period. Expectations that economic activity in Canada could pick up after multiple interest rate cuts from the BoC helped lift the financials sector higher. Additionally, the dividends of financials sector stocks became more attractive as interest rates declined. The materials sector benefited from higher gold prices

amid economic uncertainty and ongoing geopolitical tensions. Supply concerns pushed up the prices of many commodities.

### Key Contributors/Detractors

The Fund generated a positive return over the Reporting Period and outperformed its product benchmark.

- The Fund's security selection within the financials sector contributed to performance owing to a lack of exposure to The Toronto-Dominion Bank, which was down approximately 5%, and its position in iA Financial Corporation Inc., which returned more than 50%.
- The Fund's stock selection within the consumer staples sector contributed to performance owing to its positions in Loblaw Cos. Ltd. and George Weston Ltd., which returned more than 35%, as well as its lack of exposure to Alimentation Couche-Tard Inc., which underperformed the sector.
- The Fund's security selection within the communication services sector contributed to performance owing to its position in Quebecor Inc., which outperformed the sector.
- The Fund's underweight exposure to the information technology sector detracted from performance as this was the top-performing sector.
- The Fund's stock selection within the information technology sector detracted from performance owing to its lack of exposure to the non-dividend-paying Shopify Inc., which returned over 45%, and its position in Open Text Corporation, which was down nearly 25%.

### Assets

The Fund experienced a significant increase in assets due to investor purchase activity.

### Recent Developments

The Portfolio Adviser expects consumer and business activity to pick up after several central banks began to ease monetary policy and loosen financial conditions. Still, several risks to the outlook persist, such as geopolitical tensions, the potential for inflationary pressures to reemerge and the impact of potential tariffs on global trade activity. Many central banks are expected to keep lowering interest rates, which could further boost global economic activity in 2025 and help the global economy avoid a recession.

The Portfolio Adviser believes Canadian economic growth in 2025 will likely be weak as high interest rates and elevated consumer debt loads could dampen domestic spending. However, the equity market could be supported by strong earnings growth expectations and a valuation that is not extended, particularly when compared to the U.S. equity market. Inflation has also decelerated into the BoC's target range, allowing additional room to cut interest rates. The Portfolio Adviser believes there is a possibility that the Canadian economy could re-accelerate, which would likely benefit several parts of the Fund's portfolio. This could be driven by the continued strength of the job market and lower interest rates.

The Portfolio Adviser uses a quantitative equity strategy to identify and optimize the Fund's exposure to stocks that have strong long-term returns on equity growth, above-average dividend growth and good cash flow generation.

## 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, deposit-taking, custody, brokerage and derivatives transactions, subject to approval or review by the Fund's independent review committee ("IRC") and/or compliance with applicable internal policies and procedures.

### *Manager, Trustee and Portfolio Adviser:*

TDAM, a wholly-owned subsidiary of The Toronto-Dominion Bank ("TD"), is the manager, trustee, portfolio adviser and promoter of the Fund. The Fund pays TDAM an annual management fee.

### *Designated Broker and Dealer:*

TDAM has entered into an agreement with TD Securities Inc. ("TDS"), an affiliate of TDAM, to act as designated broker and dealer to perform certain duties for the Fund. The designated broker arrangements entered into with TDS are consistent with market terms and conditions.

### *Custodian:*

TD is the sub-custodian of the Fund and may hold a portion of cash of the Fund.

### *Buying and Selling Securities:*

TDAM has established the IRC to act 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](http://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 TDS, TD Waterhouse Canada Inc., 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.

## 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 past five fiscal years, as applicable. For units of the Fund 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

	2024	2023	2022	2021	2020
<b>Net Assets, Beginning of Year</b>	16.06	14.88	15.22	12.59	15.44
<b>Increase (Decrease) from Operations:</b>					
Total Revenue	0.84	0.79	0.67	0.64	0.56
Total Expenses (excluding distributions)	(0.07)	(0.07)	(0.07)	(0.06)	(0.05)
Realized Gains (Losses) for the Period	0.97	0.00	0.60	1.91	(3.45)
Unrealized Gains (Losses) for the Period	2.50	1.29	(1.02)	1.41	0.15
<b>Total Increase (Decrease) from Operations²</b>	4.24	2.01	0.18	3.90	(2.79)
<b>Distributions:</b>					
From Net Investment Income (excluding dividends)	0.00	0.00	0.00	0.00	(0.09)
From Dividends	(0.61)	(0.59)	(0.54)	(0.62)	(0.31)
From Capital Gains	(0.52)	0.00	0.00	0.00	0.00
Return of Capital	(0.06)	(0.01)	(0.06)	0.00	(0.48)
<b>Total Annual Distributions³</b>	(1.19)	(0.60)	(0.60)	(0.62)	(0.88)
<b>Net Assets at December 31</b>	19.44	16.06	14.88	15.22	12.59

¹ This information is derived from the Fund's audited annual financial statements prepared in accordance with International Financial Reporting Standards. The Fund measures fair values 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 period. This table is 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. The Fund may make notional distributions from time to time and the units issued on reinvestments are immediately consolidated with the units held prior to the notional distribution. As a result, the total number of units held after the notional distribution is identical to the number of units held before the notional distribution. The following table shows the notional distributions for the periods presented, as applicable.

	2024	2023	2022	2021	2020
Notional Income Distribution	0.00	0.00	0.00	0.00	0.04
Notional Dividend Distribution	0.00	0.00	0.00	0.00	0.06
Notional Capital Gains Distribution	0.52	0.00	0.00	0.00	0.00
Notional Return of Capital Distribution	0.01	0.00	0.00	0.00	0.00

## Ratios and Supplemental Data

	2024	2023	2022	2021	2020
Total Net Asset Value (\$000s)¹	680,367	240,943	87,808	38,060	51,608
Number of Units Outstanding (000s)¹	35,000	15,000	5,900	2,500	4,100
Management Expense Ratio (%)²	0.39	0.39	0.40	0.39	0.39
Management Expense Ratio Before					
Waivers or Absorptions (%)	0.39	0.39	0.40	0.40	0.40
Trading Expense Ratio (%)³	0.02	0.04	0.04	0.02	0.01
Portfolio Turnover Rate (%)⁴	43.18	40.88	59.13	23.26	10.52
Net Asset Value per Unit (\$)	19.44	16.06	14.88	15.22	12.59
Closing Market Price (\$)⁵	19.44	16.07	14.88	15.23	12.59

¹ This information is provided as at 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 and is expressed as an annualized percentage of daily average NAV during the period. Any waivers or absorptions may be discontinued at any time by TDAM at its discretion without notice.

³ The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average NAV during the stated period.

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 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 Mid price would be used if no transaction took place on the last business day of the financial period.

## Management Fees

As manager of the Fund, TDAM is responsible for the overall business and affairs of the Fund, including activities related to providing, or arranging for the provision of, certain administrative services and marketing services to the Fund. In consideration for the provision of such services, the Fund pays TDAM a management fee.

Management fees, plus applicable taxes, are calculated and accrued on a daily basis based on the net asset value of the Fund and are paid monthly to TDAM.

The prospectus discloses a specified annual management fee rate that TDAM can charge to the Fund. 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, as a percentage of the management fees paid, are as follows:

(expressed as a %)	Annual Mgmt. Fees*	Dealer Compensation	Waived Operating Expenses	Other†
Fund	0.35	N/A	0.29	99.71

\* 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.

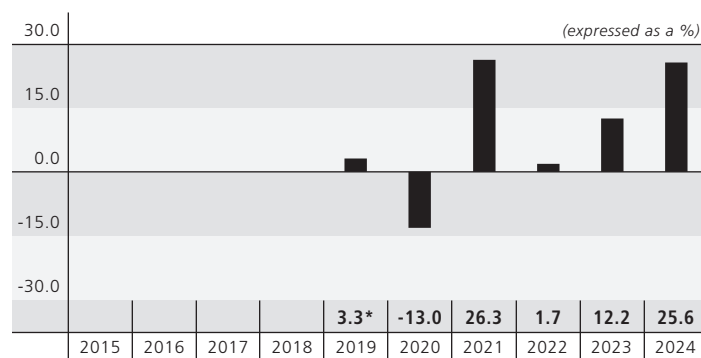
† Trustee, marketing services and other.

## Past Performance

The following chart shows 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 during the period in additional units at the net asset value per unit of the Fund at the time of distribution. They do not take into account sales, redemption, distribution or other optional charges or income taxes payable by any unitholder, 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 chart shows how the Fund's performance has varied from year to year for each of the years shown. It shows in percentage terms how an investment made on January 1 would have increased or decreased by December 31.



\* From November 20, 2019 (commencement of operations) to December 31, 2019

## Annual Compound Returns

The following table shows the annual compound total returns of the Fund for each of the periods indicated ended on December 31, 2024, compared with the following benchmarks:

- Product Benchmark:
  - S&P/TSX Composite Total Return Index – This index is comprised of Canadian issuers traded on the Toronto Stock Exchange.
- General Market Index:
  - S&P/TSX Composite Total Return Index.

(expressed as a %)	Past year	Past 3 years	Past 5 years	Past 10 years	Since inception
(Inception date November 20, 2019)					
TD Q Canadian Dividend ETF	25.6	12.8	9.5	N/A	10.0
Product Benchmark	21.6	8.6	11.1	N/A	11.0
General Market Index	21.6	8.6	11.1	N/A	11.0

A discussion of the Fund's performance compared to the product benchmark and general market index can be found in the Results of Operations section.

**Summary of Investment Portfolio**

as at December 31, 2024

	% of Net Asset Value
<b>ASSET ALLOCATION</b>	
Canadian Equities	96.4
Global Equities	3.0
Cash (Bank Overdraft)	0.5
Other Net Assets (Liabilities)	0.1
<b>PORTFOLIO ALLOCATION</b>	
Financials	37.8
Energy	19.3
Industrials	12.0
Materials	7.4
Consumer Staples	6.3
Utilities	4.1
Communication Services	4.0
Real Estate	3.5
Consumer Discretionary	2.2
Information Technology	1.5
Health Care	1.3
Cash (Bank Overdraft)	0.5
Other Net Assets (Liabilities)	0.1
<b>TOTAL NET ASSET VALUE (000s)</b>	
	\$ 680,367

	% of Net Asset Value
<b>TOP 25 INVESTMENTS</b>	
Manulife Financial Corporation	4.3
Canadian Imperial Bank of Commerce	4.2
iA Financial Corporation Inc.	4.2
Loblaw Companies Limited	4.0
Brookfield Asset Management Limited	3.9
Great-West Lifeco Inc.	3.8
Fairfax Financial Holdings Limited	3.5
Peyto Exploration & Development Corporation	3.5
Bank of Montreal	3.4
Sun Life Financial Inc.	3.4
The Bank of Nova Scotia	3.3
TFI International Inc.	3.3
Thomson Reuters Corporation	3.2
Power Corporation of Canada	3.2
Brookfield Infrastructure Partners Limited Partnership	3.0
Gibson Energy Inc.	2.8
Quebecor Inc.	2.8
Whitecap Resources Inc.	2.7
Lundin Gold Inc.	2.6
George Weston Limited	2.3
Nutrien Limited	2.2
Enbridge Inc.	2.2
Gildan Activewear Inc.	2.1
Imperial Oil Limited	2.0
Element Fleet Management Corporation	1.8
Total % of Net Asset Value represented by these holdings	77.7

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 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](http://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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