

TD Q Global Multifactor ETF (TQGM)

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(08/24)

TD Exchange-Traded 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 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

TD Q Global Multifactor ETF (the "Fund") is an exchange-traded fund listed on the Toronto Stock Exchange ("TSX"). Units of the Fund are traded under TSX ticker symbol "TQGM". The Fund returned 11.0% for the six-month period ended June 30, 2024 (the "Reporting Period"), versus 16.0% for the Fund's product benchmark, the MSCI World Index (Net Dividend, C\$). Unlike the product benchmark, the Fund's return is quoted after the deduction of fees and expenses.

Market Update

The global economy grew at a modest pace over the Reporting Period, continuing to avoid a recession that was widely expected amid tight financial conditions. The U.S. economy expanded, benefiting from a resilient U.S. consumer. Residential investment was also a key contributor to growth. After stagnating in 2023, the U.S. residential real estate market appeared to be improving, due in part to expectations that the U.S. Federal Reserve Board ("Fed") could begin lowering interest rates in 2024. The Fed held the target range of its benchmark interest rate steady at 5.25%-5.50%. China's economy showed some signs of stabilizing and expanded in the first quarter of 2024, but ongoing challenges limited overall growth. China's property market continued to struggle amid high debt levels. In addition, domestic demand remained subdued, weighing on business activity. In an effort to stimulate the property market, the People's Bank of China lowered its five-year loan prime rate, a reference rate for mortgages, early in the Reporting Period. Meanwhile, the government undertook an aggressive bond issuance, seeking to use the money to support the challenged areas of China's economy.

After contracting in the fourth quarter of 2023, Europe's economy rebounded in the first quarter of 2024, posting a small expansion. The services sector was a key driver of growth, benefiting from an increase in demand and output. Conversely, manufacturing sector activity remained challenged, weighing on overall economic growth. Amid slowing inflation and modest economic growth, the European Central Bank ("ECB") reduced its benchmark interest rate by 0.25% to 4.25%. Among Europe's largest countries, the German economy expanded over the Reporting Period, albeit at a relatively slow pace. Business investment and exports increased, positively contributing to the German economy. The U.K. economy expanded in the first quarter of 2024 after falling into a technical recession (a technical recession is reached when an economy has two straight quarterly contractions) towards the end of 2023. The economy got a boost from consumer spending. The Bank of England ("BoE") held its benchmark interest rate steady at 5.25%. However, a downward trend in inflation raised expectations that the BoE might be preparing to reduce interest rates later in 2024. Japan's economy was relatively weak in the first quarter of 2024, hindered by a decline in personal spending. For the first time in 17 years, the Bank of Japan increased its benchmark interest rate to a target range of 0.00%-0.10%, largely in response to elevated inflationary pressures.

Global equity markets advanced over the Reporting Period, with some central banks beginning to lower interest rates, while others signalled their intentions to do so later in 2024. Furthermore, the global economy remained resilient despite tight financial conditions, avoiding a deep recession. U.S. equity markets advanced, driven by the strong performance of mega-capitalization technology stocks. Ten of 11 sectors in the U.S. equity market delivered positive returns. Information technology, communication services and financials were the top-performing U.S. sectors, while real estate, materials, and consumer discretionary were the weakest performers.

Chinese equities increased slightly over the Reporting Period, supported by the relatively strong performance of the energy and utilities sectors. Investor sentiment was boosted by the government taking steps to help stimulate the economy, which has been weighed down by weak domestic demand and a challenging property market. European equities delivered a relatively strong return amid signs the economy may be stabilizing. The ECB lowered interest rates, which could stimulate consumer activity. Information technology and financials were among the top-performing sectors in European equity markets. From a country perspective, returns were driven by the Netherlands, Italy and Spain. U.K. equities advanced, benefiting from solid gains in the industrials and health care sectors. Japanese equities posted strong returns, with financials and energy being among the top-performing sectors.

Key Contributors/Detractors

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

- Stock selection within the communication services sector detracted from performance owing to a preference within the Fund for owning defensive telecommunications companies, which underperformed the sector.
- An underweight exposure to the information technology sector detracted from performance as it was one of the top-performing sectors during the Reporting Period.
- Security selection within the information technology sector also detracted from performance owing to the Fund's underweight position in a semiconductor company that returned over 150%.
- Stock selection within the consumer discretionary sector contributed to performance mainly owing to the Fund's lack of exposure to Tesla Inc., which was down over 15%, as well as a position in a footwear company that returned over 50%.
- Within the financials sector, the Fund's positions in two insurance providers, both of which returned over 25%, contributed to performance.

Assets

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

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.

Global economic expansion is proving to be more resilient than most forecasters would have predicted heading into 2024. Across most global regions, core inflation measures (which excludes more volatile items such as food and energy) have continued to move lower and a cycle of interest rate reductions has begun, with over 20 central banks making cuts so far this year. The exception to this is the Fed, which the Portfolio Adviser believes will likely delay cuts until later this year. In the U.S., real gross domestic product growth remains stronger than expected, with unemployment remaining below 5%.

Globally, equity markets have been supported by relatively robust economic data, particularly in the global manufacturing sector, which has seen some recovery with companies looking to restock inventories. While U.S. returns continue to impress investors, European equities have recovered since the start of the year, with economic growth reaccelerating after the energy crisis of the past couple of years. Within Asia, the outlook for Japan remains favourable as corporate reforms give rise to more shareholder-friendly actions, such as returning cash to shareholders and unwinding complex cross-ownership structures. Japan is close to ending its long-term deflation, which has been a problem for the country in recent decades. In the Portfolio Adviser's view, Japanese companies should continue to benefit from a weaker yen, and the Portfolio Adviser expects that companies should be able to set higher prices as the economy transitions to an inflationary environment.

The Portfolio Adviser continues to use a quantitative multi-variate stock selection strategy and optimized portfolio construction process in an effort to achieve long-term capital appreciation. The Fund's largest overweight allocations are in the consumer discretionary and industrials sectors. Within the consumer discretionary sector, the Portfolio Adviser favours companies in the homebuilding, automotive retail and automotive manufacturing sub-industries. Within the industrials sector, the Portfolio Adviser favours companies in the building products, industrial conglomerates and marine transportation sub-industries.

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 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 six-month period ended June 30, 2024 and 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	2019
Net Assets, Beginning of Period	15.65	15.02	16.01	14.63	14.92	15.00 [†]
Increase (Decrease) from Operations:						
Total Revenue	0.29	0.49	0.59	0.61	0.44	0.03
Total Expenses (excluding distributions)	(0.08)	(0.14)	(0.15)	(0.16)	(0.15)	(0.02)
Realized Gains (Losses) for the Period	(0.01)	0.12	(0.54)	0.30	0.22	0.00
Unrealized Gains (Losses) for the Period	1.31	0.66	(0.11)	0.95	0.74	(0.09)
Total Increase (Decrease) from Operations ²	1.51	1.13	(0.21)	1.70	1.25	(0.08)
Distributions:						
From Net Investment Income (excluding dividends)		(0.30)	(0.39)	(0.37)	(0.30)	0.00
From Dividends		(0.03)	(0.03)	(0.03)	(0.03)	0.00
From Capital Gains		0.00	0.00	(0.23)	(0.23)	0.00
Return of Capital		(0.09)	0.00	0.00	(0.06)	0.00
Total Annual Distributions ³	(0.21)	(0.42)	(0.42)	(0.63)	(0.62)	0.00
Net Assets, End of Period	17.17	15.65	15.02	16.01	14.63	14.92

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 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	2019
Notional Income Distribution	0.00	0.00	0.00	0.01	0.08	0.00
Notional Dividend Distribution	0.00	0.00	0.00	0.00	0.00	0.00
Notional Capital Gains Distribution	0.00	0.00	0.00	0.23	0.22	0.00
Notional Return of Capital Distribution	0.00	0.00	0.00	0.00	0.00	0.00

[†] Initial offering price.

Ratios and Supplemental Data

	2024	2023	2022	2021	2020	2019
Total Net Asset Value (\$000s) ¹	168,234	84,530	30,031	20,815	10,243	1,492
Number of Units Outstanding (000s) ¹	9,800	5,400	2,000	1,300	700	100
Management Expense Ratio (%) ²	0.45	0.45	0.45	0.45	0.45	0.40
Management Expense Ratio Before Waivers or Absorptions (%)	0.46	0.45	0.46	0.46	0.48	0.60
Trading Expense Ratio (%) ³	0.14	0.15	0.10	0.13	0.27	0.65
Portfolio Turnover Rate (%) ⁴	38.69	53.79	56.37	57.34	148.35	0.00
Net Asset Value per Unit (\$)	17.17	15.65	15.02	16.01	14.63	14.92
Closing Market Price (\$) [‡]	17.27	15.73	15.04	16.11	14.67	15.00

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 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.

[‡] 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	0.40	N/A	0.91	99.09

* 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.

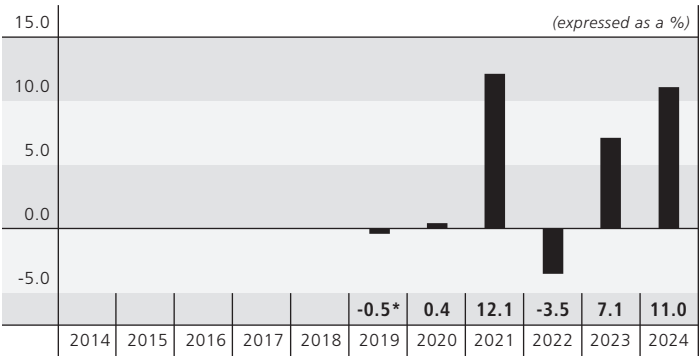
† Trustee, marketing services and other.

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 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
* From November 19, 2019 (commencement of operations) to December 31, 2019

Summary of Investment Portfolio

as at June 30, 2024

	% of Net Asset Value
PORTFOLIO ALLOCATION	
Industrials	19.8
Consumer Discretionary	19.4
Consumer Staples	14.3
Information Technology	10.7
Energy	10.1
Financials	8.2
Communication Services	6.3
Health Care	4.7
Materials	2.7
Utilities	2.5
Cash (Bank Overdraft)	0.8
Other Net Assets (Liabilities)	0.5
GEOGRAPHIC ALLOCATION	
United States	46.9
Japan	17.6
Canada	7.4
United Kingdom	3.2
Singapore	2.9
Netherlands	2.8
Switzerland	2.6
Hong Kong	2.6
Australia	2.5
Sweden	1.9
Other Countries	8.3
Cash (Bank Overdraft)	0.8
Other Net Assets (Liabilities)	0.5
TOTAL NET ASSET VALUE (000s)	
	\$ 168,234

	% of Net Asset Value
TOP 25 INVESTMENTS	
A.P. Moller – Maersk AS	1.6
Alphabet Inc.	1.5
Hitachi Limited	1.5
Novartis AG	1.5
NVIDIA Corporation	1.5
Singapore Airlines Limited	1.5
Apple Inc.	1.5
Loblaw Companies Limited	1.5
ENEOS Holdings Inc.	1.5
Tesco PLC	1.5
Carlisle Companies Inc.	1.5
Parkland Corporation	1.5
Securitas AB	1.5
Mazda Motor Corporation	1.5
PulteGroup Inc.	1.5
NVR Inc.	1.4
McKesson Corporation	1.4
Marathon Petroleum Corporation	1.4
Oversea-Chinese Banking Corporation Limited	1.4
O'Reilly Automotive Inc.	1.4
Williams-Sonoma Inc.	1.4
AutoZone Inc.	1.4
Cheniere Energy Inc.	1.4
Toppan Inc.	1.4
Deckers Outdoor Corporation	1.4
Total % of Net Asset Value represented by these holdings	36.6

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.

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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