

# TD Bank Group Statement on Anti-Corruption

The Toronto-Dominion Bank and its subsidiaries (collectively known as TD Bank Group or TD) are committed to conducting their affairs in compliance with all laws, regulations and guidelines applicable to its operations around the world and to the highest standards of ethics and professionalism.

Legislation in Canada and other jurisdictions where TD operates prohibits bribery and corruption activities. As such, TD implemented a Global Anti-Bribery and Anti-Corruption program (Global ABAC Program) applicable to TD's global footprint. The legislation and related guidance considered in our Global ABAC Program includes:

- Canada's Corruption of Foreign Public Officials Act and Criminal Code;
- The U.S. Foreign Corrupt Practices Act; and
- The U.K. Bribery Act.

The Global ABAC Program is part of Financial Crime Risk Management (FCRM) which sets clear requirements and minimum standards across the organization and utilizes a "three lines of defence" model to enable robust oversight and accountability for financial crime risks. The Global ABAC Program emphasizes strong independent oversight with clear accountabilities for, and ownership of, bribery and corruption risk within TD. The first line of defence owns, manages and monitors risks, implements and executes controls and processes defined by the second line. The second line establishes policies, standards, and guidance, oversees execution, and provides reporting to the Board of Directors. The third line, Internal Audit, independently assesses the effectiveness of policies, procedures, and controls, enabling remediation and transparent reporting to the Board of Directors.

TD has Enterprise and TD Group US Holdings LLC (TDGUS) Anti-Bribery and Anti-Corruption Policies (ABAC Policies), which are reviewed annually and approved by relevant committees of the Board of Directors.

Responsibility for the ABAC Policies resides with the Chief ABAC Officer.

Safeguarding TD's reputation and complying with applicable legal and regulatory requirements are the responsibilities of every TD employee. TD's Global ABAC Program incorporates the following elements:

1. Enterprise and TDGUS ABAC Policies and Standards establishing TD's zero tolerance for bribery and corruption, including the prohibition of facilitation payments;
2. Ongoing training for employees, directors and those who act on behalf of TD;
3. Internal controls, including but not limited to:
  - Pre-approval requirements and specific guidelines for gifts, travel and entertainment provided to or received from third parties;
  - Third-party (e.g., vendors and agents) due diligence; and
  - Employee screening;
4. Assessment of bribery and corruption risks;
5. Internal points of escalation, incident management and reporting, and a confidential whistleblower hotline;
6. A Code of Conduct and Ethics, with Anti-Bribery and Anti-Corruption stipulations, requiring an annual attestation by all eligible employees, third-party workers and directors; and
7. Independent testing and periodic review to assess the effectiveness of the Global ABAC Program.

The Global ABAC Program is routinely evaluated, and if appropriate, updated or revised in order to reflect changes to TD's business activities, as well as applicable legal requirements.

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