



2013 GRI Index

TD self-declares its corporate disclosure process to GRI Application Level B+ using the G3 version 3.1 guidelines. The GRI table has been checked by the Global Reporting Initiative and selected performance indicators were independently assured by Ernst & Young LLP, which allows us to submit the report at a B+ level (GRI checked). The results of Ernst & Young's assurance engagements are documented in their assurance statement.

Strategy and Analysis

Profile Disclosures

Disclosure	Description	Status
	Reference or Response	
1.1	<p>Statement from the most senior decision-maker of the organization.</p> <p>CEO's Message</p> <p>What does responsibility mean at TD?</p> <p>Since I took the helm in 2002, TD has gone through some remarkable changes while also weathering the financial crisis. We have doubled the number of employees, customers and retail locations, our market cap has grown from \$22 to \$88 billion and TD's brand is now ranked as the most valuable of all companies in Canada, and one of the most valuable in the world.</p> <p>Throughout all this growth - remaining accountable for our actions has been a key part of staying on course and delivering TD's business strategy. Our view has always been that if you stand up for your customers and the employees who serve them and stand by your communities - you will fulfil the best interest of shareholders. We've done that with programs such as TD Helps that has enabled more than 230,000 Canadians regain control of their finances through the economic challenges of the last seven years. In the U.S., our TD Cares program helped 500 federal employees stay financially afloat during the furlough of last Fall.</p>	Full Disclosure

We had bumps of our own in 2013, in the immediate aftermath of the Alberta and Ontario floods. The unprecedented severe weather events reminded us yet again how important it is to be there for our customers when they need us most. As always, the key is in the recovery. We listened and we learned from these experiences. Can we get better at what we do and how we do it? In all instances, we can - and we will.

Embedding responsibility is a continual process. We continue to embed corporate responsibility practices across our business to guide who we lend to, invest in and purchase from. In 2013, we implemented a Responsible Procurement Policy that improves our ability to select suppliers who demonstrate sound social and environmental practices.

Responsibility means being inclusive. I am proud of the progress we have made to be more inclusive, from our board of directors, through our leadership teams and at every level of the bank. We are by no means perfect, but diversity is now a clear business imperative. We see the value in building a diverse workforce, one that will keep TD competitive and relevant to the diverse populations we serve.

We have not been shy about this message of inclusion across all of TD's areas of focus. For example, ten years ago TD sponsored our first Pride festival. Now sponsoring 25 Pride events across North America, including World Pride in 2014, TD continues to demonstrate support to LGBT employees and customers.

Responsibility means strengthening communities. While it's typically the big numbers that get the attention - the \$75 million donated to organizations across North America and the U.K. - let's not forget the smaller numbers which highlight the true work of strengthening communities. The five TD volunteers who read books to children in London, Ontario, the 20 volunteers who helped at their community food bank in New Jersey, or the 28 volunteers who planted trees in Dartmouth, Nova Scotia. These are the stories, multiplied by the thousands that generate the real social impact that strengthens our local communities.

Responsibility means transparent reporting. TD has been carbon-neutral since 2010 and we are on track to achieve our 2015 goals of reducing emissions by 1 tonne per employee and reducing our paper consumption by 20%. Many of TD's environmental critics have said that being a green bank is less about the emissions from our own operations - and more about the impact of the companies we lend to and invest in. In this report, we have taken the bold step to disclose TD's financed emissions so that readers are more informed of the environmental impacts of our value chain. We have also increased transparency around our tax reporting - disclosing tax payments by country or region.

Responsibility means leadership. An organization should be stronger than when its leader first took the helm and we've worked hard to build a culture of leadership and develop capable successors who will continue to deliver on TD's strategy of long-term, sustainable growth. Great transitions involve change with continuity of the things that matter and I am confident we will see a continuity of what makes TD great. My successor, Bharat Masrani, has played a central role in key decisions that defined our bank over the years, and will continue to foster the things that matter at TD.

We are a vastly different organization - operating in a vastly different world - than we were just 10 years ago. It's hard to predict the social, environmental and economic challenges that the next 10 years will bring. But TD is up for the task. We will continue to play a key role in our communities and Build The Better Bank.

Ed Clark

Group President and Chief Executive Officer

1.2

Description of key impacts, risks, and opportunities.

Full Disclosure

In 2013, we assessed our material topics to be: Corporate Governance, Executive Compensation, Risk Management, Ethics and Integrity, Privacy, Security and Fraud, Customer Service and Convenience, Access to Banking, Financial Education, Employee Engagement, Diversity and Inclusion, Eco-efficiency, Responsible Financing, Changing Climate, Community Investment, Public Policy, Taxes and Sourcing. See page 14 in the CR report for more details of this assessment.

Environmental Risk

Environmental risk is the possibility of loss of strategic, financial, operational or reputational value resulting from the impact of environmental issues or concerns within the scope of short-term and long-term cycles.

Management of environmental risk is an enterprise-wide priority. Key environmental risks include:

1. direct risks associated with the ownership and operation of our business, which includes management and operation of company-owned or managed real estate, fleet, business operations and associated services;
2. indirect risks associated with the environmental performance or environmental events such as changing climate patterns that may impact our retail customers and of clients to whom TD provides financing or in which TD invests;
3. identification and management of emerging environmental regulatory issues; and
4. failure to understand and appropriately leverage environment-related trends to meet customer and consumer demands for products and services.

WHO MANAGES ENVIRONMENTAL RISK

The Executive Vice President Community, Environment and Chief Marketing Officer holds senior executive accountability for environmental management. The Executive Vice President is supported by the Chief Environment Officer who leads the Corporate Environmental Affairs team. The Corporate Environmental Affairs team is responsible for developing environmental strategy, setting environmental performance standards and targets, and reporting on performance. There is also an enterprise-wide Environmental Steering Committee (ESC) composed of senior executives from TD's main business segments and corporate functions. The ESC is responsible for approving environmental strategy and performance standards, and communicating these

throughout the business. TD's business segments are responsible for implementing the environmental strategy and managing associated risks within their units.

HOW WE MANAGE ENVIRONMENTAL RISK

We manage environmental risks within the Environmental Management System (EMS) which consists of three components: an Environmental Policy, an Environmental Management Framework and Environmental Procedures and Processes. Our EMS is consistent with the ISO 14001 international standard, which represents industry best practice.

- Our Environmental Policy reflects the global scope of TD's environmental activities. Within our Environmental Management Framework, we have identified a number of priority areas and have made voluntary commitments relating to these.
- Our environmental performance is publicly reported within our annual Corporate Responsibility Report. Performance is reported according to the Global Reporting Initiative (GRI) and is independently assured.
- TD's global operations maintained carbon neutral status in 2013. We continued to make progress in meeting our voluntary environmental commitments to 1) reduce our carbon emissions by 1 tonne/employee by 2015; and 2) reduce our North American paper usage by 20% by 2015 (relative to a 2010 baseline).
- During 2013, TD applied our Environmental and Social Credit Risk Management Procedures to credit and lending in the wholesale, commercial and retail businesses. These procedures include assessment of our clients' policies, procedures and performance on material environmental and related social issues, such as climate risk, biodiversity, water risk, stakeholder engagement and free, prior and informed consent of Aboriginal peoples. Within Wholesale Banking, sector specific guidelines have been developed for environmentally-sensitive sectors.
- TD has been a signatory to the Equator Principles since 2007 and reports on Equator Principle projects within our annual Corporate Responsibility Report.
- TDAM is a signatory to the United Nations Principles for Responsible Investment (UNPRI). Under the UNPRI, investors commit to incorporate environmental and social issues into investment analysis and decision making. TDAM applies its Sustainable Investing Policy across its operations. The Policy provides information on how TDAM is implementing the UNPRI.
- We proactively monitor and assess policy and legislative developments, and maintain an 'open door' approach with environmental and community organizations, industry associations and responsible investment organizations.

Profile Disclosures

Disclosure	Description	Status
	Reference or Response	
2.1	Name of the organization.	Full Disclosure
	TD Bank Group	
2.2	Primary brands, products, and/or services.	Full Disclosure
	<p>The Toronto-Dominion Bank and its subsidiaries are collectively known as TD Bank Group (TD). TD offers a full range of financial products and services to approximately 22 million customers worldwide through four key business lines:</p> <ul style="list-style-type: none"> • Canadian Personal and Commercial Banking including TD Canada Trust and TD Auto Finance Canada • Wealth and Insurance including TD Wealth, an investment in TD Ameritrade, and TD Insurance • Wholesale Banking including TD Securities • U.S. Personal and Commercial Banking including TD Bank, America's Most Convenient Bank and TD Auto Finance U.S. <p>Further information on the products and services offered by each business line can be found in the Annual Report pages 22-38</p>	
2.3	Operational structure of the organization, including main divisions, operating companies, subsidiaries, and joint ventures.	Full Disclosure
	<p>TD's Corporate Profile TD's Principal Subsidiaries (PDF)</p>	
2.4	Location of organization's headquarters.	Full Disclosure
	Toronto, Ontario, Canada	
2.5	Number of countries where the organization operates, and names of countries with either major operations or that are specifically relevant to the sustainability issues covered in the report.	Full Disclosure



2.6	Nature of ownership and legal form.	Full Disclosure
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The Toronto-Dominion Bank is a chartered bank subject to the provisions of the Bank Act (Canada). It was formed on February 1, 1955 through the amalgamation of The Bank of Toronto, chartered in 1855, and The Dominion Bank, chartered in 1869. The Toronto-Dominion Bank trades on the Toronto and New York stock exchanges under the symbol "TD".

2.7	Markets served (including geographic breakdown, sectors served, and types of customers/beneficiaries).	Full Disclosure
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TD is the sixth largest bank in North America by branches, serving approximately 22 million customers in four key businesses across the globe.

Canadian Personal and Commercial Banking
TD Canada Trust offers personal and business banking to more than 12 million customers through a wide range of products and services, from chequing and savings accounts to credit cards, mortgages, business banking, credit protection and everyday financial advice.

TD Canada Trust makes banking more comfortable for its customers through award-winning service via 24/7 mobile, online and telephone banking, and a network of more than 2,600 ATMs. Convenient hours in over 1,100 branches help TD Canada Trust serve its customers better.

TD Auto Finance Canada is a leading financial solutions provider offering flexible financing options for customers making automotive, recreational vehicle, Powersports and Marine purchases. Through a nationwide network of dealers, TD Auto Finance Canada offers auto financing products to customers with consistent, reliable and responsive service.

TD Wealth and TD Insurance
TD Waterhouse Discount Brokerage, a division of TD Waterhouse Canada Inc., provides global online investing, advice, private client services and asset

management to a large and diverse institutional and retail client base.

TD Ameritrade provides investing and trading services for nearly six million client accounts that total more than \$400 billion in assets, and custodial services for more than 4,000 independent registered investment advisors. On average, its clients place approximately 400,000 trades each day.

TD Insurance is the largest direct-response home and auto insurance groups and one of the top three personal home and auto insurance groups in Canada. Working in two sectors - general insurance and life and health insurance - TD Insurance helps protect clients through a wide range of products including credit protection, auto, home, health, life, and travel insurance. TD Insurance authorized products and services are available through more than 1,100 TD Canada Trust branches, online and over the phone.

U.S. Personal and Commercial Banking

TD Bank, America's Most Convenient Bank® is one of the 10 largest banks in the U.S., providing customers with a full range of financial products and services at more than 1,300 convenient locations and thousands of ATMs from Maine to Florida. TD Bank offers retail products and services to its clients in addition to investing services through TD Wealth.

TD Auto Finance U.S. is a competitive U.S. auto financing company focused on providing its customers with a personal, worry-free and easy automotive finance experience. Clients can depend on TD Auto Finance for stability and reliability; a financing partner that will always be there to meet the needs of its customers.

Wholesale Banking

TD Securities offers a wide range of capital market products and services to corporate, government and institutional clients who choose TD for its knowledge, innovation and experience. More than 3,500 employees in 13 offices around the world provide services in the key areas of finance including investment and corporate banking, capital markets, interest rate, currency and derivative products and commodities. Trading expertise and street-level market intelligence are employed to consistently deliver value for our clients.

Further details of markets served can be found in the [Annual Report](#) pages 22-27.

2.8

Scale of the reporting organization.

Full Disclosure

As at October, 31 2013, TD is the sixth largest bank in North America by branches, serving approximately 22 million customers in four key businesses across the globe. TD also ranks among the world's leading online financial services firms, with approximately 8 million active online and mobile customers.

At the end of the 2013 fiscal year, TD reported over CDN\$7.1 billion in adjusted net income, CDN\$862.5 billion in assets, 78,896 full-time equivalent employees, maintained over 2,300 branches and stores in Canada and the U.S. TD operates internationally through our offices in the Americas, Europe and Asia-Pacific. Further information: [AR](#): p22-38

2.9	Significant changes during the reporting period regarding size, structure, or ownership.	Full Disclosure
<p>Significant events in 2013 included:</p> <ul style="list-style-type: none"> • Acquisition of Target Corporation's U.S. Credit Card Portfolio • Acquisition of Epoch Investment Partners, Inc. • Sale of TD Waterhouse Institutional Services • Agreement with Aeroplan Inc. and Acquisition of certain CIBC Aeroplan Credit Card Accounts <p>Details of these events can be found in the AR pages 11-12</p>		
2.10	Awards received in the reporting period.	Full Disclosure
<p>Awards</p>		



Report Parameters

Profile Disclosures

Disclosure	Description	Status
Reference or Response		
3.1	Reporting period (e.g., fiscal/calendar year) for information provided. November 1, 2012 to October 31, 2013.	Full Disclosure
3.2	Date of most recent previous report (if any). 2012 Corporate Responsibility Report	Full Disclosure
3.3	Reporting cycle (annual, biennial, etc.) Our reporting cycle is Annual.	Full Disclosure

3.4	Contact point for questions regarding the report or its contents.	Full Disclosure
<p>Email address for questions about our corporate responsibility activities and performance: crreport@td.com</p>		
3.5	Process for defining report content.	Full Disclosure
<p>Each year we conduct a formal materiality analysis to identify, prioritize and validate the evolving material issues we face. This process involves research, media scans, stakeholder consultations and internal sustainability discussions which lead to the filtering and defining of our material topics. This annual "radar" helps us track stakeholder interests and concerns and identify new issues as they emerge. The findings drive our corporate responsibility strategy and the information we provide in this report. Report contents are aligned to material topics as identified by key stakeholders.</p> <p>There are many environmental, social and governance issues that demand our attention. But we give more weight to those risks or opportunities that:</p> <ul style="list-style-type: none"> • Directly relate to TD's core business; • Are stated priorities for our stakeholders; and, • Are areas that we have an impact on and where we can effect change. <p>TD's primary stakeholders include customers, employees, shareholder/investors and government regulators. Our secondary stakeholders include community organizations, industry associations, suppliers and non-governmental organizations. Please refer to the engaging stakeholders chart on page 9 of the CR Report for the ways we listen to stakeholders and the frequency of engagement.</p> <p>More Information: Engaging Stakeholders: CR Report page 9. Material Topics: CR Report page 14. Overview of TD's Materiality Process (PDF)</p>		
3.6	Boundary of the report (e.g., countries, divisions, subsidiaries, leased facilities, joint ventures, suppliers). See GRI Boundary Protocol for further guidance.	Full Disclosure
<p>This report presents the material issues and impacts of our activities during the fiscal year ending October 31, 2013, and provides a three to five-year performance trend where possible. Reports from previous years are available online: www.td.com/responsibility</p> <p>The scope of this report encompasses all of TD's wholly owned operations and activities which are organized around the following operating business segments: Banking, Wealth, Insurance and Securities. TD Ameritrade is excluded</p>		

	the scope and boundaries of our corporate responsibility reporting, as it is not a wholly owned subsidiary.	
3.7	State any specific limitations on the scope or boundary of the report (see completeness principle for explanation of scope).	Full Disclosure
	Exclusions are noted through footnote disclosure throughout the report.	
3.8	Basis for reporting on joint ventures, subsidiaries, leased facilities, outsourced operations, and other entities that can significantly affect comparability from period to period and/or between organizations.	Full Disclosure
	The scope of this report encompasses all of TD's wholly owned operations and activities which are organized around the following operating business segments: Banking, Wealth, Insurance and Securities. TD's Principal Subsidiaries (PDF)	
3.9	Data measurement techniques and the bases of calculations, including assumptions and techniques underlying estimations applied to the compilation of the Indicators and other information in the report. Explain any decisions not to apply, or to substantially diverge from, the GRI Indicator Protocols.	Full Disclosure
	This report has been prepared in accordance with the G3 Global Reporting Initiative (GRI) Guidelines version 3.1 including the GRI's Financial Services Sector Supplement. These guidelines ensure the credibility and quality of sustainability reporting across all industries and sectors. Information on data measurement, calculations and assumptions are listed in the footnotes.	
3.10	Explanation of the effect of any re-statements of information provided in earlier reports, and the reasons for such re-statement (e.g., mergers/acquisitions, change of base years/periods, nature of business, measurement methods).	Full Disclosure
	All restatements are provided in the footnotes and impact our paper reporting.	
3.11	Significant changes from previous reporting periods in the scope, boundary, or measurement methods applied in the report.	Full Disclosure

	There are no significant changes from the previous reporting period.	
3.12	Table identifying the location of the Standard Disclosures in the report.	Full Disclosure
	GRI Index	
3.13	Policy and current practice with regard to seeking external assurance for the report.	Full Disclosure
	<p>Selected performance indicators were independently assured by Ernst & Young LLP. Ernst & Young performed a limited and reasonable assurance engagement for a selection of TD's performance indicators and TD's greenhouse gas emissions and Carbon Neutral Schedule. Facts and figures over which Ernst & Young provided limited level of assurance are identified with the symbol  . Facts and figures over which Ernst & Young provided reasonable level of assurance are identified with the symbol  . The results of Ernst & Young's assurance engagements are documented in their assurance statements.</p> <p>Ernst & Young Assurance Statement, CR Report page 112.</p>	

Governance Engagement

Profile Disclosures

Disclosure	Description	Status
	Reference or Response	
4.1	<p>Governance structure of the organization, including committees under the highest governance body responsible for specific tasks, such as setting strategy or organizational oversight.</p> <p>The Board of Directors and the management of TD are committed to leadership in corporate governance. We have designed our corporate governance policies and practices to be sure we are focused on our responsibilities to our shareholders and on creating long term shareholder value. The Board is responsible for setting the tone at the top for a culture of integrity and compliance throughout the bank.</p> <p>TD has four committees of the Board of Directors. They are the Corporate Governance Committee, the Human Resources Committee, the Risk Committee and the Audit Committee. Each committee operates under a written charter that</p>	Full Disclosure

	sets out its responsibilities and composition requirements. All committee members are directors who are independent under the Bank's Director Independence Policy. Reports of each committee are contained in our latest proxy circular .	
4.2	Indicate whether the Chair of the highest governance body is also an executive officer.	Full Disclosure
	The Chairman of the Board and the Chief Executive Officer of TD Bank are separate roles.	
4.3	For organizations that have a unitary board structure, state the number and gender of members of the highest governance body that are independent and/or non-executive members.	Full Disclosure
	<p>The board believes that to be effective it needs to operate independently of management. This means that a large majority of the board and all committee members are not part of management and do not have relationships with the bank that would make them personally beholden to the bank and consequently interfere with the exercise of their independent judgment. For 2013, over 92% of our directors are considered independent. Please refer to our website for more information on how we determine director independence.</p> <p>Our total board size is 13 members.</p> <p>% of female directors: 37.5% % of visible minority directors: 7.1% % of independent directors: Over 92% (As of October 31, 2013.)</p>	
4.4	Mechanisms for shareholders and employees to provide recommendations or direction to the highest governance body.	Full Disclosure
	<p>Shareholders and employees and other interested parties may communicate with the Board of Directors through the Chairman of the Board,</p> <p>By mail to: Mr. Brian M. Levitt Chairman of the Board The Toronto-Dominion Bank P.O. Box 1, Toronto-Dominion Centre Toronto, Ontario M5K 1A2 By e-mail c/o TD Shareholder Relations to tdshinfo@td.com</p>	
4.5	Linkage between compensation for members of the highest governance body, senior managers, and executives	Full Disclosure

(including departure arrangements), and the organization's performance (including social and environmental performance).

TD has a balanced approach to executive compensation that is intended to attract, retain, and motivate high-performing executives to create sustainable value for shareholders over the long term.

Our Proxy Circular outlines the six key compensation principles we follow and provides detailed disclosure of our approach including how compensation is aligned with performance over time. A key part of our approach is to defer a significant portion of the compensation awarded to our executives and many other employees. This deferred compensation vests at the end of a minimum of three years, is tied to the bank's share price, and promotes decision-making that is in the best long-term interests of the bank and its stakeholders.

Please review the 2014 [Proxy Circular](#) for full details on executive compensation, starting on page 31.

Compensation is designed to be fair and without discrimination, and we regularly conduct market research to ensure that it is competitive in the markets in which we compete. The majority of employees receive a base salary and an incentive compensation award. Typically, incentive compensation is based on a combination of financial and non-financial measures. For the majority of employees and executives, non-financial measures include Customer Experience Index and Customer WOW! Index results. Individual incentive compensation awards are also based on individual performance, again evaluated on both financial and non-financial measures.

4.6

Processes in place for the highest governance body to ensure conflicts of interest are avoided.

Full Disclosure

Directors may not be eligible to stand for election if they have a potential or actual conflict of interest that is incompatible with service as a director.

It is the responsibility of a director to submit a report to the corporate governance committee whenever there is a conflict of interest or potential conflict of interest between him or her and the bank, and the committee may obtain additional information where it deems appropriate. The committee will determine an appropriate course of action for the director, always with a view to the best interests of the bank. Should a conflict become incompatible with service as a director, the director must offer his or her resignation.

Further information: [PC](#) page 72

4.7

Process for determining the composition, qualifications, and expertise of the members of the highest governance body and its committees, including any consideration of gender and other indicators of diversity.

Full Disclosure

The corporate governance committee determines the skills, qualities and backgrounds the board needs to fulfill its many responsibilities and mandates with a view to diverse representation on the board. It monitors board and committee composition and regularly reviews succession plans for the board, chairman of the board, and committee chairs while keeping future director recruitment needs in mind. This committee also regularly assesses existing directors' skill and experience competencies in light of the opportunities and risks facing the bank. It seeks candidates to fill any gaps in the competencies of board members, while also considering candidate attributes and perspectives, and rigorously assesses a candidate's ability to make a valuable contribution to the board.

With a view to recruiting needs, the corporate governance committee uses a skills/experience matrix as a tool to identify any gaps in the competencies considered most relevant to the needs of the board, being:

- Senior Executive/Strategic Leadership
- Financial Services
- Risk Management
- Talent Management & Executive Compensation
- Audit/Accounting
- Capital Markets/Treasury
- Corporate Responsibility
- Governance
- Government/Public Affairs
- Legal/Regulatory
- Marketing/Brand Awareness
- Technology
- Other Board Experience

Directors annually self-assess their skills and experiences against these competencies. Key areas of expertise/experience for each director nominee are listed in the charts under the Director Nominees section of this circular. The committee reviews the matrix annually to confirm that it continues to reflect the most relevant skill and experience competencies.

Further information: [PC](#) page 72-73

4.8

Internally developed statements of mission or values, codes of conduct, and principles relevant to economic, environmental, and social performance and the status of their implementation.

Full Disclosure

The TD Framework outlines our vision, mission and strategy, along with our Guiding Principles and expectations of leaders. It outlines in a simple way who we are, what we stand for and how we get things done. It's easy for employees to understand and incorporate in their day-to-day work. Most importantly, it applies

to everyone at TD - no matter what business, level or location.

The **Guiding Principles** are our most important values that help to guide the way we run our business. We use these seven principles as the basis for all bank activities.

Our **Leadership Profile** describes what we expect of our leaders. Great leadership is essential - it's what differentiates successful organizations. We may not get it right all the time, but every leader - and aspiring leader - at TD is expected to strive to live by this profile every day.

Ethics and Integrity

TD's **Code of Conduct** provides a framework for how we interact with one another, our shareholders, customers, communities, suppliers and competitors. Employees understand clearly that any irregular business conduct, including bribery, corruption or insider trading, will not be tolerated.

Please refer to the scorecards throughout the CR Report for the status of implementation of these codes and standards.

4.9

Procedures of the highest governance body for overseeing the organization's identification and management of economic, environmental, and social performance, including relevant risks and opportunities, and adherence or compliance with internationally agreed standards, codes of conduct, and principles.

Full Disclosure

Corporate responsibility is a key part of TD's strategy and is managed within a framework of internal control, governance and risk-management processes.

The Corporate Governance Committee oversees TD Bank Group's Corporate Responsibility Strategy and performance. Each year, the Committee reviews and assesses the draft Corporate Responsibility Report and Public Accountability Statement. The Corporate Responsibility team keeps the Committee informed of international trends and best practices in corporate disclosure of non-financial performance.

Group President and Chief Executive Officer Ed Clark has primary responsibility for ensuring TD acts as an exemplary corporate citizen.

The Corporate Citizenship Council is a senior executive committee that represents business group heads from Human Resources, Compliance, Marketing, Wealth Management, Insurance, Retail Banking, and Corporate Communications. Meeting four times a year, the council is tasked with providing input on TD's Corporate Responsibility Strategy, assessing our performance and looking ahead to emerging environmental and social issues that may have an impact on TD and our stakeholders.

The Corporate Responsibility Steering Committee operates at the vice-president level and includes representation from TD Environment, Community Relations, Diversity, Marketing, Supply Chain, Human Resources, Retail Banking,

Investor Relations, TD Economics, and Communications. The role and function of this committee are to contribute to the ongoing development of TD's Corporate Responsibility Strategy and program improvements.

More Information:

- [Environmental Governance](#)
- [Diversity Governance](#)

4.10

Processes for evaluating the highest governance body's own performance, particularly with respect to economic, environmental, and social performance.

Full Disclosure

Each year the Committees of the Board review their charters to satisfy themselves that they meet or exceed regulatory and shareholder expectations and are operating effectively. The corporate governance committee reviews changes which are then approved by the board. Each committee establishes annual objectives or key goals as a focus for its core responsibilities and activities, and to help prioritize the committee's time and effort throughout the year. The committees measure progress against their objectives throughout the year.

The Corporate Governance Committee has oversight of the TD's corporate responsibility strategy and performance. The following responsibilities are included in the committee charter:

- reviewing and assessing the Bank's corporate responsibility strategy and reporting, including monitoring its environmental and social performance; and,
- keeping abreast of international trends and best practices in corporate disclosure of non-financial performance and updating the Board on social and environmental issues, as necessary.

More information

- [Board Charters](#)
- [Board Assessments](#)

4.11

Explanation of whether and how the precautionary approach or principle is addressed by the organization.

Full Disclosure

Managing Risk

TD's CEO and Senior Executive Team set the tone for TD's Risk Appetite, which helps determine our missions, vision and guiding principles. These governing objectives guide TD's risk culture where the only risks taken are those that can be understood and managed. Through our Enterprise Risk Framework and our Risk Appetite Statement, our shareholders and employees can have a common understanding of how we manage risk.

We take risks required to build our business, but only if those risks:

1. Fit our business strategy, and can be understood and managed;
2. Do not expose the enterprise to any significant single loss events; we don't "bet the bank" on any single acquisition, business or product; and
3. Do not risk harming the TD brand.

More information: [AR](#) pages p70-75

- During 2013, TD applied our [Environmental and Social Credit Risk Management Procedures](#) to credit and lending in the wholesale, commercial and retail businesses. These procedures include assessment of our clients' policies, procedures and performance on material environmental and related social issues, such as climate risk, biodiversity, water risk, stakeholder engagement and free, prior and informed consent of Aboriginal peoples. Within Wholesale Banking, sector specific guidelines have been developed for environmentally-sensitive sectors.
- TD has been a signatory to the Equator Principles since 2007 and reports on Equator Principle projects within our annual Corporate Responsibility Report.
- TDAM is a signatory to the United Nations Principles for Responsible Investment (UNPRI). Under the UNPRI, investors commit to incorporate environmental and social issues into investment analysis and decision making. TDAM applies its Sustainable Investing Policy across its operations. The Policy provides information on how TDAM is implementing the UNPRI.
- We proactively monitor and assess policy and legislative developments, and maintain an 'open door' approach with environmental and community organizations, industry associations and responsible investment organizations.

Business Continuity

TD's Business Continuity Management (BCM) Group manages operational risk at TD and routinely undertakes scenario testing and simulations to assess the potential impact of a range of natural events such as hurricanes, earthquakes, tornadoes, flooding and severe weather. We assess the impact on TD assets, clients, employees and our overall ability to continue conducting business. In 2013, our BCM Group began broadening and deepening its understanding of natural events directly affected by climate change and their potential impact on our business.

4.12

Externally developed economic, environmental, and social charters, principles, or other initiatives to which the organization subscribes or endorses.

Full Disclosure

- United Nations Principles for Responsible Investing
- Equator Principles
- Principles of Free, Prior and Informed Consent
- Universal Declaration of Human Rights
- Leadership in Energy and Environmental Design (LEED)

4.13	<p>Memberships in associations (such as industry associations) and/or national/international advocacy organizations in which the organization:</p> <ul style="list-style-type: none"> • Has positions in governance bodies; • Participates in projects or committees; • Provides substantive funding beyond routine membership dues; or, • Views membership as strategic. 	Full Disclosure
	<p><u>Memberships and Affiliations</u></p>	
4.14	<p>List of stakeholder groups engaged by the organization.</p>	Full Disclosure
4.15	<p>Basis for identification and selection of stakeholders with whom to engage.</p> <p>Each year we conduct a formal materiality analysis to identify, prioritize and validate the evolving material issues we face. This process involves research, media scans, stakeholder consultations and internal sustainability discussions which lead to the filtering and defining of our material topics.</p> <p>TD's Stakeholder Panel was facilitated by an independent consultant from Solstice Sustainability Works, who brought together a group of external stakeholders to provide feedback on TD's 2012 Corporate Responsibility Report, validate the proposed material topics for 2013 and help shape and improve TD's approach. Each panelist was chosen as representative for their stakeholder group (e.g., Customer, NGO, Investor etc) and based on the individual's background and experience in sustainability.</p> <p>Our annual materiality process helps us track stakeholder interests and concerns and identify new issues as they emerge. The findings drive our corporate responsibility strategy and the information we provide in this report.</p> <p>More Information: CR Report pages 11 and 14</p> <p><u>2013 Stakeholder Panel Full Report (PDF)</u></p>	Full Disclosure
4.16	<p>Approaches to stakeholder engagement, including</p>	Full Disclosure

	frequency of engagement by type and by stakeholder group.	
	Stakeholder Engagement Chart, CR Report page 9	
4.17	Key topics and concerns that have been raised through stakeholder engagement, and how the organization has responded to those key topics and concerns, including through its reporting.	Full Disclosure
	<p>In 2013, we assessed our material topics to be: Corporate Governance, Executive Compensation, Risk Management, Ethics and Integrity, Privacy, Security and Fraud, Customer Service and Convenience, Access to Banking, Financial Education, Employee Engagement, Diversity and Inclusion, Eco-efficiency, Responsible Financing, Changing Climate, Community Investment, Public Policy, Taxes and Sourcing.</p> <p>An overview of key issues and TD's response can be found on page 12-13 of our 2013 CR Report.</p> <p>Stakeholder Panel Full Report (PDF)</p>	

Economic performance

Performance Indicators

Disclosure	Description	Status
	Reference or Response	
DMA	<p>Economic</p> <p>TD's strategy is to produce long-term, profitable growth by building great franchises and delivering value to our Customers, Shareholders and Communities. We aim to build a company that will deliver shareholder value over the long term and leave a sustainable organization for the future. We are mindful that TD can only be as successful as the communities in which we operate, and that brings a particular responsibility to help strengthen those communities.</p> <p>As a major employer, purchaser, taxpayer and financial services provider, TD's role in the economy is extensive. The most direct contribution comes through maintaining a strong business with solid earnings, which allows us to pay employees and suppliers, contribute taxes to government revenues and provide dividends to our shareholders.</p>	

More information:

- Economic performance: Financial Results Overview, [AR](#) pages 12-13
- Market presence: [AR](#) pages 22-24
- Indirect economic impacts: TD's economic contribution, CR page 94

EC 1

Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings, and payments to capital providers and governments.

Full Disclosure

The global numbers above help tell the story of TD Bank Group's direct value, but we wanted to explore TD's indirect contribution to the economy. As our methodology is based on modeling from Statistics Canada, the analysis below refers only to Canada.

Analysis from TD Economics:

TD helps support the Canadian economy and job market through direct and indirect channels. The direct channels reflect TD's actual hiring and spending. TD pumped \$5.7 billion into the economy via its purchases of goods and services. If part-time positions are combined into their full-time equivalent, TD employed a total of 57,000 Canadians and paid \$7.6 billion in salaries and benefits. TD also provided shareholders with \$2.6 billion in cash dividends.

TD also positively contributes to the Canadian economy through indirect channels. First, part of the salaries and dividends gets spent within Canada, generating demand for Canadian businesses. TD's spending also generated knock-on effects, which would have led to increased economic activity and hiring among other industries.

Over all, it is estimated that in 2013 TD helped support a total of 109,587 full-time equivalent jobs and generated \$12.3 billion in economic activity within Canada, both directly and indirectly.

Sources: TD Bank Group 2013 Annual Report and Statistics Canada.

EC 2

Financial implications and other risks and opportunities for the organization's activities due to climate change.

Full Disclosure

Business Continuity

TD's Business Continuity Management (BCM) Group manages operational risk at TD and routinely undertakes scenario testing and simulations to assess the potential impact of a range of natural events such as hurricanes, earthquakes, tornadoes, flooding and severe weather. We assess the impact on TD assets, clients, employees and our overall ability to continue conducting business. In 2013, our BCM Group began broadening and deepening its understanding of natural events directly affected by climate change and their potential impact on our business.

Understanding the Impacts of a Changing Climate

Weather-related impacts vary in nature and potential significance across North America by region. TD Insurance is involved in a number of industry initiatives aimed at helping us understand the potential impacts on our customers and on our own facilities. Examples of specific activities include:

- The Insurance Bureau of Canada Adaptation to Climate Change Committee;
- Membership and participation in the Advisory Committee of the Institute for Catastrophic Loss Reduction;
- Sponsorship of and membership on of the board of the Alberta Severe Weather Management Society (Alberta hail seeding); and
- Our sponsorship of the Atmospheric and Environmental Research (AER) Emerging Risk research program.

Assessment of Carbon and Water Risk

As a carbon-neutral bank, we understand and manage our impacts and activities relating to climate change. We track the exposure of our financing activities by assessing the carbon and water sensitivity of our lending portfolio and undertaking management planning to protect the continuity of our business operations from climate-related crises.

Environmental Sensitivity Risk by Sector		
	Carbon-related risk	Water-related risk
Low Risk	Residential & personal, residential real estate, financial, government & public sector, professional services, health & social services, media, entertainment, retail, telecommunications	
Moderate Risk	Non-residential real estate, agriculture, automotive, food & beverage, industrial construction, manufacturing, transportation	Non-residential real estate, automotive, chemical, industrial construction, manufacturing
High Risk	Chemical, forestry, mining, oil & gas, pipelines, power & utilities	Agriculture, food & beverage, forestry, metals & mining, pipelines, oil & gas, power & utilities

Carbon-Related Risk

We define carbon risk as risk driven by changes in carbon-related regulation, resource constraints and the changing climate within our financing activities to carbon-intensive industries.

Water-Related Risk

We define water-related risk based on the potential economic and environmental impacts of changing patterns of precipitation and of exposure to flooding, drought or extreme storm events caused by climate change. We track our exposure to sectors that are water-sensitive.

<p>EC 3</p>	<p>Coverage of the organization's defined benefit plan obligations.</p>	<p>Full Disclosure</p>
<p>TD's benefit programs aim to ensure that our employees have a comprehensive safety net of essential protection in the event of death, disability or a serious illness and to help them provide for their retirement. Employees can choose from a broad range of benefits, savings and wellness programs, which vary by country, to meet their needs and those of their immediate dependents. TD's retirement programs ensure every employee will have a retirement income.</p> <p>Overview of TD's Benefit Programs (PDF)</p>		
<p>EC 4</p>	<p>Significant financial assistance received from government.</p>	<p>Full Disclosure</p>
<p>Our ongoing objective is to make sure that TD businesses are taking on only risks they understand and can manage. And because of our disciplined approach to risk management, TD is one of the few global financial institutions that has not required significant financial government assistance.</p>		
<p>EC 5</p>	<p>Range of ratios of standard entry level wage by gender compared to local minimum wage at significant locations of operation.</p>	<p>Not reported</p>
<p>EC 6</p>	<p>Policy, practices, and proportion of spending on locally-based suppliers at significant locations of operation.</p>	<p>Full Disclosure</p>
<p>In November 2012, we implemented a new Responsible Procurement Policy that embeds a wide range of sustainability criteria into TD's sourcing practices and decisions. The new policy describes the human rights, ethical and environmental criteria and performance standards that our suppliers must meet. Prospective suppliers, involved in a sourcing initiative, are required to complete a questionnaire that encompasses their:</p> <ul style="list-style-type: none"> • Corporate responsibility performance; • Health and safety record; • Human rights and labour practices, including child or forced labour; • Diversity and inclusion efforts; • Code of conduct, ethics and anti-bribery/anti-corruption practices; and • Environmental sustainability efforts. <p>+ Responsible Procurement Policy Summary (PDF)</p> <p>In 2013, TD procured \$5.7 billion on goods and services. Over 99% of our expenditure is with suppliers based in North America.</p> <p>More information</p>		

	Sourcing, CR Report pages 99-101.	
EC 7	Procedures for local hiring and proportion of senior management hired from the local community at significant locations of operation.	Partial Disclosure
	The large majority of TD's employees are hired from the local population. When the opportunity or need arises, relocation of employees from other geographies typically occurs at the executive level. While we don't have specific policies about local hiring of employees or management, we do strive to make our branches and workforce reflect the communities we serve.	
EC 8	Development and impact of infrastructure investments and services provided primarily for public benefit through commercial, in-kind, or pro bono engagement.	Not reported
EC 9	Understanding and describing significant indirect economic impacts, including the extent of impacts.	Not reported

Labour Practices

Social Performance

Disclosure	Description	Status
	Reference or Response	
DMA	<p>As a responsible employer, we work hard to create a workplace culture in which our employees feel inspired, valued, healthy and safe.</p> <p>Employee Engagement: We aim to employ a highly engaged workforce. TD's business model - to provide legendary customer service - fully relies on having engaged and well-trained employees to deliver the customer experience we strive for. One of our strategic business goals is to differentiate TD as a "best employer", which we measure through our employee engagement score, voluntary turnover rates and external recognition from ranking organizations.</p> <p>Diversity at TD: We aim to be inclusive, to create a workplace where all employees are hired and promoted on merit, where they feel comfortable being their authentic selves and where they have equal opportunities to fulfill their potential. The Diversity Leadership Council oversees diversity and inclusion across TD. The Council is supported by a 300+ strong network of active subcommittees and regional councils, a Corporate Diversity Office and diversity policy and management systems. Our diversity strategy also includes training, internal mentoring programs and resource groups run by and available to all employees.</p>	

Labour Code and Human Rights

TD adheres to, and in many cases exceeds, all applicable labour laws and standards in every country where we operate. We have developed our own policies, guidelines and procedures to protect and promote human rights throughout our operations. Our Harassment, Discrimination and Violence in the Workplace Policy articulates our commitment to providing a work environment free from any form of harassment and unlawful discrimination.

Health and Safety

Employee health, safety and wellness are paramount to TD. We have a wide range of programs and processes to help prevent accidents and injuries in our day-to-day operations, including best-practice ergonomic standards in design and refurbishments, Health and Safety (H&S) Representatives, a dedicated H&S intranet resource and mandatory health & safety training for Canadian managers. Our focus is on mitigating safety risks relevant to our business, which primarily include: slips, trips and falls; ergonomics (e.g., repetitive strains); and injuries related to lifting.

We also promote general health and wellness by providing opportunities for employees to assess, manage and improve their physical and mental well-being. For example, we offer a robust health benefits program; a variety of flexible work options, from job sharing and compressed schedules to gradual back-to-work transitions; and an employee assistance program, which provides third-party counselling to help deal with a wide range of life events.

Training and Education

We encourage employees to take ownership of their careers and offer help in the form of a broad range of tools and support, including:

- Career coaching;
- Group, peer and individual mentoring programs;
- Over 1,000 internal training courses through classroom and virtual learning; and
- A dedicated Career Month, with in-person and virtual events educating employees about career planning resources and required skills for various business lines.

LA 1

Total workforce by employment type, employment contract, and region, broken down by gender.

Partial Disclosure

[TD's Workforce Profile \(PDF\)](#)

LA 2

Total number and rate of new employee hires and employee turnover by age group, gender, and region.

Partial Disclosure

Employee Turnover

TD's average global turnover for 2013 is 19.17%, slightly down from 19.26% in 2012. We know that U.S. turnover rates are an area of concern reducing voluntary turnover is a priority for our U.S. business for 2014 and 2015. While U.S. turnover rates will always be higher than in Canada (largely due to more competition for talent) we recognize a pressing need to retain employees. Among several approaches, we continue to compare our

compensation to the marketplace and look for ways to provide more development opportunities in retail banking so that employees choose to build their careers at TD.

Performance Trends: Employee Turnover		2013	2012	2011
Average turnover rate for TD Bank Group		19.17 %	19.26 %	
Canada ¹	Voluntary ²	8.74 %	8.97 %	8.60 %
Involuntary ³		3.6 %	3.78 %	3.30 %
Retirement		1.16 %	1.27 %	1.10 %
TOTAL		13.5 % ✓	14.02 % ✓	13.00 % ✓
U.S. ⁴	Voluntary ²	22.12 %	20.97 %	17.60 % ³
Involuntary ³		8.75 %	9.00 %	8.40 % ³
Retirement		0.67 %	0.52 %	0.40 % ³
TOTAL		31.54 % ✓	31.43 % ✓	26.42 % ³ ✓

Annual turnover by age and gender - Canada

The results show that turnover continues to be higher among our younger employees, which likely reflects the number of part-time employees who work in our branches while also pursuing post-secondary education. Our internal TD Pulse results in both the U.S. and Canada indicate that the level of engagement of employees is consistent across all age groups.

Employee Turnover by Age and Gender (Canada only)						
	Female	Male	< 30 Yr.	30 - 50 Yr.	> 50 Yr.	Total
2011	11.79 % ✓	14.78 % ✓	19.72 % ✓	9.23 % ✓	10.23 % ✓	12.86 % ✓
2012	12.8 % ✓	16.12 % ✓	21.45 % ✓	9.94 % ✓	12.21 % ✓	14.02 % ✓
2013	12.66 % ✓	14.91 % ✓	20.75 % ✓	9.85 % ✓	11.23 % ✓	13.5 % ✓

LA 3	Benefits provided to full-time employees that are not provided to temporary or part-time employees, by major operations.	Full Disclosure
	Summary of Benefit Programs (PDF)	
LA 4	Percentage of employees covered by collective bargaining agreements.	Full Disclosure

While we strive to create a positive working environment where employees don't feel the need for third-party representation, we respect their right to do so. TD General Insurance has a long-established bargaining unit of approximately 300 employees, or 0.34% of our total employee population, represented by the Teamsters Union at one of our Montreal locations.

LA 5

Minimum notice period(s) regarding significant operational changes, including whether it is specified in collective agreements.

Partial Disclosure

TD's Approach to Job Loss:

As part of our commitment to be a best run company, we look for ways to streamline our operations and simplify our processes so that we can improve the value and service we provide our customers.

Sometimes these changes result in the consolidation or reassignment of work. To minimize the impact of these decisions on our employees, TD's practice is to:

- keep employees informed;
- offer employees the opportunity to apply for other internal positions;
- make every effort to minimize the overall impact through natural attrition and by
- managing our hiring levels in advance; and
- provide appropriate support, including Employee Assistance Programs.

In cases of job loss, our approach is to:

- provide employees with a minimum of 30 days' notice where possible (60 days in the U.S.);
- offer severance packages that comply with or exceed regulatory requirements and industry best practices; and
- provide access to outplacement services to help affected employees find suitable roles outside TD.

LA 6

Percentage of total workforce represented in formal joint management-worker health and safety committees that help monitor and advise on occupational health and safety programs.

Full Disclosure

In Canada, we have a National Policy Health and Safety (H&S) Committee, H&S representatives at each work location (over 1,500) and H&S training for all managers and H&S representatives.

In the U.S., TD Bank has 13 Safety committees involving 185 employees who meet quarterly.

LA 7

Rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities by region and by gender.

Full Disclosure

Work-related Injuries¹			
CANADA	2013	2012	2011
Minor injuries ²	246 (.43%)	230 (.40%)	199 (0.38%)
Disabling injuries ³	119 (.21%)	80 (.14%)	73% (0.14%)
Employee days absent beyond day of injury	1745	753	430
Fatalities due to work-related accidents	0	0	0
U.S.			
Medical/report only claims filed through workers' compensation ⁴	591	742	690 (2.63%)
Indemnity claims filed through workers' compensation ⁵	62	58	95 (0.36%)
Employee days absent beyond day of injury	2732	4291	5754
Fatalities due to work-related accidents	0	0	0

¹ Figures in parentheses indicate accident statistics as a percentage of our workforce in the country noted, as at the end of the calendar year.

² Injuries that are treatable in the workplace, with no time lost beyond the day of injury.

³ Injuries that result in lost time in the workplace on any day following the injury. For each of the years shown, there were no workplace fatalities or disabling injuries that resulted in permanent loss or loss of use of a body part or function.

⁴ Workers' compensation claims below \$2,500 or any claim that requires no payment or activity other than generating a report.

⁵ Workers' compensation claims greater than \$2,500 and indemnity-paid claims.

The majority of disabling injuries within the financial services industry are a result of slips or falls on icy surfaces or due to tripping on a loose cord or irregular carpeting.

After researching the rise in disabling injuries in Canada from 2012 to 2013, we can attribute the increase to better awareness of health and safety reporting requirements among people managers and improved methods for capturing data. In 2013, there were also more instances of employees taking extended periods of leave above 90 days. The majority of days absent can be attributed to recovery periods after a slip, trip or fall. In the U.S., the decreased numbers can be attributed to a milder winter (with less trips and falls on ice) and a significant decrease in the number of ergonomic injuries.

The difference in relative numbers of employee days absent in Canada and the U.S. is a function of different reporting requirements in each country. In Canada, the requirement is to report accidents, such as slips, trips and falls. In the U.S., all health insurance claims must be reported, which inevitably includes a broader category of incidents and illnesses.

LA 8

Education, training, counseling, prevention, and risk-control programs in place to assist workforce members, their families, or community members regarding serious diseases.

Full Disclosure

Some of our initiatives include:

- Best-practice ergonomic standards, which are applied to branch and building design and refurbishments;
- Tools to support employees working away from a typical office environment;
- A comprehensive H&S training program, including mandatory courses for all managers and H&S representatives; and
- A dedicated intranet resource with information on a range of health issues and communicable diseases, such as malaria and tuberculosis.

2013 Activities

- In the U.S., we introduced an online ergonomic training and assessment system to more than 200 employees. The system enables employees who experience discomfort on the job to undertake an interactive evaluation of their workstations and receive ergonomic solutions.
- We also introduced a six-week wellness program called "Get Active" and had more than 3,200 U.S. employees participate in the spring and fall sessions.
- In Canada, TD developed a mental health awareness course to help approximately 2,100 employees better understand forms of mental illness (such as anxiety disorders, ADD and depression) and the importance of staying mentally healthy.

LA 9

Health and safety topics covered in formal agreements with trade unions.

Not reported

LA 10

Average hours of training per year per employee by gender, and by employee category.

Partial Disclosure

Average Hours of Training per Employee Category	Canada ¹			U.S. ¹		
	2013 ⁷	2012	2011 ³	2013 ⁷	2012 ²	2011
Average hours of training per executive ⁴	8.00 ✓	14.06 ✓	13.99 ✓	22.12 ✓	17.73 ✓	-
Average hours of training per People Manager ⁵	20.89 ✓	23.89 ✓	23.29 ✓	34.92 ✓	43.85 ✓	-
Average hours of training per individual contributor ⁶	19.68 ✓	24.52 ✓	27.89 ✓	42.39 ✓	52.23 ✓	-

¹ TD General Insurance and TD Auto Finance (Canada and US) are excluded from the 2011 and 2012 data as the data is not available and cannot be reasonably estimated.

² TD Auto Finance (U.S.) is excluded from 2012 data as the data is not available and cannot be reasonably estimated.

³ 2011 was the first year of reporting Canadian training hours by employee category; 2012 was the first year of reporting U.S. training hours by employee category.

⁴ Executive includes TD job levels Assistant Vice President and above.

⁵ People Manager includes an employee who has one or more direct reports.

⁶ Individual contributor includes an employee who does not have any direct reports.

⁷ The 2013 data excludes a portion of training hours that are tracked outside TD's learning management system. This data is not available and cannot be reasonably estimated.

- The reduction of hours of formal training (e.g., courses and workshops) can be attributed to a greater focus on training and development activities that incorporate more use of informal training methods (such as mentoring relationships, job shadowing, on-the-job experiences, social media, communities of practice etc.).
- TD now offers more virtual classroom workshops to more effectively reach a geographically dispersed employee population, while also reducing business travel.
- The reduction in training hours for Canadian executives can largely be attributed to a change in the Build for the Future course duration, from 4 to 3 days.

LA 11	Programs for skills management and lifelong learning that support the continued employability of employees and assist them in managing career endings.	Full Disclosure
<p>Learning and Development</p> <p>Employees and their managers are encouraged to meet at least twice a year to discuss the employee's strengths, needs and career aspirations in formal performance and development reviews. These discussions set the underpinning for career planning at TD.</p> <p>We encourage employees to take ownership of their careers and offer help in the form of a broad range of tools and support, including:</p> <ul style="list-style-type: none"> • Career coaching; • Group, peer and individual mentoring programs; • Over 1,000 internal training courses through classroom and virtual learning; and • A dedicated Career Month, with in-person and virtual events educating employees about career planning resources and required skills for various business lines. <p>Read more about the TD curriculum for Developing Leaders.</p>		
LA 12	Percentage of employees receiving regular performance and career development reviews, by gender.	Not reported
LA 13	Composition of governance bodies and breakdown of employees per employee category according to gender, age group, minority group membership, and other indicators of diversity.	Partial Disclosure

Performance Trends: Workforce Diversity at TD (Canada)^{1,2,3}

		Labour Market Availability ⁴	2013	2012	2011	2004
Women	Overall	57.89	61.58 %	62.29 % ✓	63.38 % ✓	68.11 %
	Senior Management ⁵		36.54 %	35.29 % ✓	34.46 % ✓	23.00 %
	Middle & Other Management ⁶		45.71 %	46.58 % ✓	46.83 % ✓	44.08 %
Visible Minorities ⁷	Overall	21.29	28.31 %	28.03 % ✓	27.49 % ✓	22.71 %
	Senior Management ⁵		10.37 %	8.82 % ✓	9.14 % ✓	3.54 %
	Middle & Other Management ⁶		23.51 %	22.13 % ✓	20.79 % ✓	14.87 %
Aboriginal Peoples ⁷	Overall	1.74	1.22 %	1.20 % ✓	1.09 % ✓	1.06 %
	Senior Management ⁵		1.23 %	0.98 %	0.51 %	0.39 %
	Middle & Other Management ⁶		0.81 %	0.90 %	0.78 %	0.61 %
People With Disabilities ⁷	Overall	4.61	5.23 %	5.01 % ✓	3.55 % ✓	2.00 %
	Senior Management ⁵		4.44 %	4.66 %	3.34 %	1.57 %
	Middle & Other Management ⁶		5.18 %	5.16 %	3.06 %	1.54 %

¹ Represents the amounts reported to the Canadian federal government as at December 31

² Includes all Canadian businesses except TD General Insurance as this entity is provincially regulated.

³ Includes full-time and part-time employees.

⁴ 2008 Workforce Availability data is taken from the Labour Pool Availability based on the 2006 Census of Canada.

⁵ Senior Management includes TD job levels Vice President and above who have signing authority.

⁶ See glossary for definition of Middle and Other Management.

⁷ Data is voluntarily disclosed by employees.

⁸ Refer to challenges regarding self-identification and recruitment.

Board Diversity

(as of October 31, 2013)

% of female directors	35.7%
% of visible minority directors	7.1%

LA 14	Ratio of basic salary and remuneration of women to men by employee category, by significant locations of operation.	Not reported
LA 15	Return to work and retention rates after parental leave, by gender.	Not reported

Human Rights

Social Performance

Disclosure	Description	Status						
	Reference or Response							
DMA	TD adheres to, and in many cases exceeds, all applicable labour laws and standards in every country where we operate. We have developed our own policies, guidelines and procedures to protect and promote human rights throughout our operations. Our Harassment, Discrimination and Violence in the Workplace Policy articulates our commitment to providing a work environment free from any form of harassment and unlawful discrimination.							
HR 1	Percentage and total number of significant investment agreements and contracts that include clauses incorporating human rights concerns, or that have undergone human rights screening.	Not reported						
HR 2	Percentage of significant suppliers, contractors and other business partners that have undergone human rights screening, and actions taken.	Partial Disclosure						
	<table border="1"> <tr> <th colspan="3">2013 Supplier Evaluation Performance</th> </tr> <tr> <td>Initiatives In Progress</td> <td>We have 58 initiatives in progress at the time of reporting, a sourcing initiative can potentially include many suppliers under one project.</td> <td></td> </tr> </table>		2013 Supplier Evaluation Performance			Initiatives In Progress	We have 58 initiatives in progress at the time of reporting, a sourcing initiative can potentially include many suppliers under one project.	
2013 Supplier Evaluation Performance								
Initiatives In Progress	We have 58 initiatives in progress at the time of reporting, a sourcing initiative can potentially include many suppliers under one project.							

Initiatives Concluded	Total Number of Suppliers who completed TD's Responsible Procurement Questionnaire (includes human rights screening questions)	85
	Total Number of Suppliers Selected	37
	Of which <ul style="list-style-type: none"> All TD requirements were met Requirements agreed to and a future follow-up date set Short-term engagements - no follow-up required 	16 17 4

HR 3	Total hours of employee training on policies and procedures concerning aspects of human rights that are relevant to operations, including the percentage of employees trained.	Not reported
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HR 4	Total number of incidents of discrimination and corrective actions taken.	Full Disclosure
In 2010, 2011, 2012 and 2013, TD had no substantial complaints or incidents alleging discrimination upheld by a human rights tribunal.		

HR 5	Operations and significant suppliers identified in which the right to exercise freedom of association and collective bargaining may be violated or at significant risk, and actions taken to support these rights.	Full Disclosure									
<table border="1"> <thead> <tr> <th>Respecting Human Rights in Operations</th> <th>2013</th> <th>2012</th> <th>2011</th> </tr> </thead> <tbody> <tr> <td>Operations identified in which the right to exercise freedom of association and collective bargaining may be at significant risk</td> <td>0</td> <td>0</td> <td>0</td> </tr> </tbody> </table>				Respecting Human Rights in Operations	2013	2012	2011	Operations identified in which the right to exercise freedom of association and collective bargaining may be at significant risk	0	0	0
Respecting Human Rights in Operations	2013	2012	2011								
Operations identified in which the right to exercise freedom of association and collective bargaining may be at significant risk	0	0	0								
Respecting Human Rights in our Supply Chain											
TD implemented a Responsible Procurement Policy, effective Nov 1st, 2012, and we now screen prospective suppliers on their policies regarding freedom of association, child labour and forced labour and ask them to report any incidents. In 2013, 85 suppliers were screened.											

HR 6	Operations and significant suppliers identified as having significant risk for incidents of child labor, and measures taken to contribute to the effective abolition of child labor.	Full Disclosure									
<table border="1"> <thead> <tr> <th>Respecting Human Rights in Operations</th> <th>2013</th> <th>2012</th> <th>2011</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				Respecting Human Rights in Operations	2013	2012	2011				
Respecting Human Rights in Operations	2013	2012	2011								

	Operations identified as having significant risk for incidents of child labour	0	0	0
	Respecting Human Rights in our Supply Chain			
	TD implemented a Responsible Procurement Policy, effective Nov 1st, 2012, and we now screen prospective suppliers on their policies regarding freedom of association, child labour and forced labour and ask them to report any incidents. In 2013, 85 suppliers were screened.			
HR 7	Operations and significant suppliers identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of all forms of forced or compulsory labor.	Full Disclosure		
	Respecting Human Rights in Operations	2013	2012	2011
	Operations identified as having significant risk for incidents of forced or compulsory labour	0	0	0
	Respecting Human Rights in our Supply Chain			
	TD implemented a Responsible Procurement Policy, effective Nov 1st, 2012, and we now screen prospective suppliers on their policies regarding freedom of association, child labour and forced labour and ask them to report any incidents. In 2013, 85 suppliers were screened.			
HR 8	Percentage of security personnel trained in the organization's policies or procedures concerning aspects of human rights that are relevant to operations.	Not applicable to our industry		
HR 9	Total number of incidents of violations involving rights of indigenous people and actions taken.	Not reported		
HR 10	Percentage and total number of operations that have been subject to human rights reviews and/or impact assessments.	Not reported		
HR 11	Percentage and total number of operations that have been subject to human rights reviews and/or impact assessments.	Not reported		

Society

Social Performance

Disclosure	Description	Status

	Reference or Response	
DMA	<p>We strive to make a positive impact where we do business and where our customers and employees live and work. For us, that means contributing to the social and economic development of our communities in meaningful, long-lasting and innovative ways.</p> <p>Our success as a company depends on the well-being of the communities we serve, and we believe in playing an active role in their development, whether it be volunteering or providing community investment. While there are many worthy causes to support, focusing our efforts on our key priorities allows TD to maximize our contribution and impact.</p> <p>TD's giving priorities were chosen based on research that included customer and employee feedback, as well as insight on where TD could be most effective in creating positive change within our local communities. For the last decade we have used strategic philanthropy to guide TD's giving to focus on four priority areas:</p> <ul style="list-style-type: none"> • Financial literacy and education; • The environment; • Creating opportunities for young people in Canada; • Affordable housing in the U.S. <p>Public Policy</p> <p>In all jurisdictions where TD operates, we take an interest in major public policy issues that may have an impact on our business, communities and society. These include issues identified in our annual materiality analysis, such as tax reform, access to banking, affordable housing and adapting to a changing climate. Operating in a highly regulated industry, TD is especially affected by changes in financial services regulations and policies, and we are naturally concerned about building a healthy, sustainable financial marketplace.</p> <p>We are committed to being transparent about our public policy interactions and political contributions, with all of our activities guided by TD's Code of Conduct and Ethics and Anti-Bribery and Anti-Corruption Policy.</p> <p>More Information:</p> <ul style="list-style-type: none"> • TD's Community Strategy • Ethics and Integrity (CR Report page 109) • Public Policy (CR Report page 96) 	
SO 1	Nature, scope, and effectiveness of any programs and practices that assess and manage the impacts of operations on communities, including entering, operating, and exiting.	Not reported
SO 2	Percentage and total number of business units analyzed for risks related to corruption.	Not reported

SO 3	Percentage of employees trained in organization's anti-corruption policies and procedures.	Not reported
SO 4	Actions taken in response to incidents of corruption.	Not reported
SO 5	<p data-bbox="363 247 1182 321">Public policy positions and participation in public policy development and lobbying.</p> <p data-bbox="363 384 553 415">Public Policy</p> <p data-bbox="363 422 1159 453">TD engages in public policy matters in a variety of ways:</p> <ul data-bbox="410 489 1495 764" style="list-style-type: none"> <li data-bbox="410 489 1422 562">• We monitor government activity, upcoming legislation and regulatory developments to keep abreast of relevant issues. <li data-bbox="410 573 1365 646">• We dialogue with elected officials, public servants, regulators and advocacy organizations to educate them on TD's viewpoints. <li data-bbox="410 657 1495 764">• We participate in relevant policy development processes (e.g., public/industry consultations) by offering constructive ideas and expertise, with the aim of shaping sound policy solutions. <p data-bbox="363 810 1495 915">We are committed to being transparent about our public policy interactions and political contributions, with all of our activities guided by TD's Code of Conduct and Ethics and Anti-Bribery and Anti-Corruption Policy.</p> <p data-bbox="363 951 850 982">Government Relations in Canada</p> <p data-bbox="363 989 1503 1283">In Canada, TD's Government Relations group coordinates the bank's dialogue with politicians and public servants, as well as many of the bank's relationships with industry associations and other advocacy organizations; for example, TD works with the Canadian Bankers Association on banking-specific issues and the Toronto Financial Services Alliance on broader economic and financial sector matters. TD's Regulatory Relations group coordinates the bank's contact with both Canadian regulators and regulators in foreign jurisdictions other than the U.S.</p> <p data-bbox="363 1318 1484 1539">The majority of TD's interactions take place with the federal government, which has jurisdiction over all banking activities and many other financial services. TD complies with all federal lobbyist-reporting requirements and reports all of its activities to the Office of the Commissioner of Lobbying, as required. Our activities at the provincial and municipal levels follow all of the rules and/or reporting requirements that exist for these jurisdictions.</p> <p data-bbox="363 1575 1503 1871">TD played an important and constructive role in the Basel III discussions with both the Basel Committee on Banking Supervision and OSFI. The Bank maintained a continuous dialogue throughout the consultative period with regulators, both on a bilateral basis and through the Canadian Banker's Association. The dialogue contained important feedback on Basel III's potential impact on the Canadian banking industry as well on the overall macro economy. TD's participation in the Basel III discussions helped lead to the implementation of more balanced capital rules than those that were originally proposed.</p> <p data-bbox="363 1906 846 1938">Government Relations in the U.S.</p> <p data-bbox="363 1944 1451 1976">In the U.S., the Regulatory and Government Affairs team manages the bank's</p>	

contact with regulators, elected officials and other government employees at the federal, state and local levels. In addition, the team coordinates the bank's relationships with trade associations, such as the American Bankers Association and the Financial Services Roundtable.

TD Bank complies with all reporting requirements related to its interactions with government officials and with all other laws, rules and regulations that govern such interactions. We have a comprehensive Gifts and Entertainment Policy that prohibits gifts of any kind from bank employees and directors to U.S. government officials, and we provide in-depth ethics training to employees who interact with government officials.

More information:

- [Key Public Policy Positions in 2013 \(PDF\)](#)

SO 6

Total value of financial and in-kind contributions to political parties, politicians, and related institutions by country.

Full Disclosure

Political Contributions

Canada and U.K.

In 2013, TD's political contributions were minimal in Canada and nil in the U.K. In Canada, TD donated to both ruling and official opposition parties in the provinces that allow corporate donations. Currently, five provinces do not allow political donations; nor are they permitted at the federal level. Our contributions have no political bias, are all on public record and can be accessed at the websites of provincial election offices.

2013 Political Contributions in Canada

	2013	2012	2011
Provincial	\$174,450	\$173,620	\$204,150
There were no contributions at the Federal or Municipal levels.			

U.S.

Federal law in the U.S. prohibits national banks from making political contributions to candidates for federal, state or local office. Contributions are allowed, however, from separate segregated funds established by national banks and other corporations. Such funds are known as political action committees or PACs. There are more than 4,600 active PACs in the U.S.

TD Bank has a federal political action committee, established in August 2011, that allows eligible, interested employees to make voluntary personal donations to candidates for federal office who support a strong financial services sector and sound economic policies. TD PAC is non-partisan and funded solely by voluntary contributions from eligible TD employees, facilitated through a voluntary payroll

deduction system established by TD Bank.

All contributions from the PAC to federal candidates are reported to the Federal Election Commission and are a matter of public record. Employee contributions to TD PAC that aggregate to \$200 or more each year are reported as part of the public record. More information about TD PAC may be found on the [FEC database](#). A board of directors operating according to its articles of association governs TD PAC. This ensures accountability for proper administration and operation of the PAC and reflects the importance of and TD's commitment to strong governance.

During 2013, TD PAC contributed \$46,760 to 32 House and Senate candidates of both major political parties and two financial services industry federal PACs. TD PAC makes political contributions that are allowed by federal law and that are consistent with the bank's strict guidelines for public policy activities and advocacy. No contributions are made to gain an unfair or inappropriate advantage. TD Bank does not independently advocate the election or defeat of specific candidates for federal office.

SO 7

Total number of legal actions for anti-competitive behavior, anti-trust, and monopoly practices and their outcomes.

Full Disclosure

Compliance Incident Reporting	2013	2012	2011
Total number of legal actions for anti-competitive behaviour, anti-trust and monopoly practices. ¹	1 ²	0	0

¹ Actions that potentially exceed \$25 million in damages and/or legal costs.

² A single family of matters consisting of several related actions.

SO 8

Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with laws and regulations.

Full Disclosure

Compliance Incident Reporting	2013	2012	2011
Monetary value of significant fines ¹	0 ²	0	0
Total number of non-monetary sanctions for non-compliance with laws and regulations (in millions).	0	0	0

¹ We determine a significant fine to be \$1 million or over and related to incidents that are of a regulatory nature. Penalties of an administrative nature are not considered material.

² Although not fines or sanctions, TD Bank N.A. paid civil monetary penalties in the aggregate amount of US\$52.5 million to the Securities and Exchange Commission, the Office of the Comptroller of the Currency, and the Financial

	Crimes Enforcement Network to settle investigations relating to the Rothstein fraud.	
SO 9	Operations with significant potential or actual negative impacts on local communities.	Not reported
SO 10	Prevention and mitigation measures implemented in operations with significant potential or actual negative impacts on local communities.	Not reported

Product Responsibility

Social Performance

Disclosure	Description	Status
	Reference or Response	
DMA	<p>TD follows many industry-level Codes of Conduct and Public Commitments that are designed to protect consumers and ensure they are provided with information to assist them with their financial decisions.</p> <p>Our products and services are designed to meet genuine customer needs. In both our retail and wealth management businesses we have checks and balances in place to ensure adherence to our corporate values and selling practices.</p> <p>Voluntary and Public Codes of Commitment</p>	
PR 1	Life cycle stages in which health and safety impacts of products and services are assessed for improvement, and percentage of significant products and services categories subject to such procedures.	Not applicable to our industry
PR 2	Total number of incidents of non-compliance with regulations and voluntary codes concerning health and safety impacts of products and services during their life cycle, by type of outcomes.	Not applicable to our industry
PR 3	Type of product and service information required by procedures, and percentage of significant products and services subject to such information requirements.	Partial Disclosure
	<p>Responsible Sales and Marketing</p> <p>Our reputation and relationships with customers depend on helping to ensure that what we sell, how we sell and how we advise customers are transparent,</p>	

right for them and offer value. By doing what's right for our customers, we also help limit the bank's financial risk.

Product Information

We want to help our customers understand the financial products and services they purchase.

Our employees are trained to take sufficient time to explain issues and answer questions.

We make product and fee information readily available in our branches, stores, investment centres and websites, and we present it in clear, easy-to-understand language.

TD follows many industry-level Codes of Conduct and Public Commitments that are designed to protect consumers and ensure they are provided with information to assist them with their financial decisions.

Our products and services are designed to meet genuine customer needs. In both our retail and wealth management businesses we have checks and balances in place to ensure adherence to our corporate values and selling practices.

All employees receive training on product features, Know Your Customer policies and suitability. Branch and phone-based sales representatives are trained to use online discussion tools in their conversations with customers. These tools prompt employees to consistently put the customer first, ask the right questions and suggest appropriate solutions. An example is Account Advisor which helps ensure customers are not paying for products or services they don't need. In the case of credit products, our credit underwriting team checks that customers are not being over-extended and offers alternative solutions if necessary.

TD employees who provide investment advice are also guided by Know Your Customer policies and suitability rules. Through discussion and analysis, the advisor establishes a client's financial objectives, goals and aspirations. The advisor asks a set of questions designed to clearly understand the client's investment objectives, tolerance for risk, and the time period over which he or she plans to invest. The advisor is then able to make investment recommendations based upon the client's needs. We encourage clients to meet with an advisor on a regular basis to ensure any changes in their personal circumstances are reflected in their overall investment strategy.

Voluntary and Public Codes of Commitment

PR 4	Total number of incidents of non-compliance with regulations and voluntary codes concerning product and service information and labeling, by type of outcomes.	Full Disclosure
	There were no incidents in 2010, 2011, 2012 or 2013.	

PR 5

Practices related to customer satisfaction, including results of surveys measuring customer satisfaction.

Full Disclosure

Listening to our Customers

Delivering "legendary customer experiences" is core to TD's business strategy. In 2013, we contacted over 700,000 customers to ask for feedback. We want to know if the customer is likely to recommend TD to their friends, family or colleagues, based on a recent visit or call.

The results of these surveys form our Customer Experience Index (CEI) in Canada and our Customer WOW! Index in the U.S. We use CEI and CWI to help set targets and drive improvement, and the results have a direct impact on all employees' compensation. In 2013, employees continue to focus on delivering exceptional service, and the result improved across all businesses.

Customer Experience Performance

Business	2013 Target	2013	2012	2011	2010
TD Canada Trust	35.4	33.8 ✓	34.6 ✓	33.4 ✓	30.6 ✓
TD Bank	40.0	39.9 ✓	39.1 ✓	36.4 ✓	30.8 ✓
TD Wealth Management	20.2	16.6	17.5	16.1	10.2
TD Insurance	21.0	18.8	17.2	14.0	11.8

PR 6

Programs for adherence to laws, standards, and voluntary codes related to marketing communications, including advertising, promotion, and sponsorship.

Full Disclosure

Responsible Sales and Marketing

Our reputation and relationships with customers depend on helping to ensure that what we sell, how we sell and how we advise customers are transparent, right for them and offer value. By doing what's right for our customers, we also help limit the bank's financial risk.

[Voluntary and Public Codes of Commitment](#)

PR 7

Total number of incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising, promotion, and sponsorship by type of outcomes.

Full Disclosure

There were no incidents in 2013.

In 2011, there was one incident. Advertising Standards Canada raised concerns

about a claim in a newspaper advertisement that TD Canada Trust offered a No Down Payment Mortgage after the product was no longer available. An outdated, inaccurate version of the advertisement was placed by an individual mortgage specialist, in error, and without the approval of TD. TD placed a correction notice in the local newspapers that carried the advertisement.

PR 8	Total number of substantiated complaints regarding breaches of customer privacy and losses of customer data.	Full Disclosure									
	<table border="1"> <thead> <tr> <th>Substantiated Privacy Complaints in Canada</th> <th>2013</th> <th>2012¹</th> <th>2011</th> </tr> </thead> <tbody> <tr> <td>Privacy complaints made by customers in which the Office of the Privacy Commissioner of Canada ruled in favour of the customer.</td> <td>0</td> <td>5</td> <td>1</td> </tr> </tbody> </table> <p>¹ Effective March 28 2012, the OPC revised its investigative findings and other dispositions under PIPEDA. The 2012 results reflect this change in approach by the OPC. This change does not impact the prior years' disclosures.</p>	Substantiated Privacy Complaints in Canada	2013	2012¹	2011	Privacy complaints made by customers in which the Office of the Privacy Commissioner of Canada ruled in favour of the customer.	0	5	1		
Substantiated Privacy Complaints in Canada	2013	2012¹	2011								
Privacy complaints made by customers in which the Office of the Privacy Commissioner of Canada ruled in favour of the customer.	0	5	1								
PR 9	Monetary value of significant fines for non-compliance with laws and regulations concerning the provision and use of products and services.	Not reported									

Financial Services

Sector Supplement

Disclosure	Description	Status
	Reference or Response	
FS 1	<p>Policies with specific environmental and social components applied to business lines.</p> <p><u>TDAM Sustainable Investing Policy</u></p> <p><u>TD's Environmental Policy</u></p> <p><u>TD's Anti-Bribery, Anti-Corruption Policy Summary</u></p> <p><u>TD's Responsible Procurement Policy Summary</u></p> <p><u>TD's Whistleblower Policy</u></p> <p>A comprehensive policy framework supports our diversity programs:</p>	Full Disclosure

- the fundamental values of diversity and inclusion are ingrained and promoted through our Strategic Framework, [Leadership Profile](#) and [Guiding Principles](#);
- Employee Relations policies;
- Diversity and Employment Equity Policy;
- [Code of Conduct and Ethics](#);
- TD's Harassment, Discrimination and Violence in the Workplace Policy; and
- Our Workplace Accommodation Policy outlines TD's commitment to support employee diversity, such as time for observance of religious practices, flexible work options and accommodation of disabilities in the workplace.

FS 2	Procedures for assessing and screening environmental and social risks in business lines.	Full Disclosure
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[TD's Environmental and Social Credit Risk Process](#)

FS 3	Processes for monitoring clients' implementation of and compliance with environmental and social requirements included in agreements or transactions.	Full Disclosure
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We manage E&S risk based on a 'life-cycle' approach that begins during the due diligence process before our engagement with a client and continues throughout our relationship. Key elements of our risk management approach include:

- Engaging with multiple stakeholders to gain an understanding of key current and emerging E&S issues by sector;
- A continuous improvement approach to training our credit managers on E&S issues and policy;
- Ongoing support to the credit management team by TD Environment subject matter experts; and,
- Active engagement with our clients on current and emerging issues.

2013 Target	Rating	Progress	2014 Goals
100% of general corporate purpose, project and fixed-asset financing transactions are reviewed under TD's Environmental and Social Credit Risk Management Process, which includes the Equator Principles.	Met	100% of transactions were reviewed against TD's E&S Credit Risk Management Process.	Further align the E&S review processes within our commercial bank. Continue to participate in a Technical Working Group of the GHG Protocol and UNEP Finance Initiative to develop greenhouse gas accounting guidance for the financial sector as a

			supplement to the GHG Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard.
	100% of project finance transactions are reviewed under the Equator Principles.	Met	100% of project finance transactions were reviewed under the Equator Principles. Update our Environmental Management Systems for the recent revisions to the Equator Principles III.
FS 4	Process(es) for improving staff competency to implement the environmental and social policies and procedures as applied to business lines.		Full Disclosure
	<p>2013 Performance</p> <ul style="list-style-type: none"> • All credit risk managers were trained on environmental and social risk • 286 corporate lending transactions were reviewed under the ESR process. • Of these transactions, 88% were subject to sector-specific due diligence involving a review of environmental policies, processes and performance. • As a result of TD's proactive approach to managing E&S risk, transactions that are not expected to meet TD's stringent risk requirements are not advanced for financing consideration. For this reason, we have not declined a deal under the Environmental and Social Credit Risk Management Process during the last three years. 		
FS 5	Interactions with clients/investees/business partners regarding environmental and social risks and opportunities.		Full Disclosure
	<p>Green Product Options</p> <p>Paperless Banking</p> <ul style="list-style-type: none"> • In 2013 we continued to develop our e-banking and mobile product options, to meet growing market demand. • We stopped printing over 67 million paper statements saving almost 1,000 metric tonnes of paper and 23,000 trees. • In the past year, the number of paperless accounts has risen by 37% from 3.5 to 4.8 million accounts. <p>Lending for Small-Scale Renewables and Energy Efficiency Projects</p> <ul style="list-style-type: none"> • In 2010 TD launched an innovative financing program for the development 		

of small-scale renewables projects focused on ground-mounted and rooftop solar energy. This initiative was largely linked to the Ontario Green Energy Act, which includes a feed-in tariff program.

- In 2013 we also began reporting on the value of home improvement loans for energy efficiency.

Insurance for Hybrid and Electric Vehicles

- TD has offered financing and insurance of hybrid vehicles in Canada since 2008. In 2011 the program was extended to electric vehicles.
- With a 15% growth in 2013 alone, our business reflects a steady increase in consumer purchases of these fuel-efficient vehicles.

Advice to Our Small Business Customers

We see a great opportunity to share what we have learned about the environment with our customers. We took our first step this year by supporting the Network for Business Sustainability in their development of an online guide, How to Make Money by Going Green. Using the recommended actions, a business can cut costs, enhance their reputation and sales, motivate employees - all while helping the environment. The guide provides information on the payback period for various sustainability actions, recommended actions and examples from other businesses.

Environmental Stakeholder Engagement

Organization	Topic Area	Notes on Engagement
Alliance for Community Trees	Urban Forestry	ACTrees is one of the organizations that helps to administer TD Tree Days in the U.S. TD also recently funded a Tree Care grant program for ACTrees members to support structural pruning and maintenance programs.
Arbor Day Foundation	Urban Forestry	Arbor Day administers TD Green Streets in the U.S. This grant program supports innovation in municipal forestry and funds tree planting and urban greening projects in low-to moderate-income neighbourhoods.
Boreal Leadership Council	Sustainable development in the Boreal region Aboriginal engagement	As a member of the Boreal Leadership Council, TD participates in bi-annual meetings and supports working group activities on an ongoing basis.
Centre for Mining Innovation	Mining	A TD executive participates at the board level of this industry association, which links mining and academia to promote industry innovation in

		technology and sustainability.
Equator Principles Financial Institutions	Environmental and social risk in the financial sector	TD is a member of this industry association and participates in working committees and annual meetings.
Forest Stewardship Council	Free, Prior and Informed Consent (FPIC)	TD is the lead sponsor and participant in a project that will operationalize the concepts and practices of FPIC into natural resource management in Canada.
Green Futures	Clean energy	TD supports a series of 80 videos that showcase clean energy success stories.
Greening Greater Toronto/Civic Action	Sustainable cities	TD executives are members of a Steering Committee and working committees that support a range of programs with an environmental focus.
International Institute for Sustainable Development	Carbon offsets	TD provides funding for the research and benchmarking for how First Nations in Canada can be active participants in the voluntary carbon offset market.
Nature Conservancy of Canada/The Nature Conservancy	Forest Conservation	TD works with both of these organizations to protect critical forest habitat in Canada and the United States through the TD Forests program.
Network for Business Sustainability	Sustainable development	TD is a member of the Advisory Committee for this multi-stakeholder organization that links business and academia to support research on a wide range of topics relating to sustainable development.
New York Restoration Project	Urban Forestry	NYRP is one of the organizations that helps to administer TD Tree Days in the U.S. NYRP is also the lead partner with the New York City Department of Parks & Recreation in MillionTreesNYC, an initiative to plant and care for one million new trees in New York City by 2015. TD is a lead sponsor of MillionTreesNYC.
Pembina Institute	Responsible energy	TD supports a range of research activities aimed at promoting multi-stakeholder dialogue and research on topics relating to energy.
Pollution Probe	Responsible	TD served on the editorial board for

	Energy	Energy Exchange magazine, which was spearheaded by Pollution Probe to increase understanding of energy (production and use) and related issues.
SHARE	Responsible investing	TD engaged with SHARE on issues relating to financed emissions.
World Resources Institute	Responsible investing	TD is a member of a pilot study to develop protocols for financed emissions.
UNEP Financial Initiative (North America)	Environmental issues in the financial sector	TD is a member of this industry association, which identifies and supports research in areas relating to environmental risk and opportunity in the sector.
U.S. Green Building Council/Canadian	Green Building Council	Green Buildings TD is a member of this industry organization aimed at advancing green building initiatives.

FS 6	Percentage of the portfolio for business lines by specific region, size (e.g. micro/SME/large) and by sector.	Not reported
FS 7	Monetary value of products and services designed to deliver a specific social benefit for each business line broken down by purpose.	Not reported
FS 8	Monetary value of products and services designed to deliver a specific environmental benefit for each business line broken down by purpose.	Partial Disclosure

Green Product Option Performance			
	2013	2012	2011
Paperless Banking			
% Accounts opting for paperless statements - TD Canada Trust	34 %	23 %	4 %
% Accounts opting for paperless statements - TD Bank AMCB	39 %	35 %	28 %
Lending for Small-Scale Renewable Projects ¹			
Number of loans from our residential renewable program ²	281	469	638
Dollar value of loans (\$ millions) ²	\$7.8	\$15.5	\$20.2
Electricity generated from the program (kWh)	1,134,100	5,437,432	2,228,675

Estimated GHG reduction (CO ₂ e) ³	178	384	
Lending for Small-Scale Energy Efficiency Projects			
Number of loans	1,556	1,881	2,080
Dollar value of loans (\$ millions)	\$10.6	\$14.3	\$13.8
Insurance for Hybrid and Electric Vehicles			
Number of active hybrid and electric vehicle discounts	12,700	11,053	9,213
Estimated reduction in GHG emissions by TD Auto Insurance customers through the use of hybrid and electric vehicles (tonnes CO ₂ e) ⁴	6,465	5,850	-

FS 9

Coverage and frequency of audits to assess implementation of environmental and social policies and risk assessment procedures.

Full Disclosure

Monitoring and Control

TD Corporate Environment Affairs will oversee and assist TD businesses and corporate areas globally, in complying with the policy. Compliance will be assessed against regulations, operating policies, standards and procedures, as specified in the Environmental Management System. This Policy will be reviewed annually to assess alignment to business strategic objectives, market practices, and regulatory requirements.

Roles & Responsibilities

Policy Owner: EVP, Community, Environment and Marketing

Policy Recommended by: the Group Head, Marketing, Corporate and People Strategies and the Environmental Steering Committee (ESC) approves the Policy. (The ESC represents key business stakeholders from across TD, and is responsible for setting strategy and for oversight of environmental performance.)

Policy Approval - The Risk Committee of the Board

In addition, the roles and responsibilities of the Risk Committee of the Board include:

- Annually reviewing and approving this policy including any substantial amendments as required.
- Maintaining a general understanding of the scope of the policy and where required making inquiries of a responsible senior officer with respect to this policy.
- Reviewing reports, as and when presented to the Committee by executive management of the Bank, with respect to the outcome of a major internal

environmental incident, or infraction, and the resulting action plans for mitigating recurrence.

Monitoring - Chief Environment Officer, TD's business units as specified in the Environmental Management System.

Policy Contact - Chief Environment Officer

[TDAM Sustainable Investment Policy \(PDF\)](#)

FS 10	Percentage and number of companies held in the institution's portfolio with which the reporting organization has interacted on environmental or social issues.	Not reported			
FS 11	<p>Percentage of assets subject to positive and negative environmental or social screening.</p> <p>Water-Related Risk We define water-related risk based on the potential economic and environmental impacts of changing patterns of precipitation and of exposure to flooding, drought or extreme storm events caused by climate change. We track our exposure to sectors that are water-sensitive.</p> <p>Carbon-Related Risk We define carbon risk as risk driven by changes in carbon-related regulation, resource constraints and the changing climate within our financing activities to carbon-intensive industries.</p>	Full Disclosure			
FS 12	Voting polic(ies) applied to environmental or social issues for shares over which the reporting organization holds the right to vote shares or advises on voting.	Not reported			
FS 13	<p>Access points in low-populated or economically disadvantaged areas by type.</p> <table border="1" data-bbox="375 1381 1511 1986"> <tr> <td data-bbox="375 1381 1511 1455">Access to Banking</td> </tr> <tr> <td data-bbox="375 1455 1511 1528">Low-Cost Banking Options</td> </tr> <tr> <td data-bbox="375 1528 1511 1986"> <p>Canada: All customers can select the Minimum Chequing Account, a low-fee, basic banking option.</p> <p>U.S.: TD Bank provides accounts and services to lower-income families, those on government assistance and students:</p> <ul style="list-style-type: none"> • TD's Convenience Checking Account offers free chequing if a customer maintains a \$100 minimum daily balance. This is one of the lowest minimum balance accounts in the industry. • Our Simple Checking Account has a \$5.99 monthly maintenance fee (\$4.99 with paperless statements) and does not require a monthly minimum balance. • In November 2012, TD Bank began offering its Right Step Program which </td> </tr> </table>	Access to Banking	Low-Cost Banking Options	<p>Canada: All customers can select the Minimum Chequing Account, a low-fee, basic banking option.</p> <p>U.S.: TD Bank provides accounts and services to lower-income families, those on government assistance and students:</p> <ul style="list-style-type: none"> • TD's Convenience Checking Account offers free chequing if a customer maintains a \$100 minimum daily balance. This is one of the lowest minimum balance accounts in the industry. • Our Simple Checking Account has a \$5.99 monthly maintenance fee (\$4.99 with paperless statements) and does not require a monthly minimum balance. • In November 2012, TD Bank began offering its Right Step Program which 	Full Disclosure
Access to Banking					
Low-Cost Banking Options					
<p>Canada: All customers can select the Minimum Chequing Account, a low-fee, basic banking option.</p> <p>U.S.: TD Bank provides accounts and services to lower-income families, those on government assistance and students:</p> <ul style="list-style-type: none"> • TD's Convenience Checking Account offers free chequing if a customer maintains a \$100 minimum daily balance. This is one of the lowest minimum balance accounts in the industry. • Our Simple Checking Account has a \$5.99 monthly maintenance fee (\$4.99 with paperless statements) and does not require a monthly minimum balance. • In November 2012, TD Bank began offering its Right Step Program which 					

provides low- and moderate-income families with the opportunity to obtain mortgage financing by offering more flexible down payment terms and accessing down payment assistance programs and gifts through local, county, state and government entities. The program has already helped 239 families.

Seniors

In addition to low-cost account options, we offer a broad range of convenient cross-border banking services for Canadians who winter in the U.S.

- For individuals who are 60 years of age or older, TD Canada Trust provides a 25% monthly plan fee rebate for selected accounts
- In the U.S., our 60 Plus Account has a low minimum balance requirement and comes with free standard checks, money orders/ cashier's checks and discounts on safe deposit boxes.

Students

- For students (full-time post-secondary), TD Canada Trust offers the no monthly-fee Every Day Chequing Account with Student Discount that includes 25 monthly transactions. We also give students a "Back to School Survival Guide" which includes advice on budgeting, saving and managing student debt.
- In the U.S., our Student Checking Account has no fee and no minimum balance requirement for students who are under age 24. Student Checking Account customers can also open a maintenance-fee-free Simple Savings Account.

Youths

- For young people, we offer a Youth Account, providing free unlimited transactions for those under 19 years of age.

[TD and Aboriginal Communities in Canada](#)

FS 14

Initiatives to improve access to financial services for disadvantaged people.

Full Disclosure

Promoting Social Inclusion

Social barriers to accessing financial products and services can include not having a fixed address or a poor credit rating that prevents traditional bank loans. Here are some examples of how TD is working with community

organizations to create access to underserved groups:

- Named one of CNN's top 10 microlenders in America, Accion East and Online provides necessary lending and education to micro entrepreneurs - owners of the smallest businesses, typically those with fewer than five employees and capital needs ranging from \$500 to \$35,000. Many of the owners are minorities and women. TD Bank, through the TD Charitable Foundation, committed \$500,000 over three years to accelerate Accion's microlending work from Maine to Florida.
- TD is the founding sponsor of the Financial Literacy Strategy with United Way. TD employees contribute as part of a multi-pronged approach that includes workshops, tax clinics & one-on-one counseling for low-income Torontonians.

These innovative programs explore ways to remove social barriers and increase access to financing. Our main effort to increase access to banking is through TD's financial education initiatives. By equipping people with the tools and knowledge to manage their accounts, we can help improve their financial stability and personal well-being.

In Focus: Serving Aboriginal Communities

Aboriginal business in Canada is growing rapidly: TD Economics has predicted that the size of the Aboriginal market will reach \$32 billion by 2016. TD is committed to being the bank of choice for Aboriginal people and their communities. We currently have branches in four Aboriginal communities and provide online banking translation services in the Aboriginal languages of Cree and Inuktitut.

As long-time supporters, TD was an important partner in helping establish First Nations Bank of Canada 17 years ago. Today, First Nations Bank is over 80% Aboriginal-owned, providing a range of banking products and services to its Aboriginal customer base. TD remains a minority shareholder with 19.2% ownership.

In 2013, we established an Aboriginal Banking Team, with Clint Davis (former President and CEO of the Canadian Council for Aboriginal Business) in the newly created position of Vice-President, Aboriginal Banking, and launched an Aboriginal commercial banking strategy.

Case Study: Renewable-Energy Project Creates Long-Term Economic Opportunities for First Nations

The Project:

McLean's Mountain Wind Farm in Northern Ontario

TD Financing:

\$20.1 million term loan.

The Reason:

To be the bank of choice for Aboriginal communities by supporting their

economic development efforts McLean's Mountain is a 2,000-hectare wind farm project, located on Ontario's Manitoulin Island in Lake Huron. The development is now in its final phase: once completed in 2014, the 24-turbine wind farm will provide 60 megawatts (MW) of power to the Ontario grid.

The project is jointly owned by Mnidoo Mnising Power - a company formed by the United Chiefs and Councils of Mnidoo Mnising First Nations (UCCMM), a tribal council based on and around Manitoulin Island - and Northland Power Inc., an independent power producer. While delivering renewable energy, the project will generate considerable economic opportunities for local First Nations communities, including jobs and revenues for the next 20 years or more.

In 2013, TD was approached to help finance the project after another bank backed out at the last minute, and we seized the opportunity. A partnership with UCCMM was a natural fit: TD has experience in Aboriginal business banking and significant expertise in renewables financing, which was further solidified by our investment in this project.

We're very grateful for TD coming on board to quickly arrange and close the financing, on a project that benefits our people and promotes responsible development of our natural resources, said Art Jacko, project manager, UCCMM. McLean's Mountain will generate significant revenues for the six First Nations tribes involved, help address shortfalls our communities are experiencing and ensure a better future for our youth.

[TD and Aboriginal Communities in Canada](#)

FS 15

Policies for the fair design and sale of financial products and services.

Full Disclosure

Responsible Sales and Marketing

Our reputation and relationships with customers depend on helping to ensure that what we sell, how we sell and how we advise customers are transparent, right for them and offer value. By doing what's right for our customers, we also help limit the bank's financial risk.

Product Information

We want to help our customers understand the financial products and services they purchase.

- Our employees are trained to take sufficient time to explain issues and answer questions.
- We make product and fee information readily available in our branches, stores, investment centres and websites, and we present it in clear, easy-to-understand language.
- TD follows many industry-level Codes of Conduct and Public Commitments that are designed to protect consumers and ensure they are provided with information to assist them with their financial decisions.

Our products and services are designed to meet genuine customer needs. In

both our retail and wealth management businesses we have checks and balances in place to ensure adherence to our corporate values and selling practices.

All employees receive training on product features, Know Your Customer policies and suitability. Branch and phone-based sales representatives are trained to use online discussion tools in their conversations with customers. These tools prompt employees to consistently put the customer first, ask the right questions and suggest appropriate solutions. An example is Account Advisor which helps ensure customers are not paying for products or services they don't need. In the case of credit products, our credit underwriting team checks that customers are not being over-extended and offers alternative solutions if necessary.

TD employees who provide investment advice are also guided by Know Your Customer policies and suitability rules. Through discussion and analysis, the advisor establishes a client's financial objectives, goals and aspirations. The advisor asks a set of questions designed to clearly understand the client's investment objectives, tolerance for risk, and the time period over which he or she plans to invest. The advisor is then able to make investment recommendations based upon the client's needs. We encourage clients to meet with an advisor on a regular basis to ensure any changes in their personal circumstances are reflected in their overall investment strategy.

Voluntary and Public Codes of Commitment

FS 16	Initiatives to enhance financial literacy by type of beneficiary.	Full Disclosure
<p>Financial Education for Customers: We have developed a variety of resources, tools and services to help customers of all ages and income levels better navigate the financial marketplace.</p> <p>Social Media</p> <ul style="list-style-type: none">• TD Helps is an online community that encourages Canadians, customer or not, to submit a question and receive information to help make a good financial decision.• Topics range from buying a home, dealing with debt and budgeting, to saving, investing and planning for retirement. Unlike other sites that simply offer FAQs, TD Helps' answers are specific to the questions asked and are provided in a matter of hours.• 620,000 - Number of visitors to TD Helps Online• 14,000 - Number of questions responded to• We expanded the program in 2013: Assistance TD, brings the TD Helps social media community to French speakers across Canada.• TD Helps Online will be offered in the US in 2014. <p>Financial Literacy Month</p> <ul style="list-style-type: none">• Every November, we launch an ad campaign throughout our Canadian		

network to raise awareness of the need to improve financial literacy and draw attention to the tools and resources available. [View the website.](#)

Resources and Tools

- In 2013, we launched Advice on Everyday Finances - a new website dedicated to helping Canadians with money management. The site provides many tips, tools and resources to help users manage their debt and begin a savings program.
- Cash flow calculator
- Savings tool
- We are also working to make our product materials and website information easier to understand. In the U.S. we offer a simple, easy-to-read, one-page description of checking fees, based on a recommendation by the Pew Charitable Trusts.
- TD also developed a series of infographics to connect financial tips with key life events and issues, such as planning for parental leave and keeping holiday spending in check.

Systematic Savings Tools

- We encourage customers to build their savings through the use of free automated savings plans. Customers pick the dollar amount and frequency of the payment plan; they also have the option to cancel at any time without penalty.
- Our automated savings plans include options that are designed to help customers reach their savings goals faster. For instance, Simply Save helps customers save money every time they use their debit card. We have solutions to help customers transfer funds between their banking accounts, as well as a solution to allow them to transfer their funds to a TD Mutual Fund account.
- By the end of 2013, more than two million TD Canada Trust customers had set up an automated savings plan, helping them save more than \$3 billion. We will continue our efforts to help customers build a disciplined approach to saving.

[TD Get Saving website](#)

In-Branch Seminars

- Across our footprint, TD offers hundreds of free seminars each year on topics such as buying a home and making investments. In 2013, we delivered 386 small business workshops in the U.S., with 8,085 small business owners gaining knowledge about cash flow analysis, business planning and more.

Advice For Students

- A dedicated Spending Smart at School website provides financial tips and advice for students on navigating the unique challenges of college and university.

Saving for Tuition

- The Canada Learning Bond (CLB) is a government grant that encourages customers to save for a child's future education costs. In 2013, we recognized a need to do more to increase the number of savings accounts with an associated CLB payment. We worked with the government (HRSDC) so that 17,000 TD customers received a personal letter encouraging them to apply for the CLB grant. We also took steps to increase internal awareness of the CLB among employees. Since the mailing in July, we have facilitated \$1.6 million in CLB payments. We recognize there is more work to be done and we will look for ways to improve customer uptake of CLBs and increase the range of investment products that allow for a CLB option.

Financial Education in the Community:

At TD, we work with community organizations to raise financial literacy levels, with a focus on underserved communities. We also promote access to post-secondary education.

Here are some examples of our 2013 initiatives:

- In London, Ontario, TD volunteers delivered a two-hour financial literacy program to more than 50 students at Western University in Canada. We are exploring ways to expand this pilot program to more university students.
- For the 18th year, 20 exceptional young Canadians were selected as TD Scholars for Community Leadership, each receiving an award valued at \$70,000 which covers both tuition and living expenses and includes summer employment for four years.
- We contributed \$15,000 to Rutgers Business School's Center for Urban Entrepreneurship & Economic Development in New Jersey. The funding is for the Entrepreneurship Pioneers Initiative, which provides participants with intensive training, business and financial counselling, and mentoring to help them grow and improve their businesses.
- TD WOW!Zone is our signature financial education program in the U.S. Approximately 1,800 trained TD Bank instructors volunteer an average of 320 hours each month to teach students the importance of building good financial habits early in life. More than 1.2 million American students have learned valuable money skills since the program was launched in 1990.
- TD has an ongoing relationship with SEDI and the Canadian Centre for Financial Literacy (CCFL). To date, The TD Financial Literacy Grant Fund has awarded approximately \$8 million to 105 diverse community organizations across Canada. Grants are awarded for innovation, research and development, and strategic program development in the area of community-based financial literacy. A few examples of grant recipients include:
 - Credit Counselling Service of Sault Ste. Marie;
 - The Immigrant and Refugee Community Organization of Manitoba;
 - Prince George Aboriginal Business Development Association;

More information:

- [Summary of TD's flagship financial literacy and education programs](#)
- [TD WOW!Zone](#)
- [TD Scholarships for Community Leadership](#)