2 Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement) 3 Governing law(s) of the instrument 3 Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for Regulatory treatment 4 Transitional Basel III rules 5 Post-transitional Basel III rules 6 Eligible at solo(group/group&solo 7 Instrument type (types to be specified by jurisdiction) 8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 17 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 17 Per value of instrument 10 Accounting classification 11 Original date of issuance 12 Perpetual or dated 13 Original maturity date 14 Issuer call subject to prior supervisory approval 15 Optional call date, contingent call dates and redemption amount 16 Subsequent call dates, if applicable 20 Pixed or floating dividend/coupon 21 Existence of a dividend stopper 22 Fully discretionary, partially discretionary or mandatory 23 Convertible or non-convertible(1) 24 Existence of a step up or other incentive to redeem 25 Convertible, conversion trigger (s) 26 If convertible, conversion rate 27 If convertible, conversion rate 28 If convertible, conversion rate 28 If convertible, conversion rate 28 If convertible, conversion rate 29 If convertible, conversion rate 20 If convertible, mandatory or optional conversion 36 If convertible, conversion rate 37 If convertible, mandatory or optional conversion 38 If convertible, conversion rate 38 If convertible, mandatory or optional conversion 39 If convertible, mandatory or optional conversion 30 If convertible, mandatory or optional conversion 30 If convertible, mandatory or optional conversion 31 If convertible, mandatory or optional conversion 32 If convertible, paged in the page of the page		Limited Recourse Capital Notes Series 2 (NVCC)
3 Governing law(s) of the instrument 3a Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for NA Regulatory treatment 4 Transitional Basel III rules 5 Post-transitional Basel III rules 6 Eligible at solo/group/group/scolo 7 Instrument type (types to be specified by jurisdiction) 8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 175 9 Par value of instrument 10 Accounting classification Sha 11 Original date of issuance 12 Perpetual or dated 13 Original maturity date 14 Issuer call subject to prior supervisory approval 15 Optional call date, contingent call dates and redemption amount 16 Subsequent call dates, if applicable Coupons/dividends 17 Fixed or floating dividend/coupon 18 Coupon rate and any related index 19 Existence of a dividend stopper 20 Fully discretionary, partially discretionary or mandatory 21 Existence of a dividend stopper 22 Fully discretionary, partially discretionary or mandatory 23 Convertible or non-convertible(1) 24 If convertible, conversion trigger (s) 25 If convertible, conversion rate 26 If convertible, conversion rate 27 If convertible, specify instrument ty convertible into 28 If convertible, specify instrument ty convertible into 29 If convertible, specify instrument ty convertible into 29 If convertible, specify instrument ty convertible into 30 Write-down feature No	The Toronto-Dominion Bank	The Toronto-Dominion Bank
3a Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for Regulatory treatment Regulatory treatment Regulatory treatment Add	89117FM63	89117GLM7
Regulatory treatment 4 Transitional Basel III rules 5 Post-transitional Basel III rules 6 Eligible at solo/group/group&solo 7 Instrument type (types to be specified by jurisdiction) 8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 17 Par value of instrument 10 Accounting classification 11 Original date of issuance 12 Perpetual or dated 13 Original maturity date 14 Issuer call subject to prior supervisory approval 15 Optional call date, contingent call dates and redemption amount 16 Subsequent call dates, if applicable Coupons/dividends 17 Fixed or floating dividend/coupon 18 Coupon rate and any related index 19 Existence of a dividend stopper 20 Fully discretionary, partially discretionary or mandatory 21 Existence of a dividend stopper 22 Noncumulative or cumulative 23 Covertible or non-convertible* 24 If convertible, conversion trigger (s) 25 If convertible, conversion trigger (s) 26 If convertible, fully or partially 27 If convertible, mandatory or optional conversion 28 If convertible, specify instrument type conversion 29 If up on the conversion of the conversion 30 Write-down feature 30 Full ficonvertible, specify instrument type conversion 31 Vive-down feature 32 Convertible, specify instrument type conversion 34 If convertible, specify instrument type conversion 35 Vive-down feature 36 If convertible, specify instrument type conversion 36 Virte-down feature 37 If inconvertible, specify instrument type conversion 38 Virte-down feature 39 Virte-down feature 30 V	Canada	Canada
4 Transitional Basel III rules 5 Post-transitional Basel III rules 6 Eligible at solo/group/group&solo 7 Instrument type (types to be specified by jurisdiction) 8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 175 9 Par value of instrument 10 Accounting classification 11 Original date of issuance 11 Original date of issuance 12 Perpetual or dated 13 Original maturity date 14 Issuer call subject to prior supervisory approval 15 Optional call date, contingent call dates and redemption amount 16 Subsequent call dates, if applicable 17 Fixed or floating dividend/coupon 18 Fixed or floating dividend/coupon 19 Existence of a dividend stopper 20 Fully discretionary, partially discretionary or mandatory 21 Existence of a dividend stopper 22 Noncumulative or cumulative 23 Convertible, conversion trigger (s) 25 If convertible, conversion trigger (s) 26 If convertible, fully or partially 27 If convertible, mandatory or optional conversion 28 If convertible, mandatory or optional conversion 29 If convertible, specify instrument type convertible into 30 Write-down feature 30 Intervertible, ownersion of the feature of the structure of the feature of the structure of the structure of the feature of the structure of the struct	NA .	NA
5 Post-transitional Basel III rules 6 Eligible at solo/group/group/asolo 7 Instrument type (types to be specified by jurisdiction) 8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 175 9 Par value of instrument 100 Accounting classification 111 Original date of issuance 112 Perpetual or dated 103 Original maturity date 104 Optional call date, contingent call dates and redemption amount 105 Subsequent call dates, if applicable 106 Subsequent call dates, if applicable 117 Fixed or floating dividend/coupon 118 Coupons/dividends 119 Existence of a dividend stopper 119 Existence of a dividend stopper 120 Fully discretionary, partially discretionary or mandatory 121 Existence of a step up or other incentive to redeem 122 Noncumulative or cumulative 123 Convertible, conversion trigger (s) 126 If convertible, conversion trigger (s) 127 If convertible, fully or partially 128 If convertible, conversion rate 139 If convertible, specify instrument type conversion 140 If convertible, specify instrument type conversion 151 If convertible, specify instrument type conversion 152 If convertible, specify instrument type conversion 153 Owite-down feature 154 If convertible, specify instrument type conversion 155 Instrument in convertible into 156 If convertible, specify instrument type conversion 157 Instrument in convertible into 158 Instrument in convertible into 159 If convertible, specify instrument type conversion 150 Instrument in convertible into 150 Instrument inconvertible into 150 Instrument in convertible into 157 Instrument in convertible into 157 Instrument in convertible into 158 Instrument in convertible into 150 Instrument in convertible into 150 Instrument int		
6 Eligible at solo/group/group&solo 7 Instrument type (types to be specified by jurisdiction) 8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 175 9 Par value of instrument 10 Accounting classification Sha 11 Original date of issuance 11 Original date of issuance 12 Perpetual or dated Date 13 Original maturity date 14 Issuer call subject to prior supervisory approval Yes 15 Optional call date, contingent call dates and redemption amount 16 Subsequent call dates, if applicable Dur 17 Fixed or floating dividend/coupon Fixe Coupons/dividends 17 Fixed or floating dividend/coupon Fixe 18 Coupon rate and any related index 19 Existence of a dividend stopper 20 Fully discretionary, partially discretionary or mandatory Yes 21 Existence of a step up or other incentive to redeem No 22 Noncumulative or cumulative Norn 23 Convertible or non-convertible ⁽¹⁾ Cor 24 If convertible, conversion trigger (s) If convertible, fully or partially Efficiency in the conversion of the province of the conversion of the conversion of the conversion of the convertible, specify instrument type convertible into Cor 29 If convertible, specify instrument type convertible into Cor 30 Write-down feature No The Shadows of the convertible into The Shadows of instrument it converts into The Shadows of the convertible, specify instrument type convertible into The Shadows of the convertible, specify instrument type convertible into The Shadows of the convertible, specify instrument type convertible into The Shadows of the convertible, specify instrument type convertible into The Shadows of the convertible, specify instrument it converts into	Additional Tier 1	Additional Tier 1
7 Instrument type (types to be specified by jurisdiction) 8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 175 9 Par value of instrument CAT 10 Accounting classification Sha 11 Original date of issuance July 12 Perpetual or dated Data 13 Original maturity date Dota 14 Issuer call subject to prior supervisory approval Yes 5 Optional call date, contingent call dates and redemption amount from 16 Subsequent call dates, if applicable Dur Coupons/dividends Trive of loading dividend/coupon Fixed or floating dividend/coupon Fixed or floating dividend/coupon 8 Coupon rate and any related index 19 Existence of a dividend stopper 20 Fully discretionary, partially discretionary or mandatory Full 21 Existence of a step up or other incentive to redeem No 22 Noncumulative or cumulative Norr 23 Convertible or non-convertible (1) Con 24 If convertible, conversion trigger (s) If convertible, fully or partially If convertible, fully or partially If convertible, mandatory or optional conversion Sha 28 If convertible, specify instrument type convertible into Con 19 If convertible, specify instrument type convertible into Con 19 If convertible, specify issuer of instrument it converts into The	Eligible	Eligible
8 Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date) 9 Par value of instrument 10 Accounting classification 11 Original date of issuance 12 Perpetual or dated 13 Original maturity date 14 Issuer call subject to prior supervisory approval 15 Optional call date, contingent call dates and redemption amount 16 Subsequent call dates, if applicable 17 Fixed or floating dividend/coupon 18 Coupons/dividends 19 Existence of a dividend stopper 20 Fully discretionary, partially discretionary or mandatory 21 Existence of a dividend stopper 22 Noncoumulative or cumulative 23 Convertible or non-convertible (*) 24 If convertible, conversion trigger (s) 25 If convertible, fully or partially 26 If convertible, conversion rate 27 If convertible, specify instrument type convertible into 28 If convertible, specify issuer of instrument it converts into 30 Write-down feature 30 Virie-down feature 31 Virie-down feature 32 Interventible, specify issuer of instrument it converts into	Solo and Group	Solo and Group
9 Par value of instrument 10 Accounting classification 11 Original date of issuance 11 Original date of issuance 12 Perpetual or dated 13 Original maturity date 14 Issuer call subject to prior supervisory approval 15 Optional call date, contingent call dates and redemption amount 16 Subsequent call dates, if applicable 20 Coupons/dividends 17 Fixed or floating dividend/coupon 21 Existence of a dividend stopper 20 Fully discretionary, partially discretionary or mandatory 21 Existence of a step up or other incentive to redeem 22 Noncumulative or cumulative 23 Convertible or non-convertible(1) 24 If convertible, conversion trigger (s) 25 If convertible, fully or partially 26 If convertible, mandatory or optional conversion 27 If convertible, specify instrument type convertible into 28 If convertible, specify instrument type convertible into 29 If convertible, specify instrument type convertible into 29 If convertible, specify instrument type convertible into 29 If convertible, specify instrument type convertible into 30 Write-down feature	Limited Recourse Capital Notes	Limited Recourse Capital Notes
10 Accounting classification		1500
11 Original date of issuance	CAD \$1,750MM	
12 Perpetual or dated	Shareholders' equity July 29, 2021 September 14, 2022	
13	July 29, 2021	Dated
Issuer call subject to prior supervisory approval Yes	October 31, 2081	October 31, 2082
15 Optional call date, contingent call dates and redemption amount From		Yes
Coupons/dividends	from October 1 to and including October 31 every fifth year thereafter	From October 1 to and including October 31, 2027 and during the period from October 1 to and including October 31 every fifth year thereafter During the period from October 1 to and including October 31 every fifth
Time	year	year
3.60 ann data tat at a 18 Coupon rate and any related index on t 19 Existence of a dividend stopper Yes 20 Fully discretionary, partially discretionary or mandatory Full Existence of a step up or other incentive to redeem No 22 Noncumulative or cumulative Norm 23 Convertible or non-convertible (*) 21 If convertible, conversion trigger (s) Trigger (s) 22 If convertible, conversion trigger (s) 23 If convertible, conversion trigger (s) 24 If convertible, conversion trigger (s) 25 If convertible, fully or partially 26 If convertible, conversion rate 27 If convertible, mandatory or optional conversion Mar 28 If convertible, specify instrument type convertible into Con If convertible, specify instrument type convertible into Con If convertible, specify instrument type convertible into Tone If convertible, specify instrument it converts into The	Fixed to floating	Fixed to floating
ann date 18	rixed to floating	Fixed to floating
20	date an "Interest Reset Date"), the interest rate on the Notes will be reset at an interest rate per annum equal to the Government of Canada Yield	7.283% per annum. Starting on October 31, 2027 and on every fifth anniversary of such date thereafter until Cotober 31, 2077 (each such date an "Interest Reset Date"), the interest rate on the Notes will be reset at an interest rate per annum equal to the Government of Canada Yield on the business day prior to such Interest Reset Date plus 4.10%
Existence of a step up or other incentive to redeem		Yes
22 Noncumulative or cumulative Non	Fully discretionary	Fully discretionary No
24 If convertible, conversion trigger (s) Trig ann Sup cea inst that viab prov acc fron sub wou 25 If convertible, fully or partially If convertible, conversion rate If convertible, mandatory or optional conversion Mar B If convertible, mandatory or optional conversion Mar If convertible, specify instrument type convertible into Con If convertible, specify instrument it converts into The If convertible, specify issuer of instrument it converts into No	Non-cumulative	Non-cumulative
ann Suppose instruction of instrument type convertible into Convertible, specify instrument type convertible into Con The Specify instrument type convertible into Con The Specify convertible, specify instrument type convertible into Con Specify Convertible, specify instrument type convertible into Con Specify Specify instrument it converts into The Specify Convertible, specify instrument Specify Convertible, specify Convertible, specify instrument Specify Convertible, specify Conve	Convertible	Convertible
26 If convertible, conversion rate Sha 27 If convertible, mandatory or optional conversion Mar 28 If convertible, specify instrument type convertible into Con 29 If convertible, specify issuer of instrument it converts into The 30 Write-down feature No	Trigger Event (contractual approach): 1) the Superintendent publicly announces that the Bank has been advised, in writing, that the Superintendent is of the opinion that the Bank has ceased, or is about to cease, to be viable and that, after the conversion of all contingent instruments and taking into account any other factors or circumstances that are considered relevant or appropriate, it is reasonably likely that the viability of the Bank will be restored or maintained; or 2) the federal or a provincial government in Canada publicly announces that the Bank has accepted or agreed to accept a capital injection or equivalent support from the federal government or any provincial government or political subdivision in Canada or agent or agency thereof without which the Bank would have been determined by the Superintendent to be non-viable.	
will 26 If convertible, conversion rate Sha 27 If convertible, mandatory or optional conversion Mar 28 If convertible, specify instrument type convertible into Con 29 If convertible, specify issuer of instrument it converts into The 30 Write-down feature No	Fully into common shares upon a Trigger Event	Fully into common shares upon a Trigger Event
28 If convertible, specify instrument type convertible into Con 29 If convertible, specify issuer of instrument it converts into The 30 Write-down feature No	Share Value) / Conversion Price. Refer to prospectus for further details	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details
29 If convertible, specify issuer of instrument it converts into The 30 Write-down feature No	Mandatory	Mandatory
30 Write-down feature No	Common Shares The Toronto-Dominion Bank	Common Shares The Toronto-Dominion Bank
		No No
		NA
32 If write-down, full or partial NA		NA NA
33 If write-down, permanent or temporary NA 34 If temporary write-down, description of write-down mechanism NA		NA NA
34 Type of subordination		
Position in subordination hierarchy in liquidation (specify instrument type	Subordinated Debt (see Subordinated Debt Main Features Template)	Subordinated Debt (see Subordinated Debt Main Features Template) No
37 If yes, specify non-compliant features N/A		N/A

¹⁾ The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).

The information contained in this document is up to date as of April 30, 2025

	Disclosure Template of Main Features	Limited Recourse Capital Notes Series 3 (NVCC)	Limited Recourse Capital Notes Series 4 (NVCC)
1	Issuer	The Toronto-Dominion Bank	The Toronto-Dominion Bank
2	Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	89117F8Z5	89116CKP1
3	Governing law(s) of the instrument	State of New York, Province of Ontario, and Canada	State of New York, Province of Ontario, and Canada
3a	Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for	NA	NA NA
	Regulatory treatment		
4	Transitional Basel III rules	Additional Tier 1	Additional Tier 1
5	Post-transitional Basel III rules	Eligible	Eligible
6 7	Eligible at solo/group/group&solo	Solo and Group	Solo and Group
8	Instrument type (types to be specified by jurisdiction) Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date)	Limited Recourse Capital Notes 2403	Limited Recourse Capital Notes 1023
9	Par value of instrument	USD \$2,410MM	\$1,033
10	Accounting classification	Shareholders' equity Shareholders' equity	
11	Original date of issuance	October 17, 2022	July 3, 2024
12	Perpetual or dated	Dated	Dated
13	Original maturity date	October 31, 2082	July 31, 2084
14	Issuer call subject to prior supervisory approval	Yes	Yes
15	Optional call date, contingent call dates and redemption amount	From October 31, 2027 and each January 31, April 30, July 31 and October 31 thereafter	From July 31, 2029 and each January 31, April 30, July 31 and October 31 thereafter
16	Subsequent call dates, if applicable	Each January 31, April 30, July 31 and October 31 thereafter	Each January 31, April 30, July 31 and October 31 thereafter
	Coupons/dividends	F. 11 6 1	E: 11 0 0
17	Fixed or floating dividend/coupon	Fixed to floating	Fixed to floating
18	Coupon rate and any related index		7.25% per annum. Slarting on July 31, 2029 and on every fifth anniversary of such date thereafter until July 31, 2079, the interest rate or the Notes will be reset at an interest rate per annum equal to the sum, as determined by the Bank or its designee, of (i) the U.S. Treasury Rate on the Interest Rate Calculation Date plus (ii) 2.917%.
19	Existence of a dividend stopper	Yes	Yes
20	Fully discretionary, partially discretionary or mandatory Existence of a step up or other incentive to redeem	Fully discretionary No	Fully discretionary No
22	Noncumulative or cumulative	Non-cumulative	Non-cumulative
23	Convertible or non-convertible ⁽¹⁾	Convertible	Convertible
24	If convertible, conversion trigger (s)	Trigger Event (contractual approach): 1) the Superintendent publicy announces that the Bank has been advised, in writing, that the Superintendent is of the opinion that the Bank has ceased, or is about to cease, to be viable and that, after the conversion of all contingent instruments and taking into account any other factors or circumstances that are considered relevant or appropriate, it is reasonably likely that the viability of the Bank will be restored or maintained; or 2) the federal or a provincial government in Canada publicly announces that the Bank has accepted or agreed to accept a capital injection or equivalent support from the federal government or any provincial government or any provincial government or agency thereof without which the Bank subdivision in Canada or agent or agency thereof without which the Bank subdivision in Canada or agent or agency thereof without which the Bank subdivision in Canada or agent or agency thereof without which the would have been determined by the Superintendent to be non-viable.	
25	If convertible, fully or partially	Fully into common shares upon a Trigger Event	Fully into common shares upon a Trigger Event
		Upon the occurrence of a Trigger Event, each outstanding Series 3 Share	Upon the occurrence of a Trigger Event, each outstanding Series 4 Share
26	If convertible, conversion rate	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details
27	If convertible, mandatory or optional conversion	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory
27 28	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares
27 28 29	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory
27 28	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA
27 28 29 30 31 32	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into Write-down feature If write-down, write-down trigger (s) If write-down, full or partial	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA
27 28 29 30 31 32 33	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into Write-down feature If write-down, write-down trigger (s) If write-down, full or partial If write-down, permanent or temporary	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA NA
27 28 29 30 31 32 33 34	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into Write-down feature If write-down, write-down trigger (s) If write-down, partial If write-down, permanent or temporary If temporary write-down, description of write-down mechanism	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA
27 28 29 30 31 32 33	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into Write-down feature If write-down, write-down trigger (s) If write-down, full or partial If write-down, permanent or temporary	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA	will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA NA

¹⁾ The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).

The information contained in this document is up to date as of April 30, 2025

	Disclosure Template of Main Features	Limited Recourse Capital Notes Series 5 (NVCC)
1	Issuer	The Toronto-Dominion Bank
2	Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	89116CVK0
3	Governing law(s) of the instrument	State of New York, Province of Ontario, and Canada
3a	Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for	NA NA
	Regulatory treatment	
4	Transitional Basel III rules	Additional Tier 1
5	Post-transitional Basel III rules	Eligible
6	Eligible at solo/group/group&solo	Solo and Group
7	Instrument type (types to be specified by jurisdiction)	Limited Recourse Capital Notes
8	Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date)	725
9	Par value of instrument	\$750
10	Accounting classification	Shareholders' equity
11	Original date of issuance	December 18, 2024
12	Perpetual or dated	Dated
13 14	Original maturity date Issuer call subject to prior supervisory approval	January 31,2085 Yes
15 16	Optional call date, contingent call dates and redemption amount Subsequent call dates, if applicable	From January 31, 2030 and each January 31, April 30, July 31 and October 31 thereafter Each January 31, April 30, July 31 and October 31 thereafter
	Coupons/dividends	
17	Fixed or floating dividend/coupon	Fixed to floating
18 19 20	Coupon rate and any related index Existence of a dividend stopper Fully discretionary, partially discretionary or mandatory	5.909% per annum. Starting on January 31, 2030 and on every fifth anniversary of such date thereafter until January 31, 2080, the interest rate on the Notes will be reset at an interest rate per annum equal to the sum, as determined by the Bank or its designee, of (i) the U.S. Treasury Rate on the Interest Rate Calculation Date plus (ii) 3.10%. Yes Fully discretionary
21	Existence of a step up or other incentive to redeem	No No
22	Noncumulative or cumulative	Non-cumulative
23	Convertible or non-convertible ⁽¹⁾	Convertible
24	If convertible, conversion trigger (s)	Trigger Event (contractual approach): 1) the Superintendent publicly announces that the Bank has been advised, in writing, that the Superintendent is of the opinion that the Bank has ceased, or is about to cease, to be viable and that, after the conversion of all contingent instruments and taking into account any other factors or circumstances that are considered relevant or appropriate, it is reasonably likely that the viability of the Bank will be restored or maintained; or 2) the federal or a provincial government in Canada publicly announces that the Bank has accepted or agreed to accept a capital injection or equivalent support from the federal government or any provincial government or political subdivision in Canada or agent or agency thereof without which the Bank would have been determined by the Superintendent to be non-viable.
25	If convertible, fully or partially	Fully into common shares upon a Trigger Event
26 27	If convertible, conversion rate If convertible, mandatory or optional conversion	Upon the occurrence of a Trigger Event, each outstanding Series 5 Share will be converted into a number of common shares equal to (Multiplier x Share Value) / Conversion Price. Refer to prospectus for further details Mandatory
28	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into	Common Shares
29	If convertible, specify issuer of instrument it converts into	The Toronto-Dominion Bank
30	Write-down feature	No
31	If write-down, write-down trigger (s)	NA Data
32	If write-down, full or partial If write-down, permanent or temporary	NA NA
34	If temporary write-down, description of write-down mechanism	NA NA
34a	Type of subordination	
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	Subordinated Debt (see Subordinated Debt Main Features Template)
36 37	Non-compliant transitioned features	No N/A
- 37	If yes, specify non-compliant features	IWA

¹⁾ The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).

The information contained in this document is up to date as of April 30, 2025