

Statement on Anti-Corruption

The Toronto-Dominion Bank and all of its subsidiaries (collectively known as “TD”) is committed to conducting its affairs in compliance with all laws and regulations applicable to its operations around the world and to the highest standards of ethics, integrity, honesty, fairness and professionalism.

Legislation in Canada and other jurisdictions where TD operates prohibits bribery and corrupt activities. As such, TD implemented an Anti-Bribery and Anti-Corruption program (“Program”) with our global footprint in mind. The legislation and related guidance considered in our Program includes:

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

TD has a Board of Directors approved Global Anti-Bribery and Anti-Corruption Policy (“ABAC Policy”) which is reviewed at a minimum, every two years. Responsibility for the ABAC Policy resides with the Chief Anti-Money Laundering Officer.

Anti-Bribery and Anti-Corruption Program

Safeguarding TD’s reputation and complying with applicable legal and regulatory requirements is the responsibility of every employee and director. That is why TD’s Program incorporates the following elements:

- ABAC Policy and standards establishing TD’s zero tolerance for bribery and corruption, including the prohibition of facilitation payments;
- Mandatory annual awareness training for employees, directors and those who act on behalf of TD;
- Internal controls, including but not limited to:
 - Pre-approval requirements for specified gifts and hospitality;
 - Third-party (e.g., vendors and agents) due diligence; and
 - Employee screening.
- Periodic risk assessment to determine risk exposure;
- Internal points of escalation, incident management and reporting, and a confidential whistleblower hotline;
- A Code of Conduct and Ethics, with Anti-Bribery and Anti-Corruption stipulations, requiring an annual attestation by all eligible employees, third-party workers and directors; and
- Independent monitoring and periodic review to assess the effectiveness of the Program.

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