

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

Canadian and international law prohibits bribery and corrupt activities in the jurisdictions where we operate. That is why we have implemented a Board approved Policy on bribery and corruption, which is reviewed annually and incorporates legislation to reflect our global footprint. This legislation includes Canada's Corruption of Foreign Public Officials Act (CFPOA) and Criminal Code, the U.S. Foreign Corrupt Practices Act (FCPA) and the U.K. Bribery Act (UKBA).

TDBG's anti-corruption program is overseen by a Committee of senior executives and supplements the principles and standards codified in the Code of Conduct and Ethics.

Anti-Bribery and Anti-Corruption Program

Safeguarding the reputation of TDBG and complying with applicable legal and regulatory requirements is the responsibility of every employee and director. That is why TDBG's program incorporates the following principles:

- A Policy framework communicating TDBG's zero tolerance to bribery and corruption;
- Enterprise-wide annual and specialized training;
- Pre-approval processes for the giving of specified hospitality;
- Prohibition of facilitation payments;
- Anti-corruption related clauses being created for contractual obligations;
- Internal points of escalation and confidential whistle blowing support; and
- Annual attestation by all employees to the policy via the Code of Conduct attestation.