	Disclosure Template of Main Features	9.15% Medium Term Notes due May 26, 2025	2.692% Medium Term Notes due June 24, 2025	2.982% Medium Term Notes due September 30, 2025
1	Issuer	The Toronto-Dominion Bank	The Toronto-Dominion Bank	The Toronto-Dominion Bank
2	Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	891160 EW 9	8911454X9	8911455X8
	Governing law(s) of the instrument	Province of Ontario and Canada	Province of Ontario and Canada	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
	other TLAC-eligible instruments governed by foreign law)			
	Regulatory treatment			
4	Transitional Basel III rules	Tier 2	Tier 2	Tier 2
5	Post-transitional Basel III rules	Ineligible	Eligible	Eligible
6	Eligible at solo/group/group&solo	Solo and Group	Solo and Group	Solo and Group
7	Instrument type (types to be specified by jurisdiction)	Tier 2 Subordinated debt	Tier 2 Subordinated debt	Tier 2 Subordinated debt
8	Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date)	\$198	\$1.489	\$989
9		\$1,000	\$1,000	\$1,000
		Liability - amortised cost	Liability - amortised cost	Liability - amortised cost
		December 4, 2000	June 24, 2015	September 30, 2015
	Perpetual or dated	Dated	Dated	Dated
13	Original maturity date	May 26, 2025	June 24, 2025	September 30, 2025
		Yes Yes	Julie 24, 2025 Yes	Yes
14	Issuer call subject to prior supervisory approval	1	1	7
	Optional call date, contingent call dates and redemption amount	At any time at the greater of: (i) par and (ii) the Canada Yield Price	On or after June 24, 2020, on any date, at par	On or after September 30, 2020, on any date, at par
15			Prior to June 24, 2020, upon the occurrence of a Regulatory Event or Tax Event, at the greater of (i) par and (ii) the Canada Yield Price	Prior to September 30, 2020, upon the occurrence of a Regulatory Event or Tax Event, at the greater of (i) par and (ii) the Canada Yield Price
16	Subsequent call dates, if applicable	NA	On or after June 24, 2020, on any date, at par	On or after September 30, 2020, on any date, at par
	Coupons/dividends			
17	Fixed or floating dividend/coupon	Fixed	Fixed	Fixed
18	Coupon rate and any related index	9.15%	2.692%	2.982%
19	Existence of a dividend stopper	No	No	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory	Mandatory
21	Existence of a step up or other incentive to redeem	No	No	No
22	Noncumulative or cumulative	Cumulative	Cumulative	Cumulative
	Convertible or non-convertible <sup>(1)</sup>	Non-convertible	Convertible	Convertible
24	If convertible, conversion trigger (s)	NA NA	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 casead, or is about to cease, to be viable and that, after the conversion of all contingent instruments (including the Notes) 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 for 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.  Fully into common shares upon a Trigger Event	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 c 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
24 25		NA		
	If convertible, conversion rate		T. Control of the Con	1
25 26			Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details	converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details
25 26 27	If convertible, mandatory or optional conversion	NA NA	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory	converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory
25 26 27 28	If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into	NA	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares	converted into a number of common shares equal to (Multiplier x Not Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares
25 26 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	NA NA	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory	converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory
25 26 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 Write-down feature	NA No	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No	converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No
25 26 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	NA	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank	converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank
26 27 28 29 30	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	NA No	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No	converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No
26 27 28 29 30 31	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)	NA No NA	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares The Toronto-Dominion Bank No NA	converted into a number of common shares equal to (Multiplier x Not Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA
26 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	NA NO NA NA	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA	converted into a number of common shares equal to (Muliplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA
26 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, full or partial If write-down, permanent or temporary If temporary write-down, description of write-down mechanism	NA NO NA NA NA	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA	converted into a number of common shares equal to (Muliplier x Not Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA
26 27 28 29 30 31 32 33 34 34a 35	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, full or partial If write-down, permanent or temporary If temporary write-down, description of write-down mechanism Type of subordination Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	NA No NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of the Bank	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of the Bank	converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of the Bank
26 27 28 29 30 31 32 33 34 34a 35 36	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 If temporary write-down, description of write-down mechanism Type of subordination Postition in subordination hierarchy in liquidation (specify instrument type	NA No NA NA NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of	converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of	converted into a number of common shares equal to (Multiplier x Nc Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness o

<sup>&</sup>lt;sup>1)</sup> The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).

	Disclosure Template of Main Features	4.859% Medium Term Notes due March 4, 2031	3.625% USD Medium Term Notes due September 15, 2031	3.224% Medium Term Notes due July 25, 2029
1	Issuer	The Toronto-Dominion Bank	The Toronto-Dominion Bank	The Toronto-Dominion Bank
2	Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	8911457R9	891160MJ9	891160QY2
3	Governing law(s) of the instrument	Province of Ontario and Canada	State of New York, Province of Ontario, and Canada	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	NA NA
	other TLAC-eligible instruments governed by foreign law)			
	Regulatory treatment			
4	Transitional Basel III rules	Tier 2	Tier 2	Tier 2
5	Post-transitional Basel III rules	Eligible	Eligible	Eligible
6	Eligible at solo/group/group&solo	Solo and Group	Solo and Group	Solo and Group
7	Instrument type (types to be specified by jurisdiction)	Tier 2 Subordinated debt	Tier 2 Subordinated debt	Tier 2 Subordinated debt
	Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date)	\$1,171	\$1,824	\$1,474
	Par value of instrument	\$1,000	USD 1,000	\$1,000
10	Accounting classification	Liability - amortised cost	Liability - amortised cost	Liability - amortised cost
11	Original date of issuance	March 4, 2016	September 15, 2016	July 25, 2017
12	Perpetual or dated	Dated	Dated	Dated
13	Original maturity date	March 4, 2031	September 15, 2031	July 25, 2029
14	Issuer call subject to prior supervisory approval	Yes	Yes	Yes
	Optional call date, contingent call dates and redemption amount	On or after March 4, 2026, on any date, at par	September 15, 2026 at par	On or after July 25, 2024, on any date, at par
		Prior to March 4, 2026, upon the occurrence of a Regulatory Event or Tax Event, at the greater of (i) par and (ii) the Canada Yield Price	At any time within 90 days following a Regulatory Event Date or at any time following the occurrence of a Tax Event, in each case, at par	Prior to July 25, 2024, upon the occurrence of a Regulatory Event or Tax Event, at the greater of (i) par and (ii) the Canada Yield Price
15	Subsequent call dates, if applicable	On or after March 4, 2026, on any date, at par	NA .	On or after July 25, 2024, on any date, at par
16	Coupons/dividends			
17	Fixed or floating dividend/coupon	Fixed	Fixed	Fixed
18	Coupon rate and any related index	4.859%	3.625%	3.224%
19	Existence of a dividend stopper	No	No	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory	Mandatory	Mandatory
21	Existence of a step up or other incentive to redeem	No	No	No
22	Noncumulative or cumulative	Cumulative	Cumulative	Cumulative
	Convertible or non-convertible <sup>(1)</sup>	Convertible	Convertible	Convertible
	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 (including the Notes) 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	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 (including the Notes) 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	Trigger Event (contractual approach): 1. the Superintendent publicly announces that the Bank has been advised, in writing, that the Superintendent is of the opinion tha the Bank has ceased, or is about to cease, to be viable and that, alto the conversion of all contingent instruments (including the Notes) 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 o 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
24	If convertible, fully or partially	which the Bank would have been determined by the Superintendent to be non-viable.	which the Bank would have been determined by the Superintendent to be non-viable.	which the Bank would have been determined by the Superintendent to be non-viable.
24 25	If convertible, fully or partially If convertible, conversion rate	which the Bank would have been determined by the Superintendent to	which the Bank would have been determined by the Superintendent to	which the Bank would have been determined by the Superintendent t
25	If convertible, fully or partially If convertible, conversion rate	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note.)
25	If convertible, conversion rate	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value)? Conversion Price. Refer to prospectus for further details	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value)? Comversion Price. Refer to prospects for further details	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Not Value) / Conversion Price. Refer to prospectus for further details
25 26 27	If convertible, conversion rate  If convertible, mandatory or optional conversion	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will to converted into a number of common shares equal to (Multiplier x No
25 26 27 28	If convertible, conversion rate  If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will converted into a number of common shares equal to (Multiplier x Not Value)? Conversion Price. Refer to prospectus for further details Mandatory.  Common Shares
26 27 28 29	If convertible, conversion rate  If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will to converted into a number of common shares equal to (Multiplier x Not Value) / Conversion Price. Refer to prospectus for further details Mandatory
26 27 28 29	If convertible, conversion rate  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	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Common Shares  Common Shares  The Toronto-Dominion Bank	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank	which the Bank would have been determined by the Superintendent be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will i converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank
26 27 28 29 30 31	If convertible, conversion rate  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)	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multipiler x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank No	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  Thoronto-Dominion Bank No	which the Bank would have been determined by the Superintendent be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will converted into a number of common shares equal to (Multiplier x No Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank No
26 27 28 29 30 31 32	If convertible, conversion rate  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	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details  Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA	which the Bank would have been determined by the Superintendent be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will converted into a number of common shares equal to (Multiplier x No Yalue) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA
26 27 28 29 30 31 32 33	If convertible, conversion rate  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)	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multipiler x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Comversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No	which the Bank would have been determined by the Superintendent be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will I converted into a number of common shares equal to (Multiplier x No Yalue) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank No NA
26 27 28 29 30 31 32 33 34	If convertible, conversion rate  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 If temporary write-down, description of write-down mechanism	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value)? Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA  NA	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA  NA  NA	which the Bank would have been determined by the Superintendent be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will converted into a number of common shares equal to (Multiplier x Not Value)? Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank No  NA  NA  NA  NA  NA
26 27 28 29 30 31 32 33 34 34a	If convertible, conversion rate  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 If temporary write-down, description of write-down mechanism	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares The Toronto-Dominion Bank No NA NA NA NA	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA  NA  NA	which the Bank would have been determined by the Superintendent be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will converted into a number of common shares equal to (Multiplier x No Value)? Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank No NA NA NA NA NA NA
26 27 28 29 30 31 32 33 34 34a 35	If convertible, conversion rate  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, tull or partial If write-down, permanent or temporary If temporary write-down description of write-down mechanism Type of subordination hierarchy in liquidation (specify instrument type	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA  NA  NA  NA  NA  Subordinate to deposit liabilities and all other senior indebtedness of	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Comversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA  NA  NA  NA  NA  NA  NA  NA	which the Bank would have been determined by the Superintendent be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will converted into a number of common shares equal to (Multiplier x No Yalue) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA  NA  NA  NA  NA  NA  NA  NA

<sup>&</sup>lt;sup>1)</sup> The term "convertible" is interpreted to mean convertible into a better form of loss-absorbing instrument (i.e. common shares).

	Disabassus Taxaslata of Main Fastures	3.589% Medium Term Notes
	Disclosure Template of Main Features	due September 14, 2028
1	Issuer	The Toronto-Dominion Bank
2	Unique identifier (eg CUSIP, ISIN, or Bloomberg identifier for private placement)	891160RP0
3 3a	Governing law(s) of the instrument	Province of Ontario and Canada  NA
3a	Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for other TLAC-eligible instruments governed by foreign law)	NA .
	Regulatory treatment	
4 5	Transitional Basel III rules Post-transitional Basel III rules	Tier 2 Eligible
6	Eligible at solo/group/group&solo	Solo and Group
7	Instrument type (types to be specified by jurisdiction)	Tier 2 Subordinated debt
8	Amount recognised in regulatory capital (Curr in millions, as of most recent reporting date)	\$1,748
9	Par value of instrument	\$1,000
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	September 14, 2018  Dated
12 13	Perpetual or dated Original maturity date	September 14, 2028
14	Issuer call subject to prior supervisory approval	Yes
	Optional call date, contingent call dates and redemption amount	On or after September 14, 2023, on any date, at par
		Prior to September 14, 2023, upon the occurrence of a Regulatory
		Event or Tax Event, at the greater of (i) par and (ii) the Canada Yield Price
		Filde
15		
	Subsequent call dates, if applicable	On or after September 14, 2023, on any date, at par
16		
	Coupons/dividends	
17	Fixed or floating dividend/coupon	Fixed
18	Coupon rate and any related index	3.589%
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
21	Existence of a step up or other incentive to redeem  Noncumulative or cumulative	No Cumulative
23	Convertible or non-convertible <sup>(1)</sup>	Convertible
23	If convertible, conversion trigger (s)	Trigger Event (contractual approach): 1. the Superintendent publicly
	ii darrataba, darrataan tiiggar (a)	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 (including the Notes) 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
1		which the Bank would have been determined by the Superintendent to
1		
		which the Bank would have been determined by the Superintendent to
		which the Bank would have been determined by the Superintendent to
		which the Bank would have been determined by the Superintendent to
		which the Bank would have been determined by the Superintendent to
		which the Bank would have been determined by the Superintendent to
24		which the Bank would have been determined by the Superintendent to be non-viable.
24 25	If convertible, fully or partially	which the Bank would have been determined by the Superintendent to
	If convertible, fully or partially If convertible, conversion rate	which the Bank would have been determined by the Superintendent to be non-viable.
		which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event
		which the Bank would have been determined by the Superintendent to be non-viable.
25	If convertible, conversion rate	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details
25 26 27	If convertible, conversion rate  If convertible, mandatory or optional conversion	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory
25 26 27 28	If convertible, conversion rate  If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares
26 27 28 29	If convertible, conversion rate  If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares The Toronto-Dominion Bank
25 26 27 28 29 30	If convertible, conversion rate  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	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory.  Common Shares The Toronto-Dominion Bank No
26 27 28 29	If convertible, conversion rate  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)	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares  The Toronto-Dominion Bank No
26 27 28 29 30 31	If convertible, conversion rate  If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issue of instrument it converts into Write-down feature If write-down, write-down trigger (s) If write-down, full or partial	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory.  Common Shares The Toronto-Dominion Bank No
26 27 28 29 30 31 32	If convertible, conversion rate  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)	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA
26 27 28 29 30 31 32 33	If convertible, conversion rate  If convertible, mandatory or optional conversion If convertible, specify instrument type convertible into If convertible, specify issuer of instrument it converts into Wirtle-down feature If write-down, write-down trigger (s) If write-down, full or partial If write-down, permanent or temporary	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory  Common Shares  The Toronto-Dominion Bank  No  NA  NA
26 27 28 29 30 31 32 33 34 34a	If convertible, conversion rate  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 If temporary write-down, description of write-down mechanism Type of subordination Type of subordination	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares  The Toronto-Dominion Bank No NA NA NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of
26 27 28 29 30 31 32 33 34 34a 35	If convertible, conversion rate  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 If temporary write-down, description of write-down mechanism Type of subordination Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument)	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Common Shares  The Toronto-Dominion Bank No NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of the Bank
26 27 28 29 30 31 32 33 34 34a	If convertible, conversion rate  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 If temporary write-down, description of write-down mechanism Type of subordination Type of subordination	which the Bank would have been determined by the Superintendent to be non-viable.  Fully into common shares upon a Trigger Event  Upon the occurrence of a Trigger Event, each outstanding Note will be converted into a number of common shares equal to (Multiplier x Note Value) / Conversion Price. Refer to prospectus for further details Mandatory Common Shares  The Toronto-Dominion Bank No NA NA NA NA NA NA NA Subordinate to deposit liabilities and all other senior indebtedness of

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The information contained in this document is up to date as of January 31, 2019