

All Segment Investor Day

April 17, 2012

From time to time, the Bank makes written and/or oral forward-looking statements, including in this presentation, in other filings with Canadian regulators or the U.S. Securities and Exchange Commission, and in other communications. In addition, representatives of the Bank may make forward-looking statements orally to analysts, investors, the media and others. All such statements are made pursuant to the "safe harbour" provisions of, and are intended to be forward-looking statements under, applicable Canadian and U.S. securities legislation, including the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements include, but are not limited to, statements regarding the Bank's objectives and priorities for 2012 and beyond and strategies to achieve them, and the Bank's anticipated financial performance. Forward-looking statements are typically identified by words such as "will", "should", "believe", "expect", "anticipate", "intend", "estimate", "plan", "may", and "could".

By their very nature, these statements require the Bank to make assumptions and are subject to inherent risks and uncertainties, general and specific. Especially in light of the uncertainty related to the financial, economic and regulatory environments, such risks and uncertainties – many of which are beyond the Bank's control and the effects of which can be difficult to predict – may cause actual results to differ materially from the expectations expressed in the forward-looking statements. Risk factors that could cause such differences include: credit, market (including equity, commodity, foreign exchange, and interest rate), liquidity, operational (including technology), reputational, insurance, strategic, regulatory, legal, environmental, and other risks, all of which are discussed in the Management's Discussion and Analysis ("MD&A") in the Bank's 2011 Annual Report. Additional risk factors include the impact of recent U.S. legislative developments, as discussed under "Significant Events in 2011" in the "Financial Results Overview" section of the 2011 MD&A; changes to and new interpretations of capital and liquidity guidelines and reporting instructions; increased funding costs for credit due to market illiquidity and competition for funding; the failure of third parties to comply with their obligations to the Bank or its affiliates relating to the exhaustive of all possible risk factors and other factors could also adversely affect the Bank's results. For more detailed information, please see the "Risk Factors and Management" section of the 2011 MD&A. All such factors should be considered carefully, as well as other uncertainties and potential events, and the inherent uncertainty of forward-looking statements, when making decisions with respect to the Bank and we caution readers not to place undue reliance on the Bank's forward-looking statements.

Material economic assumptions underlying the forward-looking statements contained in this presentation are set out in the Bank's 2011 Annual Report under the headings "Economic Summary and Outlook", and for each business segment, "Business Outlook and Focus for 2012", as updated in the First Quarter 2012 Report to Shareholders under the headings "Business Outlook"; and for the Corporate segment in the report under the heading "Outlook".

Any forward-looking statements contained in this presentation represent the views of management only as of the date hereof and are presented for the purpose of assisting the Bank's shareholders and analysts in understanding the Bank's financial position, objectives and priorities and anticipated financial performance as at and for the periods ended on the dates presented, and may not be appropriate for other purposes. The Bank does not undertake to update any forward-looking statements, whether written or oral, that may be made from time to time by or on its behalf, except as required under applicable securities legislation.

Agenda



- Introduction Rudy Sankovic, Senior Vice President, Investor Relations
- Opening remarks
 - Ed Clark, Group President and Chief Executive Officer
 - Colleen Johnston, Group Head Finance, Chief Financial Officer
- Business unit presentations and fireside chats
 - Canadian Personal & Commercial Banking Tim Hockey, Group Head
 - Wealth & Insurance Mike Pedersen, Group Head

BREAK

- U.S. Personal & Commercial Banking Bharat B. Masrani, Group Head
- Wholesale Banking Bob Dorrance, Group Head
- Fireside chat Ed Clark, Group President and Chief Executive Officer
- Closing remarks



Ed Clark Group President, TD Bank Group Chief Executive Officer



Colleen Johnston Group Head Finance, TD Bank Group Chief Financial Officer

Key takeaways







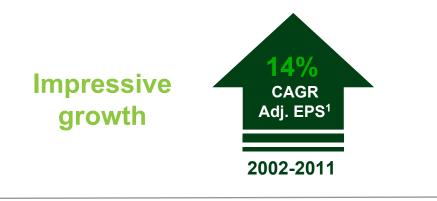


Build competitive advantage through productivity management

Targeting 7-10% adjusted EPS growth over the medium term

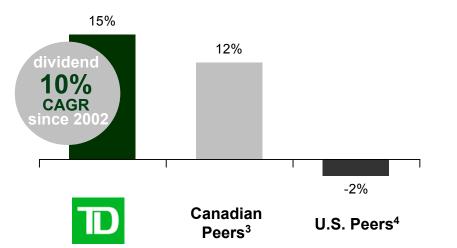
Proven performance



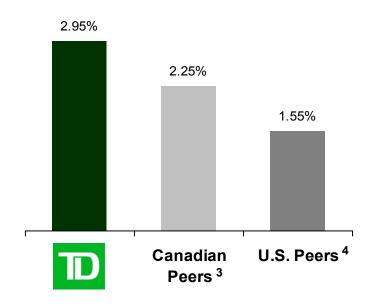


Leading total shareholder returns²

Oct 31, 2002 - Oct 31, 2011



Better return on RWA⁵



Well positioned to continue to outperform

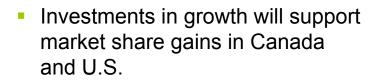
1. The Bank utilizes non-GAAP financial measures referred to as "adjusted" results (i.e. reported results excluding "items of note", net of income taxes) to assess each of its businesses and measure overall Bank performance. Please see "How the Bank Reports" in the 1st Quarter 2012 Press Release for further explanation. Due to a reported net loss in earnings in 2002, the reported earnings and EPS CAGR are not meaningful See also on pg. 158 and 159 of the 2011 Annual Report for Earnings and EPS reconciliation for 10 years ending FY11.

- 2. All periods are compounded annual growth rates ending October 31, 2011
- Canadian Peers include RY, CM, BMO and BNS.
 U.S. Peers include BAC, C, JPM, WFC, USB, and PNC.
- 5. Canadian banks based on fiscal year. U.S. banks based on calendar year. All figures are in local currency. TD's reported return on RWA was 2.78% in 2011. Peers adjusted on a comparable basis to exclude identified non-underlying items. For U.S. peers, based on their FY 2011 results ended December 31, 2011. Return on risk-weighted assets is adjusted net income available to common shareholders divided by average RWA.

Environment presents headwinds







New businesses coming on stream

Lower for longer interest rates Margin compression in retail



Opportunity for fee growth

Demanding regulatory environment



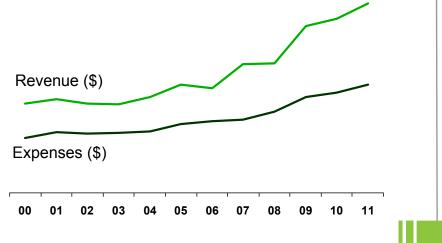
...but higher costs, revenue and capital impacts have been largely absorbed already

TD model has many growth levers

Owning the productivity agenda



Focusing on positive operating leverage



Targeting lower core expense growth in 2012 – even lower in 2013-2014

2013-2014 productivity enhancements

- Focus on best run capabilities
- Leverage scale
- Optimize North American purchasing power
- Leverage capabilities through enabling common functions
- Strong expense discipline

Reducing rate of expense growth while investing for the future

Growth opportunities



Canadian P&C

- Retail banking
- Business banking
- Auto lending
- Credit cards

Wealth & Insurance

- Advice
- Direct investing
- Insurance
- Cross-sell

U.S. P&C

- Optimize distribution
- De novo store growth
- Regional banking
- Cross-sell

Wholesale

- U.S. fixed income and foreign exchange
- Dealer to U.S. P&C
- Franchise/client-driven businesses

Consistent strategy

- Lead with service and convenience
- Leverage TD brand across all segments
- Continue to invest
- Focus on organic growth

Targeting 7-10% adjusted EPS growth over the medium term



Tim Hockey Group Head, Canadian Banking, Auto Finance and Credit Cards

Proven performance



Leading service & convenience

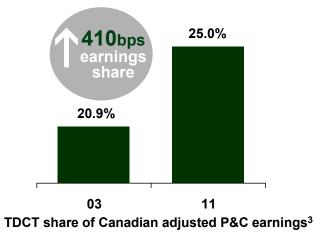


6th JD Power Award win in a row¹



7th Synovate Best Banking win in a row²

Taking market share



1. TD Canada Trust received the highest numerical score among the big five retail banks in the proprietary J.D. Power and Associates 2011 Canadian Retail Banking

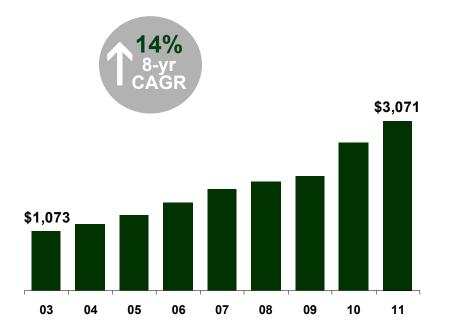
Customer Satisfaction StudySM. Study based on 12,740 total responses. Proprietary study results are based on experiences and perceptions of consumers surveyed February – April, 2010. Your experiences may vary. Visit jdpower.com

 Rated #1 for "Customer Service Excellence" among Canada's five major banks by an independent market research firm, Synovate, for the seventh year in a row. The Synovate Best Banking Awards for 2011 were based on survey responses from 40,353 households yielding 60,641 financial institution ratings for the year ended August 2011, regionally and demographically representative of the entire Canadian population. Known as the Customer Service Index, the survey has been in existence since 1987.

3. The Bank utilizes non-GAAP financial measures referred to as "adjusted" results (i.e. reported results excluding "items of note", net of income taxes) to assess each of its businesses and measure overall Bank performance. Please see "How the Bank Reports" in the 1st Quarter 2012 Press Release for further explanation.

Near triple earnings

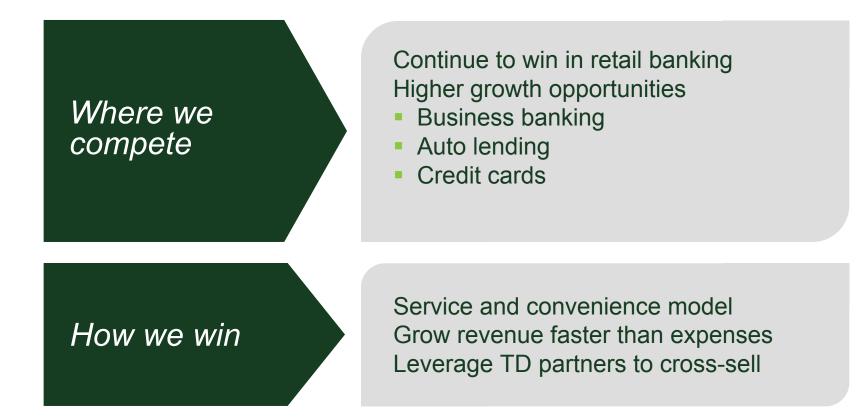
Canadian Personal & Commercial Banking net income (\$MM)



Expect 7-10% earnings growth over the medium term

Consistent strategy





Continue to win in retail banking

D

New distribution investments

- 40% of new branch openings (all banks) in the last five years were TD¹
- Expect to continue to opening 20+ branches a year
- Focus in under-represented regions such as Quebec
- North American investments in direct channels

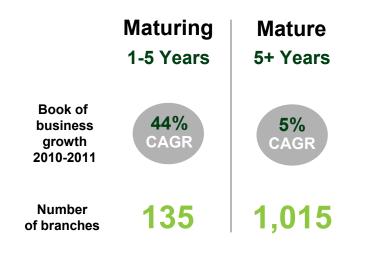
Unmatched in the market



- Open 50% longer than our competition
- Sunday hours in over 370 branches

Maturing branch performance

Newer branches see breakeven in less than **3 years** and payback in less than **5 years**



Continued investment to drive growth

Canadian opportunity: Business Banking

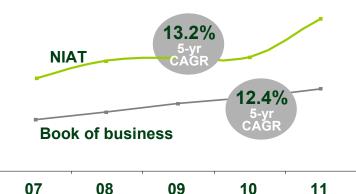


Significant investment

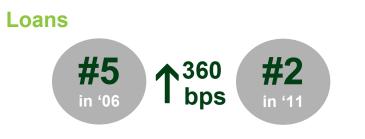


- 500 new business bankers
- 8 new business banking centres

Increased bottom line



Market share gains¹



Deposits

Only bank to increase market share in recent years²



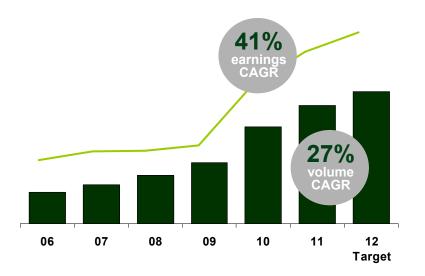
Average PCL rate of only **21bps** from 2007-2011

Targeting additional market share gains

North American opportunity: **TD Auto Finance**



Canadian auto lending



- Leading full-spectrum lender
- Proven growth and stability
- 4,100 dealers

U.S. auto lending

- 8,000 dealers across a coast-to-coast footprint
- Diversified brands and pent-up demand
- Optimizing our model given increased competition and lower margins



Proven capabilities combined with true North American scale

North American opportunity: Credit cards



Leading market share in Canada





- TD Canada Trust best-in-class branch distribution
- MBNA's direct origination and servicing expertise
- 600,000 net-new cross-sell opportunities with MBNA

Untapped U.S. potential





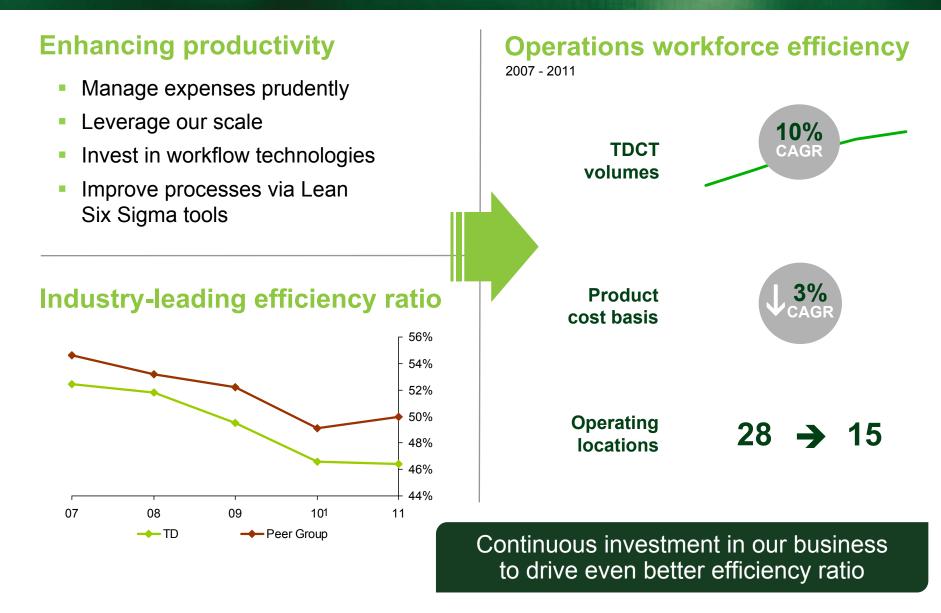


- 1,300 store distribution channel
- Growing private label business

North American capability and scale

Committed to operational excellence

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Key takeaways



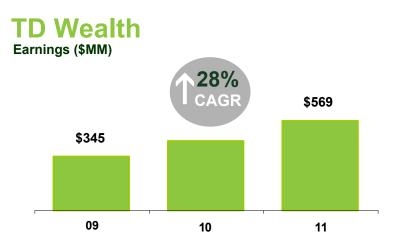
- We have higher growth opportunities that complement our strong retail base
- Our investments in the future are paying off
- We will stay true to our core strategy
 - Deliver legendary service and convenience
 - Drive operational efficiencies
 - Focus on long-term growth

Expect 7-10% earnings growth over the medium term



Mike Pedersen Group Head, Wealth Management, Insurance and Corporate Shared Services

Strong franchise – poised for growth



Leading market positions

#1

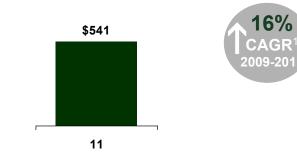
Online brokerage in Canada² Execution-only brokerage in U.K.³ Institutional asset management² Private Investment Counsel⁴

#2 Mutual Funds⁵

LIPPER

TD Insurance

Earnings (\$MM)¹



Leading market positions



Direct writer of home & auto insurance in Canada⁶ Affinity home and auto insurance⁶

> Creditor insurance⁷ Personal lines⁶

#2



Positioned for double-digit earnings growth over the medium term

- 1. Based on IFRS.
- 2. Market share is based on Investor Economics asat December 2011.
- 3. Compeers based on daily average retail trades as at September 2011.
- 4. Investor Economics, Share of Wallet, October 2011.

Surviscor

- 5. Among Big 6 Canadian banks.
- 6. TD Insurance Market Watch Report.
- 7. CBA 2011 Benchmarking Report.

Unique and winning strategy



Where we compete

Wealth

- Mass Affluent and High Net Worth TD clients in Canada and U.S.
- Self-directed investors in selected markets
- Institutional asset management in Canada

Insurance

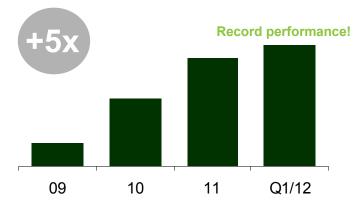
- Underserved Canadian mass market
- TD customers
- Products that meet our risk appetite (Home & Auto, Life & Health, Creditor and Travel)

How we win

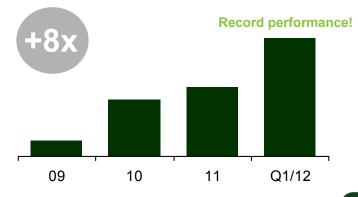
Legendary TD client experience Leverage TD brand and client base Direct distribution Conservative risk appetite

Wealth & Insurance: how we win Legendary client experience will fuel growth

Wealth Client Experience



Insurance Customer Experience



JD Power recognized **TD Private Investment Advice #1 among Big 6** with Canadians with wealth in excess of \$500K¹

Sustaining the trajectory

- Culture / "Tone from the top"
- Focus on Advice
- Training, compensation, incentives
- Technology and operations
- Fix key "pain" points

Great client experience attracts, retains and consolidates clients' share of wallet

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Canadian Wealth: how we win Leveraging TD brand and client base



Built strong Advice capability

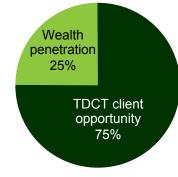
~2,000 face-to-face advisors

Leading Asset Management franchise

Referrals to Advice increasing



Under-penetrated TD client base¹



Referrals increase our share of wallet



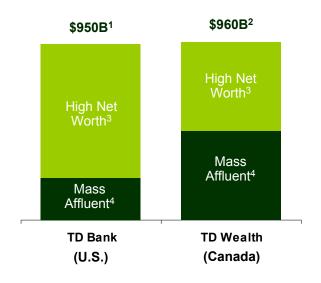
25% of branches generate > 50% of referrals

Drive more referral activity through joint initiative with TDCT

U.S. Wealth: how we win Leveraging TD brand and client base



\$1T U.S. opportunity



- U.S. Wealth opportunity as large as Canada despite smaller overall U.S. TD client base
- U.S. opportunity concentrated in High Net Worth (\$1MM+) segment

We have **only penetrated 3%** of U.S. Mass Affluent and High Net Worth client base

U.S. Wealth strategy

- Focusing on High Net Worth / Private Banking
- Partnering with TD Ameritrade for Mass Affluent segment
- Building people, product, platform

Investing in capabilities for long-term growth

1. Total Wealth wallet of TD Bank AMCB client base.

3. High Net Worth is defined as investable assets of US\$1MM+.

^{2.} Total Wealth wallet of TD Wealth Canada client base.

^{4.} Mass Affluent is defined as investable assets of US\$250M-US\$1MM.

Wealth: how we win Direct distribution advantage



TD: the clear leader in direct investing

- TD Direct Investing Canada
- TD Direct Investing U.K./International
- TD Ameritrade¹

Strong market share gains in past year²

- Assets 46% up 10 bps
- Trades 56% up 257 bps
- Revenues 51% up 335 bps

Direct investing market projected to grow at **7% CAGR** – faster than any other Wealth segment³

Investing in capabilities to widen our lead

- Mobile trading
- Client on-boarding
- Investor education
- Leverage TD Ameritrade

Grow faster than the industry

1. As at January 31, 2012, TD had a 45.10% reported equity investment in TD Ameritrade.

3. Source: Investor Economics, Retail Brokerage Report, December 2011. From 2010 to 2020

^{2.} Canadian data: among big six Canadian banks, Investor Economics, Retail Brokerage Report, December 2011; UK data: Compeers; U.S. data based on daily average trades.

Insurance: how we win Leveraging TD brand and client base

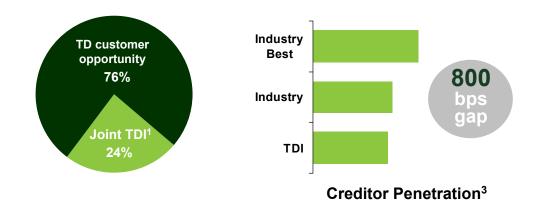


- 78% of TD Insurance customers are also joint customers of TDCT or TD Wealth
- Untapped opportunity with under-served mass market and Affinity customers





11 million TD customers



Significant growth opportunity

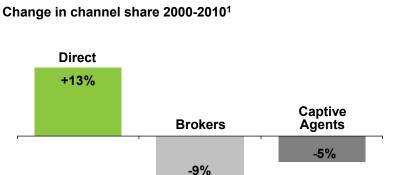
2. TD = TD Canada Trust and TD Wealth only.

^{1.} TD Insurance customers who also hold non-insurance product(s) with TD Canada Trust or TD Wealth.

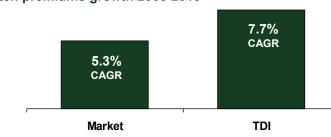
Insurance: how we win Direct distribution advantage



More customers are choosing direct channel in Canada

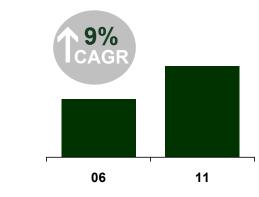


TD Insurance premiums have outgrown the market by almost 50%



Written premiums growth 2006-2010¹

TD Affinity premium growth²



TD is the #1 direct response insurer

- Our distribution model is direct: telephone, online
- Direct channel sales will keep outpacing market
- Economics of direct channels more favourable
- Continue to leverage leadership position in Affinity markets

Well positioned to continue growing faster than the industry

1. Source: TDI 2011 Market Watch Report. Home and Auto only.

Conservative risk appetite



Wealth	Insurance		
 Advice in footprint only 	No distribution through brokers		
Conservative client suitability policiesAvoid products with tail risk	Avoid products with tail riskShort duration fixed income, no equities		
 Prudent treasury management 	 Conservative approach to reinsurance 		

Reduces earnings volatility

How we win



- Legendary TD client experience
- Leverage TD brand and client base
- Direct distribution
- Conservative risk appetite

Positioned for double-digit earnings growth over the medium term



Bharat B. Masrani Group Head, U.S. Personal and Commercial Banking

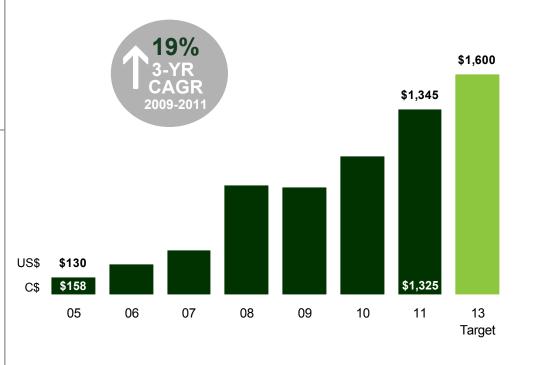
TD Bank is a top 10 bank in the U.S.¹



Winning customers over Legendary **wow** customer service Unparalleled convenience Money | BEST BANKS 2011 **BEST REGIONAL BANK/EAST Taking market share** 72% 50% 34% (1)% U.S. Banks² U.S. Banks² TD Bank **TD Bank Deposit growth** Loan growth

Building an enduring franchise

U.S. Personal & Commercial Banking adjusted earnings⁵ (\$MM)



Well positioned to achieve 7-10% adjusted earnings growth target over the medium term

1. SNL Financial as of December 31, 2011, ranked by deposits. 2. U.S. Banks with more than \$10B in Assets as defined by the FDIC.

- 2 Or banks with title that a total researces as defined by the PURC. 3 TO Bank is with title that a total researces as defined by the PURC. 3 TO Bank is protection an isocial quarter basis with peers are reported on a calendar quarter basis. TD Bank loan and deposit growth excludes the impact of acquisitions; deposit growth includes TD Ameritrade IDAs. 4. Gross loans and leases in USD as of December 31, 2011 compared to December 31, 2001. December 31, 2001 combander of parts and leases in USD as a depositive of the period of the period beamber 31, 2001 compared to a response of the period beamber 31, 2001 compared to a scenable of acquisitions. 5. Excludes "Immes" of note" related primarily to integration charges recorded in connection with US. PRO acquisitions.

'07-'11^{3,4}

'07-'11³

Consistent strategy





Significant growth opportunity



MSA	Deposit market ¹	Deposit market share	Rank	Mortgage originations ²	Contract Con
Boston Metro	\$166B	4.4%	5	\$29B	2.4%
Miami-Fort Lauderdale	\$158B	2.0%	13	\$25B	0.9%
New York Metro	\$1,051B	3.5%	8	\$79B	2.1%
New York City ³	\$212B	5.1%	5		
Philadelphia Metro ⁴	\$163B	10.7%	2	\$24B	2.4%
Washington DC Metro	\$140B	1.3%	15	\$40B	0.5%

Opportunity to accelerate loan growth

- Residential
- Commercial and industrial
- Corporate and specialty banking
- TD Auto Finance

Significant cross-sell opportunities remain as franchise matures

Continue to take market share

1. Based on SNL Bank and Thrifts as of 6/30/2011, (USD billions).

2. New mortgage origination volume in 2011 from Moody's (USD billions).

3. Branches with more than \$500MM in deposits are capped at \$500MM.

4. Excludes TD Ameritrade IDA deposits

Regional banking model drives success





- Provides ACCESS to the entire bank
- Local people making local decisions
- Incentives aligned to behaviours

Business won

- Displaced bank group
- Comprehensive credit facilities

D

Full cash management

Pipeline opportunities

- TD Securities
- Private Banking
- Bank at Work
- Custodial/Investment Management Services

CSH Cold Spring Harbor Laboratory

Model delivers the entire bank to customers

De novo strategy captures deposit share

Maturing store growth

 In 2011, 12% of stores were maturing and drove a significant percentage of overall deposit growth

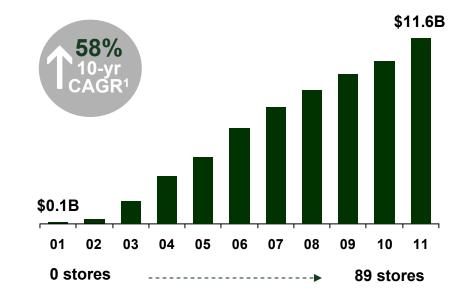
35 new stores in 2012

Targeting high opportunity markets

- Metro NYC
- Metro Boston
- South Florida

Winning in the New York market

NYC deposit growth (US\$)



Goal \rightarrow #3 in deposit share²

Extending the model in attractive markets

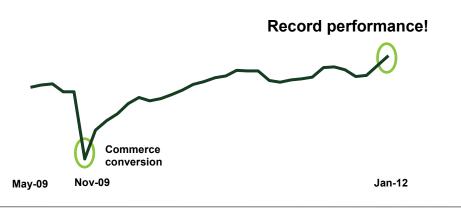
1. Historical deposit volumes are as of year end.

2. Among Retail banks. Branches with more than \$500MM in deposits are capped at \$500MM. Based on SNL Bank and Thrifts as of 6/30/2011 (USD \$billions).

Strong customer experience and value proposition



Continuing to deliver



Mitigating fee pressures while maintaining competitive advantage

- Optimizing our fee structure
- Introduced service charges for value-added services
- Offering customers greater product choice

Industry-leading sales performance and value proposition

- Launched new retail and small business checking products
- Outperforming peers for checking account sales

Record new checking accounts in February

Drives account growth

Deepen customer relationships through cross-sell

Engaging customers early and often

- Implemented retail sales model with training, coaching, product knowledge and incentives
- Invested significantly in infrastructure
- Leveraging TDCT sales tools

TD Bank households with mortgages have 7+ products and services

Winning on cross-sell

- Contact Center account openings equivalent to 80+ stores
- Stores contribute 62% of mortgage sales
- Seeing good momentum on referrals to TD Ameritrade

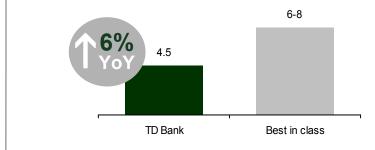
Deepening penetration



New households' products & services¹

Opportunity to grow

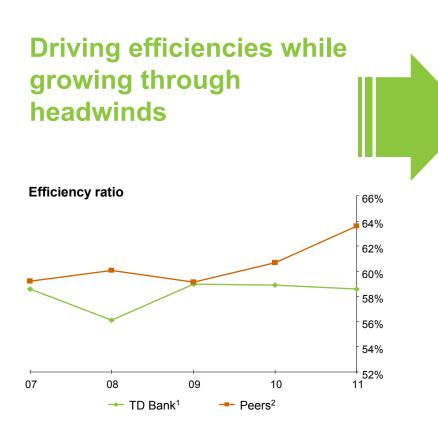
All households' products & services¹



Maturing sales and service culture

Driving efficiencies





Enhancing productivity

Customer capture

- Digital imaging capability at the teller line
- Better customer experience
- More seamless processing
- Permanent cost reductions

Continuing to build for the future

- De novo expansion
- Improvements in online and mobile banking

Managing expenses – investing for the future

1.TD U.S. P&C is fiscal year Efficiency ratio - adjusted and is not restated retrospectively for adoption of IFRS in 2012. Restated to IFRS, 2011 ratio is 60.2% 2.Peer group: BB&T Corp, KeyCorp, M&T Bank Corp, PNC Financial Svcs Group, Regions Financial Corp.

Key takeaways



- Unique value proposition
 - customer sales and service experience
 - Unparalleled convenience
- Competitive product suite
- Significant opportunity to continue to take share through organic growth
- Cross-sell initiatives progressing as franchise matures
- Continue to drive productivity enhancements

Well positioned to achieve 7-10% adjusted earnings growth target over the medium term



Bob Dorrance Group Head, Wholesale Banking

Consistent strategy



Where we compete

Canada

Be the top-ranked integrated investment dealer

U.S.

- Extend goals of the Canadian franchise
- Wholesale dealer to U.S. P&C
- Grow U.S. fixed income and foreign exchange

Outside North America

 Niche player in franchise/client-driven businesses (energy and mining, super-sovereign agencies, fixed income, foreign exchange)

How we win

Franchise businesses Alignment to TD Disciplined risk approach

Leading domestic investment dealer





Generate 15-20% ROE with acceptable risk appetite

1. TSX 2011.

- 2. Thomson Financial 2011.
- 3. Global Custodian Survey, 2008, 2009, 2010 & 2011.

4. Bloomberg 2011.

Growing the TDS franchise in the U.S.

Grow with U.S. retail partners

- Leverage existing customer relationships
- Help evolve U.S. retail bank's corporate banking business
- Capture more of the transaction life-cycle
- Support U.S. product lines with wholesale products



Build a U.S. dealer

- Complete build of USD fixed income platform
- Extend proven competitive advantages of Canadian franchise
- Grow foreign exchange and commodities business

Building a U.S. dollar dealer aligned with U.S. P&C

Maintain focus globally



Extend competitive advantages outside North America

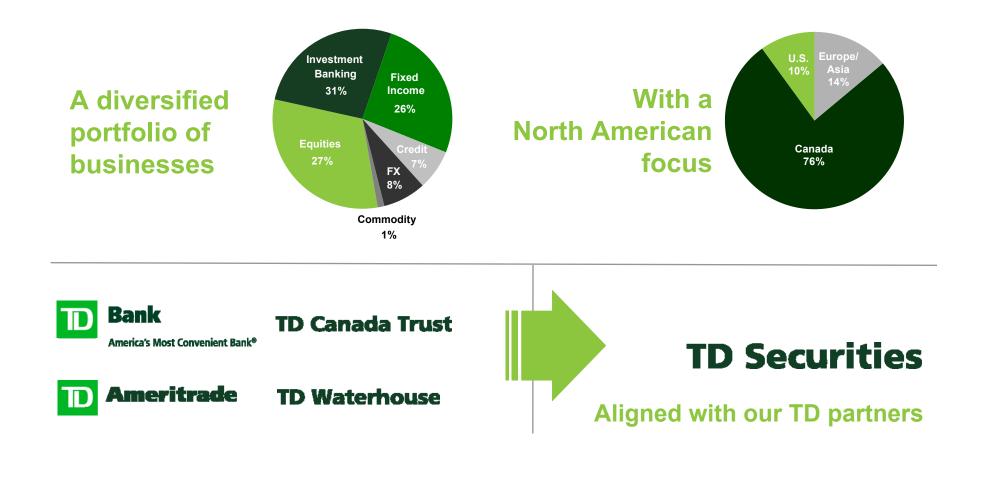


- Provide liquidity and funding to European super-sovereigns and agencies in dollar-based currencies
- Leverage energy and mining franchises to global investors and markets
- Expand precious metals and foreign exchange trading and facilitation to Central Banks

Global strategy extends domestic expertise

Key takeaways





Investing for growth

