



TD Bank Group Investor Presentation

Q1 2019

Caution Regarding Forward-Looking Statements



From time-to-time, the Bank (as defined in this document) makes written and/or oral forward-looking statements, including in this document, in other filings with Canadian regulators or the United States (U.S.) Securities and Exchange Commission (SEC), 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 made in this document, the Management’s Discussion and Analysis (“2018 MD&A”) in the Bank’s 2018 Annual Report under the heading “Economic Summary and Outlook”, for the Canadian Retail, U.S. Retail, and Wholesale Banking segments under headings “Business Outlook and Focus for 2019”, and for the Corporate segment, “Focus for 2019”, and as may be updated in subsequently filed quarterly reports to shareholders and news releases (as applicable), and in other statements regarding the Bank’s objectives and priorities for 2019 and beyond and strategies to achieve them, the regulatory environment in which the Bank operates, and the Bank’s anticipated financial performance. Forward-looking statements are typically identified by words such as “will”, “would”, “should”, “believe”, “expect”, “anticipate”, “intend”, “estimate”, “plan”, “goal”, “target”, “may”, and “could”.

By their very nature, these forward-looking 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 physical, financial, economic, political, 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, individually or in the aggregate, such differences include: credit, market (including equity, commodity, foreign exchange, interest rate, and credit spreads), liquidity, operational (including technology and infrastructure), reputational, insurance, strategic, regulatory, legal, environmental, capital adequacy, and other risks. Examples of such risk factors include the general business and economic conditions in the regions in which the Bank operates; the ability of the Bank to execute on long-term and shorter-term strategic priorities, including the successful completion of acquisitions and strategic plans; the ability of the Bank to attract, develop, and retain key executives; disruptions in or attacks (including cyber-attacks) on the Bank’s information technology, internet, network access, or other voice or data communications systems or services; the evolution of various types of fraud or other criminal behaviour to which the Bank is exposed; the failure of third parties to comply with their obligations to the Bank or its affiliates, including relating to the care and control of information; the impact of new and changes to, or application of, current laws and regulations, including without limitation tax laws, capital guidelines and liquidity regulatory guidance, and the Bank recapitalization “bail-in” regime; exposure related to significant litigation and regulatory matters; increased competition from incumbents and non-traditional competitors, including Fintech and big technology competitors; changes to the Bank’s credit ratings; changes in currency and interest rates (including the possibility of negative interest rates); increased funding costs and market volatility due to market illiquidity and competition for funding; critical accounting estimates and changes to accounting standards, policies, and methods used by the Bank; existing and potential international debt crises; and the occurrence of natural and unnatural catastrophic events and claims resulting from such events. The Bank cautions that the preceding list is not exhaustive of all possible risk factors and other factors could also adversely affect the Bank’s results. For more detailed information, please refer to the “Risk Factors and Management” section of the 2018 MD&A, as may be updated in subsequently filed quarterly reports to shareholders and news releases (as applicable) related to any events or transactions or events discussed under the heading “Significant and Subsequent Events, and Pending Acquisitions” in the relevant MD&A, which applicable releases may be found on www.td.com. 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 the Bank cautions readers not to place undue reliance on the Bank’s forward-looking statements.

Material economic assumptions underlying the forward-looking statements contained in this document are set out in the 2018 MD&A under the headings “Economic Summary and Outlook”, for the Canadian Retail, U.S. Retail, and Wholesale Banking segments, “Business Outlook and Focus for 2019”, and for the Corporate segment, “Focus for 2019”, each as may be updated in subsequently filed quarterly reports to shareholders.

Any forward-looking statements contained in this document 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.

TD Bank Group – Key Themes



1 Top 10 North American Bank

6th largest bank by Total Assets¹
6th largest bank by Market Cap¹

2 Proven Performance

*Delivering **top tier** long term shareholder returns²*

3 Strong Balance Sheet and Capital Position

Highly rated by major credit rating agencies

4 Focus on Growth Opportunities

*Targeting **7-10%** adjusted EPS growth over the medium term³*

1. See slide 7.
2. See slide 15.
3. See slide 7, footnote 1, for definition of adjusted results.

Our Businesses

Canadian Retail

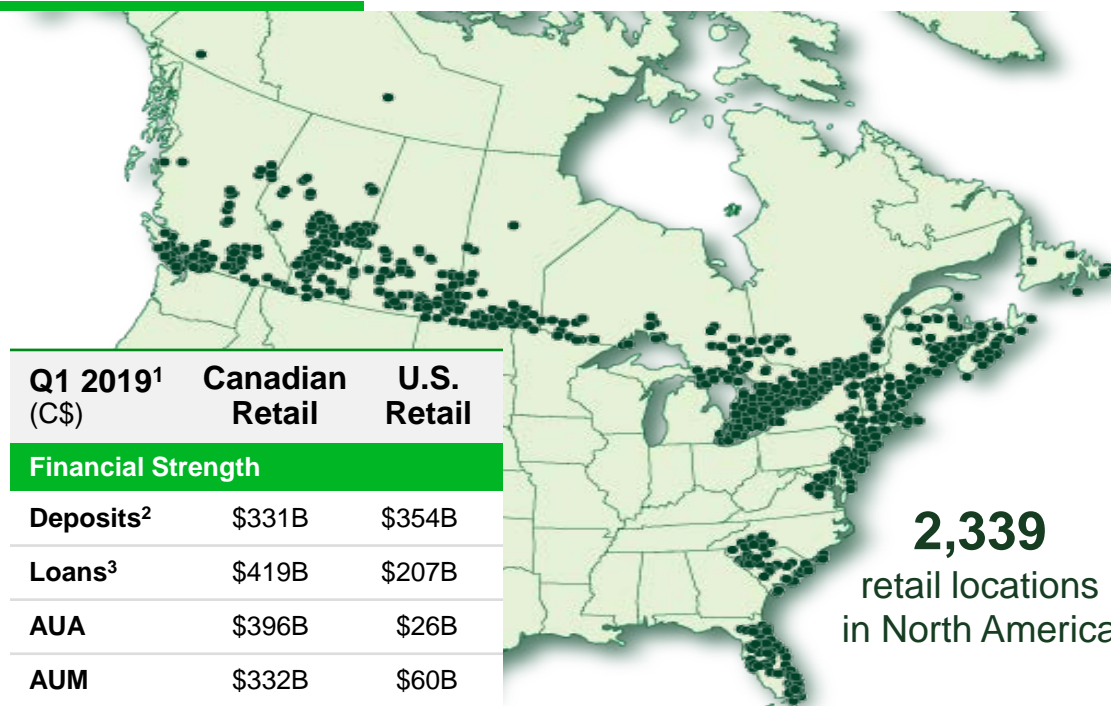
- Personal banking, credit cards and auto finance
- Small business and commercial banking
- Direct investing, advice-based wealth businesses, and asset management
- Property, casualty, life and health insurance

U.S. Retail

- Personal banking, credit cards and auto finance
- Small business and commercial banking
- Corporate and specialty banking
- Wealth private client services
- Strategic relationship with TD Ameritrade

Wholesale Banking

- Research, investment banking and capital market services
- Global transaction banking
- Presence in key global financial centres including New York, London and Singapore



2,339
retail locations
in North America

Q1 2019 ¹ (C\$)	Canadian Retail	U.S. Retail
Financial Strength		
Deposits ²	\$331B	\$354B
Loans ³	\$419B	\$207B
AUA	\$396B	\$26B
AUM	\$332B	\$60B
Earnings ⁴	\$7.3B	\$4.6B
Network Highlights		
Employees ⁵	39,997	26,864
Customers	>15MM	>9MM
Branches	1,099	1,240
ATMs	3,463	2,641
Mobile Users	4.9MM	3.0MM



15
TD Securities
offices worldwide

1. Q1/19 is the period from November 1, 2018 to January 31, 2019.
 2. Total Deposits based on total of average personal and business deposits during Q1/19. U.S. Retail deposits include TD Ameritrade Insured Deposit Accounts (IDAs), Canadian Retail deposits include personal, business and wealth deposits.
 3. Total Loans based on total of average personal and business loans during Q1/19.
 4. For trailing four quarters ended Q1/19.
 5. Average number of full-time equivalent staff in these segments during Q1/1987.



TD aims to stand out from its peers by having a differentiated brand – anchored in our proven business model, and rooted in a desire to give our customers, communities and colleagues the confidence to thrive in a changing world.



Proven business model

Deliver consistent earnings growth, underpinned by a strong risk culture

- Diversification and scale
- Balance sheet strength
- Safety, security and trust



Purpose-driven

Centre everything we do on our vision, purpose, and shared commitments

- Customers
- Communities
- Colleagues



Forward-focused

Shape the future of banking in the digital age

- Omni-channel
- Modernized operations
- Innovation

This is brought to life by the TD Framework, which shapes our culture and guides our behaviour as we execute our strategy of being a premier Canadian retail bank, a top U.S. retail bank, and a leading Wholesale business aligned with our retail franchise.



Our vision
Be the better bank

Our purpose
Enrich the lives of our customers, communities and colleagues

TD Framework

Our shared commitments

Think like a customer; provide legendary experiences and trusted advice

Act like an owner; lead with integrity to drive business results and contribute to communities

Execute with speed and impact; only take risks we can understand and manage

Innovate with purpose; simplify the way we work

Develop our colleagues; embrace diversity and respect one another

Competing in Attractive Markets



Country Statistics



- 10th largest economy
- Real GDP of C\$1.9 trillion
- Population of 37 million

Canadian Banking System

- One of the soundest banking systems in the world¹
- Market leadership position held by the “Big 5” Canadian Banks
- Canadian chartered banks account for more than 74% of the residential mortgage market²
- Mortgage lenders have recourse to both borrower and property in most provinces

TD's Canadian Businesses

- Network of 1,098 branches and 3,394 ATMs³
- Composite market share of 21%
- Ranked #1 or #2 in market share for most retail products⁴
- Comprehensive wealth offering with significant opportunity to deepen customer relationships
- Top two investment dealer status in Canada

Country Statistics



- World's largest economy
- Real GDP of US\$18.6 trillion
- Population of 329 million

U.S. Banking System

- Over 5,400 banks with market leadership position held by a few large banks⁶
- The 5 largest banks have assets of nearly 40% of the U.S. economy⁶
- Mortgage lenders have limited recourse in most jurisdictions

TD's U.S. Businesses

- Network of 1,240 stores and 2,641 ATMs³
- Operations in 4 of the top 10 metropolitan statistical areas and 7 of the 10 wealthiest states⁵
- Operating in a US\$4.2 trillion deposits market⁶
- Access to nearly 110 million people within TD's footprint⁷
- Expanding U.S. Wholesale business with presence in New York and Houston

1. World Economic Forum, Global Competitiveness Reports 2008-2018.

2. Includes securitizations. As per Canada Mortgage and Housing Corporation (CMHC).

3. Total ATMs includes branch / store, remote, mobile and TD Branded ATMs.

4. See slide 27, footnote 1.

5. State wealth based on current Market Median Household Income.

6. FDIC Institution Directory and 2018 FDIC Summary of Deposits (deposits capped at \$500MM in every county within TD's U.S. banking footprint).

7. Market Population in each of the metropolitan statistical areas within TD's U.S. banking footprint.

Top 10 North American Bank



Q1 2019 C\$ except otherwise noted		Canadian Ranking ⁴	North American Ranking ⁵
Total assets	\$1,323B	2 nd	6 th
Total deposits	\$849B	2 nd	6 th
Market capitalization	\$135.5B	2 nd	6 th
Reported net income (<i>trailing four quarters</i>)	\$11.4B	2 nd	6 th
Adjusted net income¹ (<i>trailing four quarters</i>)	\$12.2B	n/a	n/a
Average number of full-time equivalent staff	87,568	2 nd	6 th
Common Equity Tier 1 capital ratio²	12.0%	1 st	1 st
Moody's long-term debt (deposits) rating³	Aa3	n/a	n/a

1. The Bank prepares its consolidated financial statements in accordance with International Financial Reporting Standards (IFRS), the current generally accepted accounting principles (GAAP), and refers to results prepared in accordance with IFRS as the "reported" results. The Bank also utilizes non-GAAP financial measures to arrive at "adjusted" results (i.e. reported results excluding "items of note") to assess each of its businesses and measure overall Bank performance. Please see "How the Bank Reports" section of the MD&A in the First Quarter Earnings News Release for further explanation and a reconciliation of the Bank's non-GAAP measures to reported basis results.. Trailing four quarter items of note: Charges related to the long-term loyalty agreement with Air Canada of \$446 million after-tax, Charges related with the acquisition of Greystone of \$30 million after-tax, Charges associated with Scottrade transaction of \$116 million after-tax, amortization of intangibles of \$268 million after tax, and impact from U.S. tax reform of \$(61) million after tax.

2. See slide 23, footnote 1.

3. Subject to conversion under the bank recapitalization "bail-in" regime. Credit ratings are not recommendations to purchase, sell, or hold a financial obligation inasmuch as they do not comment on market price or suitability for a particular investor. Ratings are subject to revision or withdrawal at any time by the rating organization.

4. Canadian Peers – defined as other 4 big banks (RY, BMO, BNS and CM). All Peers are based on Q1/19 results ended January 31, 2019.

5. North American Peers – defined as Canadian Peers and U.S. Peers. U.S. Peers – defined as Money Center Banks (C, BAC, JPM) and Top 3 Super-Regional Banks (WFC, PNC, USB), based on Q4/18 results ended December 31, 2018.

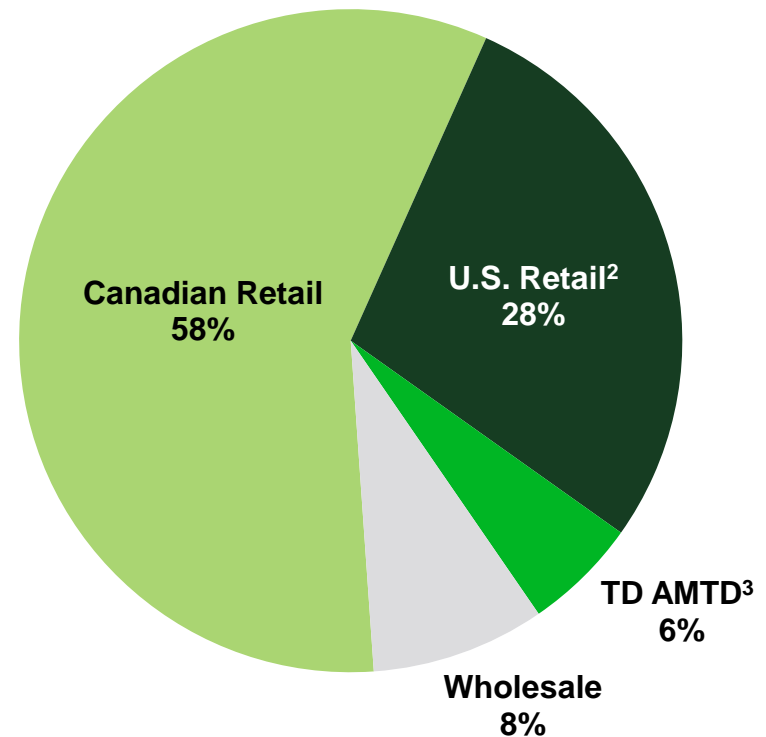
Diversified Business Mix



Three key business lines

- **Canadian Retail** robust retail banking platform in Canada with proven performance
- **U.S. Retail** top 10 bank⁴ in the U.S. with significant organic growth opportunities
- **Wholesale Banking** North American dealer focused on client-driven businesses

Fiscal 2018 Reported Earnings Mix¹



1. For the purpose of calculating contribution by each business segment, earnings from the Corporate segment are excluded.

2. For financial reporting purposes, TD Ameritrade is part of the U.S. Retail business segment, but it is shown separately here for illustrative purposes.

3. TD had a reported investment in TD Ameritrade of 41.75% as at January 31, 2019.

4. Based on total deposits as of September 30, 2018. Source: SNL Financial, Largest Banks and Thrifts in the U.S. by total deposits.

Growing platform / North American scale...



Increasing Retail Focus

Acquired 51% of Banknorth
 TD Waterhouse USA / Ameritrade transaction
 Privatized TD Banknorth
 Acquired Commerce Bank
 Commerce Bank integration
 Acquired Riverside & TSFG
 Acquired Chrysler Financial and MBNA credit card portfolio
 Acquired Target credit card portfolio & Epoch; and announced agreement with Aimia and CIBC
 Became primary issuer of Aeroplan Visa; acquired ~50% of CIBC's Aeroplan portfolio
 Completed strategic credit card relationship with Nordstrom
 Completed acquisition of Scottrade Bank
 Completed acquisition of Layer 6 and Greystone Managed Investments Inc.

2005 2006 2007 2008 2009 2010 2011 2012 2013 2014 2015 2016 2017 2018

Exited select businesses
 (structured products, non-franchise credit,
 proprietary trading)

Partnering with
 TD Bank, America's
 Most Convenient Bank
 to expand U.S.
 presence

Achieved Primary
 Dealer status in the
 U.S.¹

 Participated in largest
 Canadian IPO in 14
 years and one of the
 largest bond
 placements in
 Canadian history²

Expanded
 product offering
 to U.S. clients
 and grew our
 energy sector
 presence in
 Houston

Acquired
 Albert Fried &
 Company, a
 New York-
 based broker-
 dealer

Maintained
 top-two
 dealer status
 in Canada³

From Traditional Dealer To Client-Focused Dealer

1. Primary dealers serve as trading counterparties of the New York Fed in its implementation of monetary policy. For more information please visit <https://www.newyorkfed.org/>
 2. Nalcor Energy Muskrat Falls Project (C\$5 billion bond placement) and PrairieSky Royalty (C\$1.7 billion initial public offering). Please see "Business Highlights" in the Wholesale Banking Business Segment Analysis of the Bank's 2014 Annual Report.
 3. See slide 31, footnote 1.

Connected Experiences

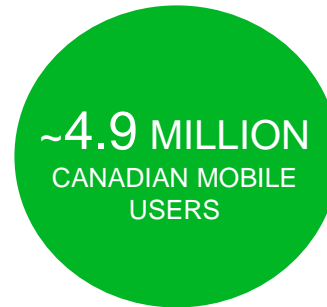


Consistent Strategy

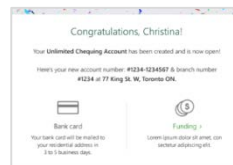
How we compete

- Enabling seamless interactions between customers and the entire organization
- Leveraging industry leading Experience Design Center of Excellence to create rich experiences for our customers and colleagues
- Empowering colleagues with digital capabilities to create enterprise value and interact confidently with customers
- Modernizing platforms that enable us to be more agile in exceeding our customers' expectations

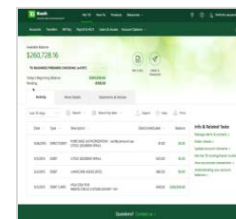
Q1 2019 Highlights



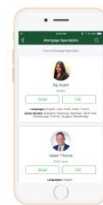
Digital Enhancements



Digital Mortgage Application launched in EasyApply -- as part of the Home Owners Journey, this enormous milestone provides TD with the market-leading digital mortgage application



TD's AI powered chatbot, Clari was released. The tool has more than 110M registered users, and has helped customers answer over 200 account and transaction related inquiries.



Enhancements to our industry leading **Mobile App** include the ability to now order over 50 foreign currencies through the app as well as dashboard enhancements that improve investment specific views.



US Public Site experience enhancements enable us to support all modern devices and screen sizes while also launching a new mobile reimaged bill pay service.

The Ready Commitment: Targeting \$1 billion in community giving by 2030

The Ready Commitment targets

\$1 billion by 2030

Opening doors
for a more inclusive and
sustainable tomorrow



Financial Security



Vibrant Planet



Connected Communities



Better Health



Q1 Highlight:

Approved funding for over **450 community organizations** in Canada and the U.S. in support of the four interconnected drivers of change.

Corporate Responsibility Performance

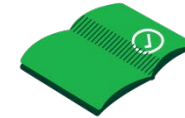


Highlights

- **TD's low carbon commitment will target \$100B by 2030** to support the transition to a low-carbon economy, drive innovation, accelerate renewable energy technologies, and foster understanding and dialogue.
- Among 16 global banks participating in the UNEP FI program to pilot the FSB's task force's **climate related financial disclosure** recommendations.
- **Issued a US\$1B green bond in 2017**, one of the largest green bonds ever issued by a bank. TD Securities has participated in underwriting over \$15B in green bonds since 2010.
- **82% of employees report being engaged** at work, and 85% of employees say they are proud to work for TD.
- **Recognized** by external ratings organizations, including the Bloomberg Gender Equality Index, Great Place to Work Institute, and DiversityInc.
- **High performer in sustainability indices**, including the Dow Jones Sustainability Index, FTSE4Good, Sustainalytics and CDP.
- **Risk management is embedded** in TD's culture and strategy; we only take risks we can understand and manage.



Low Carbon Commitment targets \$100B by 2030 to support low-carbon transition.



Early UN PRI signatory and UNEP FI disclosure taskforce member



Top Green Bond underwriter among Canadian banks



World-first WELL certification for providing workplace wellness features



39% women in senior management in Canada



Over 300,000 trees planted through TD Tree Days since 2010



First N.A.-based carbon neutral bank committed to 100% renewable energy



Highest-rated Canadian bank among global safest banks per Global Finance magazine



Spent \$116MM in 2018 in community investments to support non-profits across North America and U.K.

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3 Strong Balance Sheet and Capital Position

Highly rated
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4 Focus on Growth Opportunities

Targeting 7-10% adjusted EPS growth over the medium term³

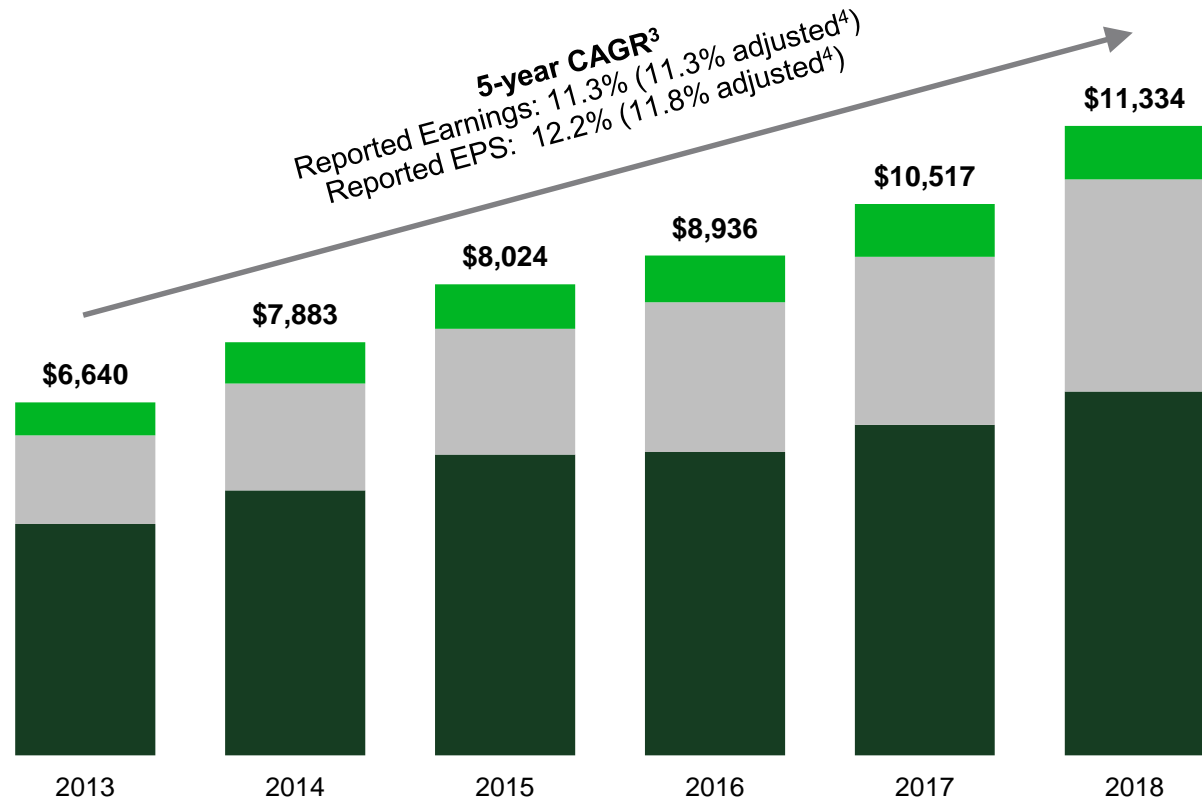
1. See slide 7.
2. See slide 15.
3. See slide 7, footnote 1, for definition of adjusted results.

Consistent Earnings Growth



Targeting 7-10% adjusted EPS growth over the medium term⁴

Reported Earnings^{1,2} (C\$MM)




1. For the purpose of calculating contribution by each business segment, earnings from the Corporate segment are excluded.
 2. Effective Q1 2014, retail segments were realigned into Canadian Retail and U.S. Retail. For details of the retail segments, see slides 3 and 8. The segment realignment along with implementation of new IFRS standard and amendments, and impact of the stock dividend announced on December 5, 2013 were applied retroactively to 2012 and 2013 results.
 3. Compound annual growth rate for the five-year period ended October 31, 2018.
 4. See slide 7 footnote 1 for definition of adjusted results.

Solid Total Shareholder Returns



Top tier total shareholder returns in 3, 5 and 10 year periods¹

		Canadian Ranking ²	North American Ranking ³
1-Year	2.6%	1 st	1 st
3-Year	15.8%	1 st	4 th
5-Year	13.0%	1 st	2 nd
10-Year	18.3%	1 st	1 st

1. Total shareholder return (TSR) calculated based on share price movement and dividends reinvested over the trailing one-, three-, five-, and ten-year periods as of January 31, 2019. Source: Bloomberg.

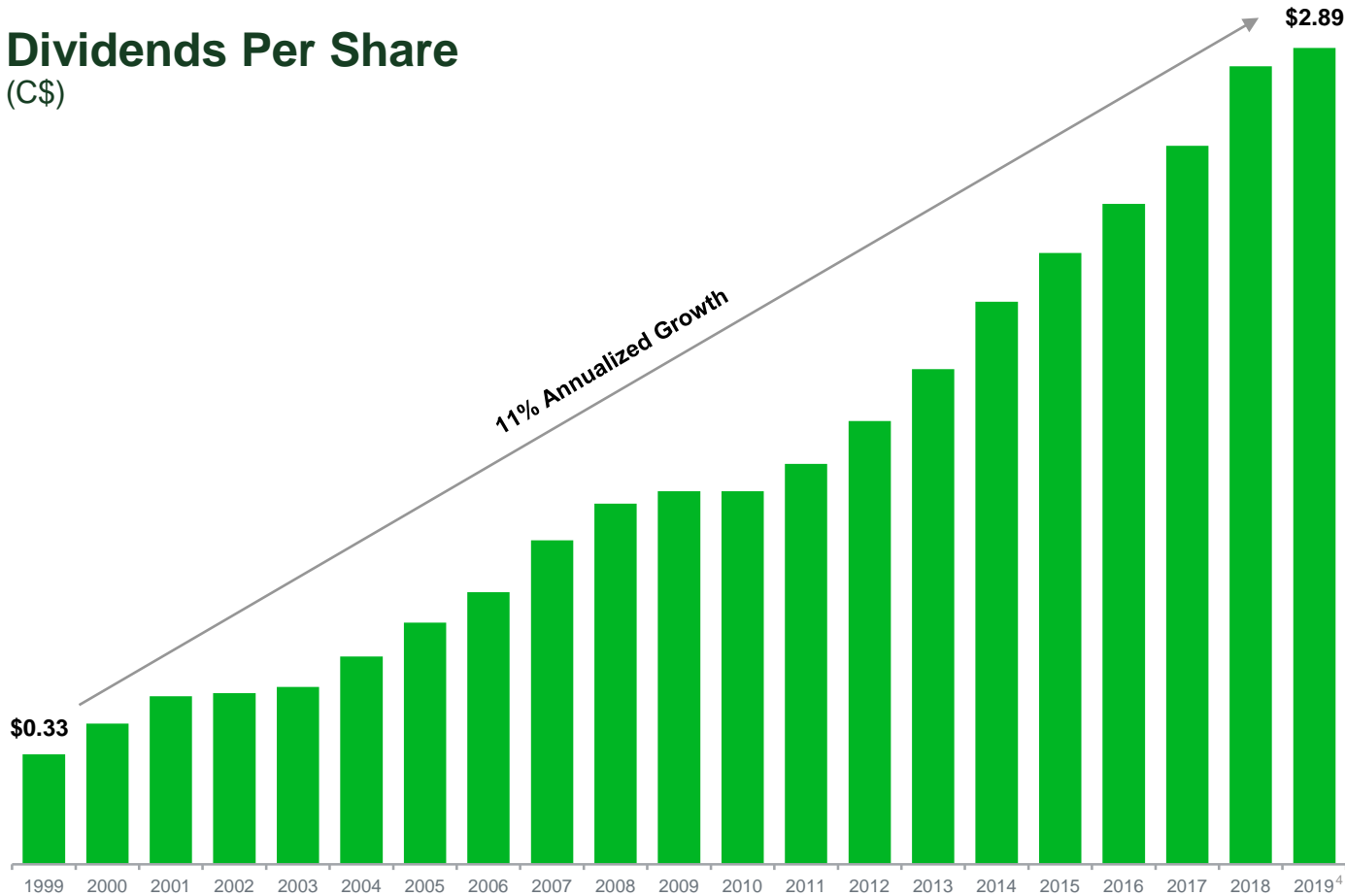
2. Canadian Peer Ranking based on other 4 big banks (RY, BMO, BNS and CM).

3. North American Peer Ranking based on Canadian Peers and U.S. Peers. U.S. Peers – defined as Money Center Banks (C, BAC, JPM) and Top 3 Super-Regional Banks (WFC, PNC, USB).

Strong, Consistent Dividend History



Dividends Per Share (C\$)



Q1/19:
Announced \$0.07
dividend increase¹

**Dividend
yield:**
3.8%²

Q3/12:
Increased target
payout range to
40%-50%³

1. For the quarter ended April 30, 2019.

2. As of Q1/19. Dividend yield is calculated as the dividend per common share divided by the average daily closing stock price in the relevant period. Dividend per common share is derived by annualizing the dividend per common share paid during the quarter.

3. In Q3/12, the Bank's target payout range was changed to 40-50% of adjusted earnings (see slide 7, footnote 1 for the definition of adjusted results).

4. Annualized based on declared dividend for the quarter ending April 30, 2019.

High Quality Loan Portfolio



Balances (\$B unless otherwise noted)

	Q4/18	Q1/19
Canadian Retail Portfolio	\$416.7	\$417.7
Personal	\$341.1	\$341.1
Residential Mortgages	194.1	193.9
Home Equity Lines of Credit (HELOC)	86.3	87.1
Indirect Auto	24.2	24.1
Credit Cards	18.1	18.0
Other Personal	18.4	18.0
<i>Unsecured Lines of Credit</i>	<i>10.1</i>	<i>10.2</i>
Commercial Banking (including Small Business Banking)	\$75.6	\$76.6
U.S. Retail Portfolio (all amounts in US\$)	US\$ 153.1	US\$ 156.3
Personal	US\$ 69.2	US\$ 69.9
Residential Mortgages	23.6	24.0
Home Equity Lines of Credit (HELOC) ¹	9.4	9.2
Indirect Auto	22.7	22.5
Credit Cards	12.8	13.5
Other Personal	0.7	0.7
Commercial Banking	US\$ 83.9	US\$ 86.4
Non-residential Real Estate	16.7	17.2
Residential Real Estate	5.9	6.2
Commercial & Industrial (C&I)	61.3	63.0
FX on U.S. Personal & Commercial Portfolio	48.4	49.1
U.S. Retail Portfolio (\$)	\$201.5	\$205.4
Wholesale Portfolio²	\$51.3	\$48.6
Other³	\$0.5	\$0.4
Total⁴	\$670.0	\$672.1

1. U.S. HELOC includes Home Equity Lines of Credit and Home Equity Loans.

2. Wholesale portfolio includes corporate lending, other Wholesale gross loans and acceptances and loans booked in the corporate segment.

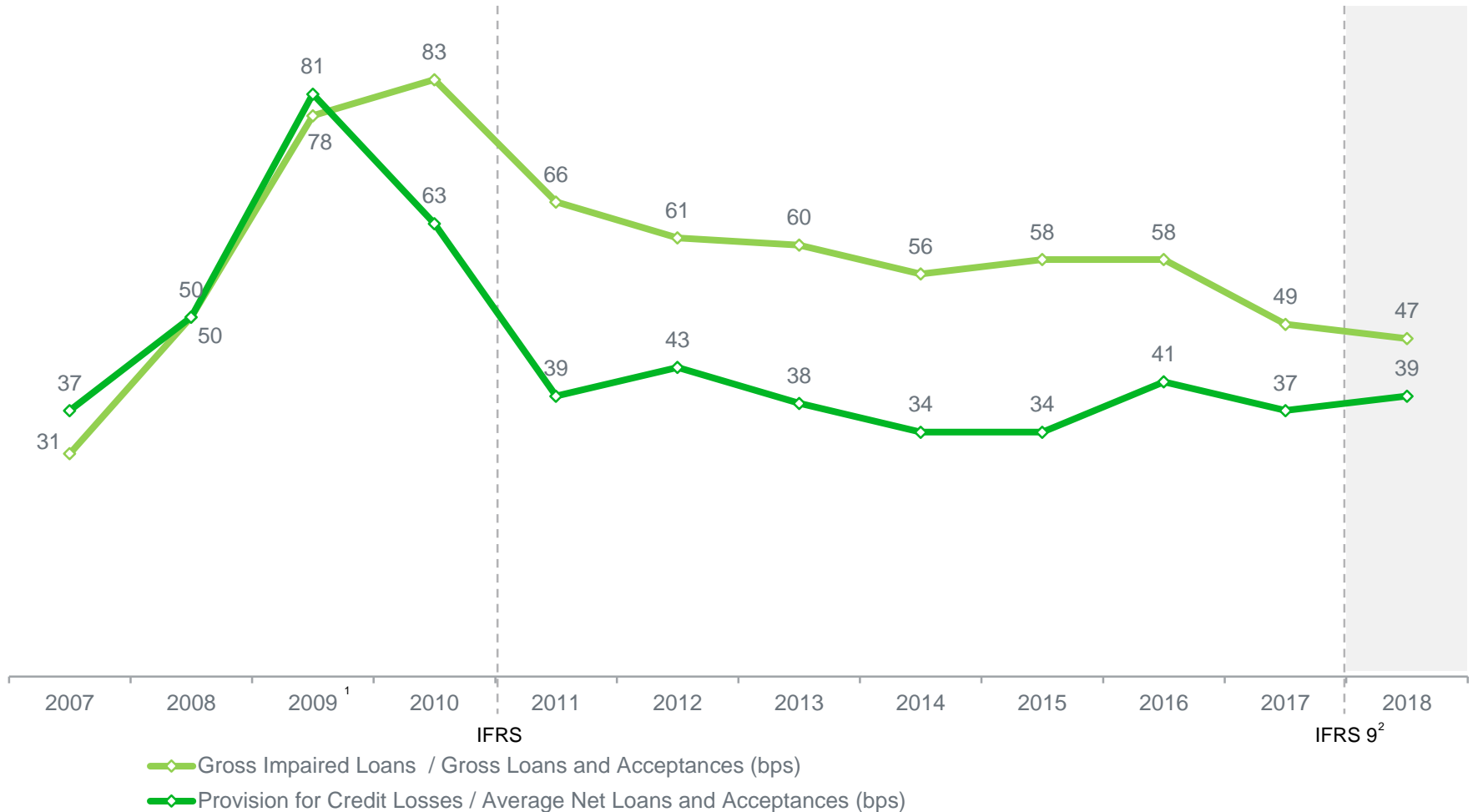
3. Other includes acquired credit-impaired loans.

4. Includes loans measured at fair value through other comprehensive income.

Strong Credit Quality



GIL and PCL Ratios (bps)



1. Effective Q1/09 ratios exclude Debt Securities Classified as Loans and Acquired Credit Impaired.

2. Effective November 1, 2017, the Bank adopted IFRS 9, which replaces the guidance in IAS 39. The Bank has made the decision not to restate comparative period financial information and has recognized any measurement differences between the previous carrying amount and the new carrying amount on November 1, 2017 through an adjustment to opening retained earnings. As such, fiscal 2018 results reflect the adoption of IFRS 9, while prior periods reflect results under IAS 39.

Q1 2019 Highlights



Total Bank Reported Results (YoY)

EPS up 2%

- Adjusted¹ EPS flat

Revenue up 7%

Expenses up 20%

- Adjusted¹ expenses up 8%

PCL up 27% QoQ

Segment Reported Earnings (YoY)

Canadian Retail down 22% (up 6% adj.)¹

U.S. Retail up 30% (up 21% adj.)¹

Wholesale net loss of \$17MM

Financial Highlights \$MM

Reported	Q1/19	Q4/18	Q1/18
Revenue	9,998	10,136	9,375
PCL	850	670	693
Expenses	5,855	5,366	4,861
Net Income	2,410	2,960	2,353
Diluted EPS (\$)	1.27	1.58	1.24

Adjusted ¹	Q1/19	Q4/18	Q1/18
Net Income	2,953	3,048	2,946
Diluted EPS (\$)	1.57	1.63	1.56

Segment Earnings \$MM

Q1/19	Reported	Adjusted ¹
Retail ²	2,619	3,095
Canadian Retail	1,379	1,855
U.S. Retail	1,240	1,240
Wholesale	(17)	(17)
Corporate	(192)	(125)

1. Adjusted results are defined in footnote 1 on slide 3. For further information and a reconciliation, please see slide 16.

2. "Retail" comprises the Canadian Retail and U.S. Retail segments. See the Bank's First Quarter 2019 Earnings News Release and MD&A.

Q1 2019 Segment Highlights



Canadian Retail

- Net income was \$1.4B, down 22% YoY (+6% adjusted), on good revenue growth, and higher volumes, partially offset by higher non-interest expenses.
- PCL increased by \$47MM QoQ. PCL-impaired increased \$19MM, primarily in the personal lending portfolios; and PCL-performing increased \$28MM due to credit migration in the personal lending and commercial portfolios.
- Expenses increased 33% YoY reflecting charges related to the agreement with Air Canada and the acquisition of Greystone, strategic initiatives, and employee growth.

U.S. Retail

- In \$USD, U.S. Retail net income increased 25% YoY (16% adjusted¹)
- PCL increased 23% QoQ. PCL-impaired increased \$57MM, reflecting higher provisions for the commercial portfolio, coupled with credit and card auto portfolio seasonal trends. PCL-performing decreased \$14MM, primarily reflecting migration from performing to impaired in the commercial portfolio.
- Expenses increased 6% YoY reflecting higher investments in business initiatives, business volume growth, and higher employee-related costs, partially offset by productivity savings and the elimination of the FDIC deposit insurance surcharge.

Wholesale Banking

- Net loss for the quarter was \$17MM, a decrease in net income of \$295MM, reflecting lower revenue, higher PCL, and higher non-interest expenses
- PCL was \$7MM, compared with \$8MM in the prior quarter.
- Non-interest expenses rose 14%, reflecting the benefit of revaluation of certain liabilities for post-retirement benefits recognized in the prior year, continued investments in client-facing employees supporting the global expansion of Wholesale Banking's U.S. dollar strategy, and the impact of foreign exchange translation.

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Highly rated
by major credit
rating agencies

4 Focus on Growth Opportunities

Targeting **7-10%**
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medium term³

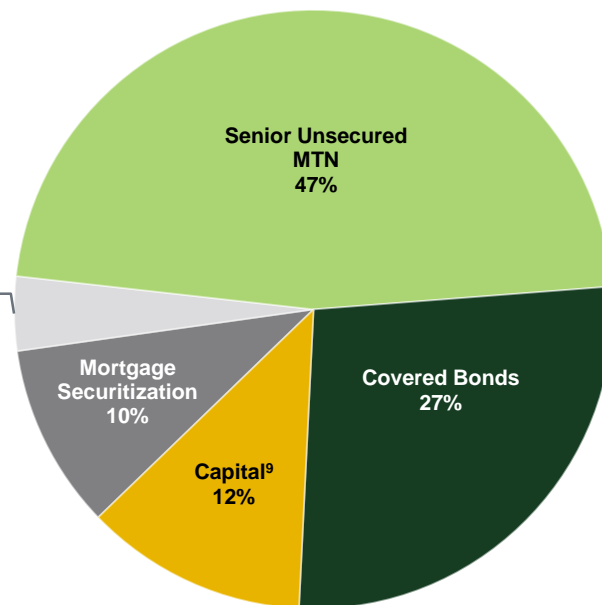
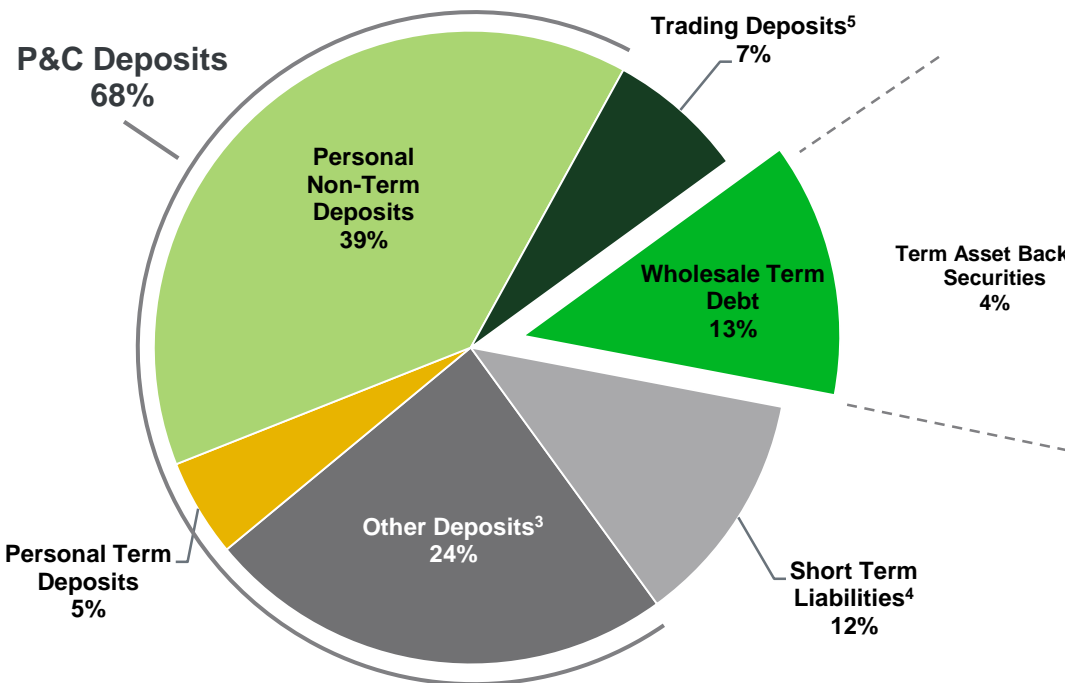
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3. See slide 7, footnote 1, for definition of adjusted results.

Low Risk, Deposit Rich Balance Sheet¹



Funding Mix²

Wholesale Term Debt⁶



1. As of January 31, 2019.

2. Excludes certain liabilities which do not create funding which are: acceptances, trading derivatives, other liabilities, wholesale mortgage aggregation business, non-controlling interest and certain equity capital: common equity and other capital instruments.

3. Bank, Business & Government Deposits less covered bonds and senior MTN notes.

4. Obligations related to securities sold short and sold under repurchase agreements.

5. Consists primarily of bearer deposit notes, certificates of deposit and commercial paper.

6. For wholesale term debt that has bullet maturities. Subordinated debt includes certain private placement notes.

7. Includes Preferred Shares, Innovative T1, and Subordinated Debt

Strong Capital & Liquidity Positions



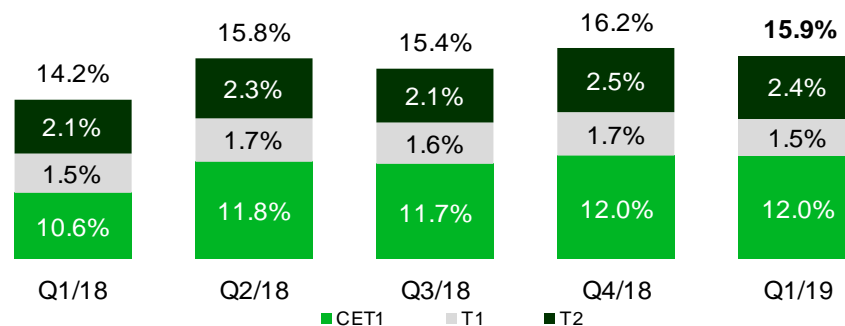
Highlights

- Common Equity Tier 1 ratio of 12.0%
- Leverage ratio of 4.1%
- Liquidity coverage ratio of 131%
- CET 1 capital allocated to business segments increased to 10% from 9% effective this quarter
- Tier 1 and Total Capital ratios were 13.5% and 15.9%, respectively

Common Equity Tier 1¹

Q4 2018 CET1 Ratio		12.0%
Internal capital generation		36
Air Canada and Greystone transactions		(19)
Repurchase of common shares		(7)
Actuarial losses on employee pension plans		(7)
Organic RWA increase and other		(3)
Q1 2019 CET1 Ratio		12.0%

Total Capital Ratio¹



1. Amounts are calculated in accordance with the Basel III regulatory framework, and are presented based on the "all-in" methodology. The CVA capital charge is being phased in until the first quarter of 2019. For fiscal 2018, the scalars for inclusion of CVA for CET1, Tier 1, and Total Capital RWA were 80%, 83%, and 86%, respectively.

2. Effective in the second quarter of 2018, OSFI implemented a revised methodology for calculating the regulatory capital floor. The revised floor is based on the Basel II standardized approach, with the floor factor transitioned in over three quarters. The factor increases from 70% in the second quarter of 2018, to 72.5% in the third quarter, and 75% in the fourth quarter. Under the revised methodology, the Bank is no longer constrained by the capital floor.

Industry-Leading Credit Ratings

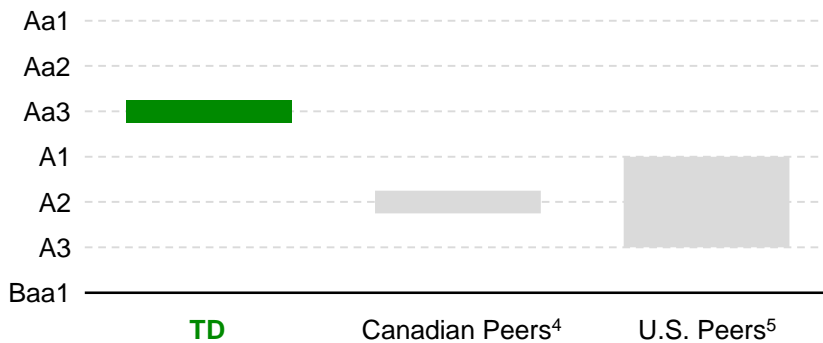


Issuer Ratings¹

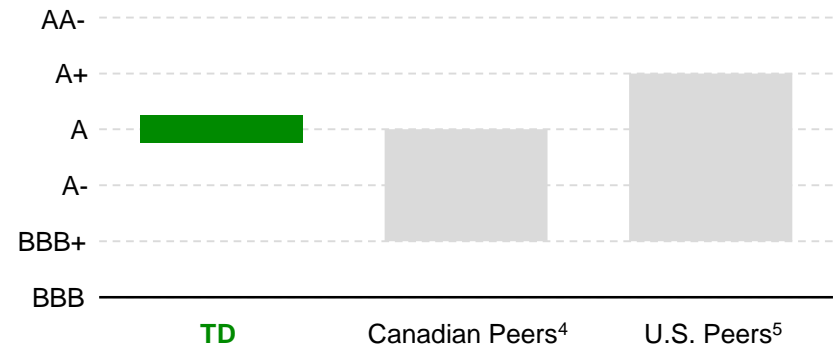
Rating Agencies	Senior Debt Ratings ²	Outlook / Trend
Moody's	Aa3	Stable
S&P	A	Stable
DBRS	AA (low)	Positive

Ratings vs. Peer Group¹

Moody's Senior Debt² / HoldCo⁵ Rating



S&P Senior Debt² / HoldCo⁵ Rating



1. See slide 8, footnote 3
 2. Subject to conversion under the bank recapitalization "bail-in" regime
 3. Canadian peers defined as RY, BNS, BMO and CM
 4. U.S. peers defined as BAC, BBT, C, JPM, PNC, USB and WFC
 5. Ratings reflect holding company senior unsecured ratings

TD Bank Group – Key Themes



1 Top 10 North American Bank

6th largest bank by Total Assets¹
6th largest bank by Market Cap¹

2 Proven Performance

*Delivering **top tier** long term shareholder returns²*

3 Strong Balance Sheet and Capital Position

Highly rated by major credit rating agencies

4 Focus on Growth Opportunities

Targeting 7-10% adjusted EPS growth over the medium term³

1. See slide 7.
2. See slide 15.
3. See slide 7, footnote 1, for definition of adjusted results.

Canadian Retail

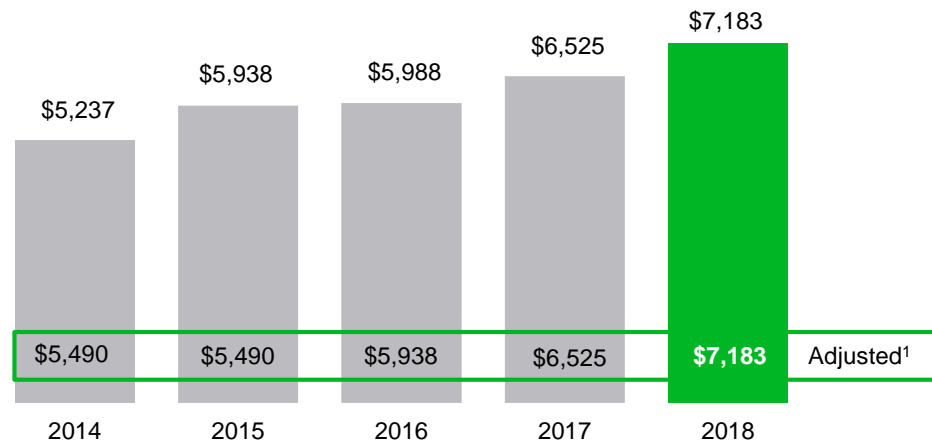


Consistent Strategy

How we compete

- Legendary personal connected customer service
- Focus on underrepresented products and markets
- The power of One TD
- Winning culture and team

Reported Net Income (C\$MM)



Q1 2019 Highlights

Total Deposits²	C\$331B	Employees⁴	39,997
Total Loans²	C\$418B	Customers	>15MM
Assets Under Administration	C\$396B	Mobile Users⁵	4.9MM
Assets Under Management	C\$332B	Branches	1,099
Gross Insurance Premiums³	C\$4.2B	ATMs⁵	3,463
Earnings³	C\$6.8B		

1. See slide 7, footnote 1 for definition of adjusted results. There were no items of note in the trailing four quarters ending Q1/19.

2. Total Deposits based on total of average personal, business and wealth deposits during Q4/18. Total Loans based on total of average personal and business loans during Q1/19.

3. For trailing four quarters ending Q1/19.

4. Average number of full-time equivalent staff during Q1/19.

5. Active mobile users defined as TD customers who have logged in using the Canadian mobile or tablet apps (applications) within the last 90 days. Total ATMs include branch, remote, mobile and TD Branded ATMs.

Canadian Retail



Personal Banking

- #1 or #2 market share in most retail products¹
- On average, 38% longer branch hours than peers² with 346 branches offering Sunday banking
- Digital banking leadership in Canada with the highest number of digital unique visitors and the most digital engagement³
- Award winner among the Big 5 Canadian Retail Banks⁴ for "Customer Service Excellence"⁵

Business Banking

- #2 in Business Banking deposit and loan market share¹
- Customized Commercial Banking and Floor Plan Financing solutions
- Approximately 500 dedicated Small Business Bankers in Retail branches

Credit Cards

- #1 card issuer in Canada measured by outstanding card loan balances¹
- Dual card issuer of high value brands, including TD First Class Visa and TD Aeroplan Visa
- North American operational scale and professional expertise

Wealth

- Largest money manager in Canada (with the acquisition of Greystone, which closed on November 1, 2018)⁶
- Market leadership in Direct Investing by asset, trades, and revenue¹
- #1 Online Brokerage⁷
- #1 Pension Fund Manager for the 7th consecutive year⁸

Insurance

- Personal lines products in Canada, including Home & Auto, Life & Health, Creditor and Travel insurance
- Largest direct distribution insurer⁹ and leader in the affinity market⁹

1. Market share ranking is based on most current data available from OSFI for personal deposits and loans as at November 2018, from The Nilson Report for credit cards as at December 2017, from the Canadian Bankers Association for Real Estate Secured Lending as at September 2018, from the Canadian Bankers Association for business deposits and loans as at September 2018, and from Strategic Insight for Direct Investing asset, trades, and revenue metrics as at September 2018.

2. Canadian Peers are defined as RY, BNS, BMO and CM.

3. Source: Comscore MMX® Multi-Platform, Business/Finance – Banking, Total audience, 3 months average ending July 2018, Canada, United States, Great Britain, Spain, and France.

4. Big 5 Canadian Retail Banks include Bank of Montreal, Canadian Imperial Bank of Commerce, Royal Bank of Canada, Scotiabank, and Toronto-Dominion Bank. Source: Comscore Media Metrix, Canada Digital November 1, 2016-October 31, 2018

5. TD Canada Trust has shared in the award for Customer Service Excellence in the syndicated Ipsos 2018 Financial Services Excellence Study. Ipsos 2018 Financial Service Excellence Awards are based on continuous fielding Customer Service Index (CSI) survey results. Sample size for the total 2018 CSI program year ended with the September 2018 survey which yielded 75,334 financial institution ratings nationally. Leadership is defined as either a statistically significant lead over the other Big 5 Canadian Retail Banks (at a 95% confidence interval) or a statistically equal tie with one or more of the Big 5 Canadian Retail Banks.

6. Strategic Insight Managed Money Advisory Service – Canada (Spring 2018 report, AUM effective December 2017), Benefits Canada 2018 Top 40 Money Managers report (November 2018 report, AUM effective June 2018); Assets under management as of October 31, 2018 for Greystone.

7. Source: Globe and Mail online brokerage ranking on February 9, 2019.

8. Based on assets as of June 2018 (Source: 2018 Top 40 Money Managers Report by Benefits Canada).

9. Based on Gross Written Premiums for Property and Casualty business. Ranks based on data available from OSFI, Insurers, Insurance Bureau of Canada, and Provincial Regulators as at December 31, 2017.

U.S. Retail

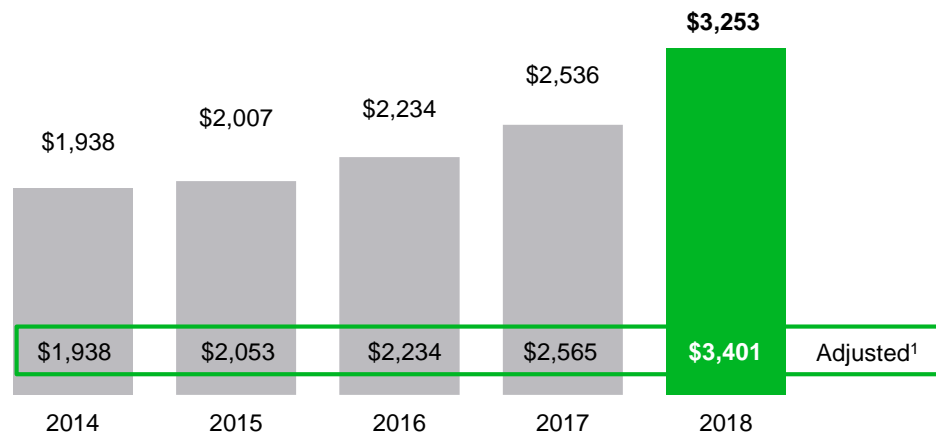


Consistent Strategy

How we compete

- Legendary service and convenience
- Grow and deepen customer relationships
- Differentiated brand as the “human” bank
- Productivity initiatives that enhance both the employee and customer experience
- Conservative risk appetite
- Unique employee culture

Reported Net Income (US\$MM)



Q1 2019 Highlights

	C\$	US\$		
Total Deposits²	\$354B	\$266B	Employees⁴	26,864
Total Loans²	\$207B	\$156B	Customers	>9MM
Assets Under Administration	\$26B	\$19B	Mobile Users⁵	3.0MM
Assets Under Management	\$60B	\$46B	Stores	1,240
Reported Earnings³	\$4.5B	\$3.4B	ATMs⁵	2,641

1. See slide 7, footnote 1 for definition of adjusted results.

2. Total Deposits based on total of average personal deposits, business deposits and TD Ameritrade Insured Deposit Accounts (IDAs) during Q1/19. Total Loans based on total of average personal and business loans during Q1/19.

3. For trailing four quarters ending Q1/19.

4. Average number of full-time equivalent staff during Q1/19.

5. Active mobile users defined as TD customers who have logged in using the U.S. mobile application within the last 90 days. Total ATMs includes store, remote, mobile and TD Branded ATMs.

Personal & Commercial Banking

- Top 10 bank¹ with over 9MM customers, operating retail stores in 15 states and the District of Columbia
- Open longer than the competition, including Sunday banking in most markets
- #3 market share in NYC² and targeting top 5 market share in all of our major markets, with significant opportunity to target key customer segments and deepen customer relationships

Credit Cards

- Private label and co-brand credit card offering for U.S. customers of regional and nationwide retail partners, including Target and Nordstrom
- Issuer of TD branded credit cards for retail and small business customers
- North American operational scale and professional expertise

Auto Lending

- Prime indirect retail lending through dealers across the country
- Comprehensive solutions for our dealers, including floor plan, commercial banking and wealth management
- Focused on strategic dealer partnerships where our value proposition best aligns with dealers' needs and priorities

Wealth

- Building U.S. wealth capability in the high net worth and private banking space
- Acquired in 2013, Epoch Investment Partners expands overall product capabilities in the U.S. and Canada

TD Ameritrade

- Leading US brokerage firm with more than 11 million funded client accounts that total more than \$1.2 trillion in assets³
- Strategic relationship drives mutually beneficial customer referrals and growth
- Market leadership in trading in the U.S.⁴
- TD Ameritrade was named the Best Online Broker for Novices for the 7th consecutive year and the Best for Long-term Investing for the 6th consecutive year in Barron's 2018 Best Online Broker Ranking⁵
- TD Ameritrade was awarded #1 Overall Broker in the 2019 Online Broker Review conducted by Stockbrokers.com and was also named the #1 broker for several "Best in Class" awards including: Platforms & Tools, Customer Service, Education, and Beginners. The firm also received industry awards for Broker Innovation, Trader App (Mobile Trader), Desktop Platform (thinkorswim), Trader Community and New Tool (Apple Business Chat)⁶

1. Based on total deposits as of September 30, 2018. Source: SNL Financial, Largest Banks and Thrifts in the U.S. by total deposits.

2. Ranked 3rd based on both deposits capped at \$500MM and active branch count in New York City's five boroughs, as of October 18, 2018 (Source: FDIC SOD).

3. As of December 31, 2018.

4. Internally estimated daily average revenue client trades (DARTS) based on last twelve months publicly available reports for E*TRADE Financial and Charles Schwab as of December 31, 2018.

5. TD Ameritrade was evaluated against 18 others in the 2018 Barron's Best Online Broker Ranking March 24, 2018. The firm was ranked 1st in the categories "Best for Long-Term Investing" and "Best for Novices" (Website). TD Ameritrade was also awarded the highest star ratings (4.5) in "Best for Options Traders" (thinkorswim, shared with 1 other) and in "Best for Investor Education" (shared with 2 others). Star ratings are out of a possible 5. Barron's is a trademark of Dow Jones. L.P. All rights reserved.

6. TD Ameritrade was ranked #1 overall out of 16 online brokers evaluated in the StockBrokers.com 2019 Online Broker Review. TD Ameritrade has been rated #1 or Best in Class (within top 5) for two years or more in multiple categories, including: "Platforms & Tools" (8th year in a row), "Customer Service" (9th year in a row), "Education" (8th year in a row)", "Mobile Trading" (7th year in a row), "Research" (8th year in a row), "Offering of Investments" (5th year in a row), "Ease of Use" (3rd year in a row), "Active Trading" (9th year in a row), "Options Trading" (9th year in a row) and "Beginners" (7th year in a row). TD Ameritrade also received awards spanning consecutive years for #1 Desktop Platform (thinkorswim) (4rd year in a row) and #1 Trader Community (5th year in a row).

Wholesale Banking



Consistent Strategy

How we compete

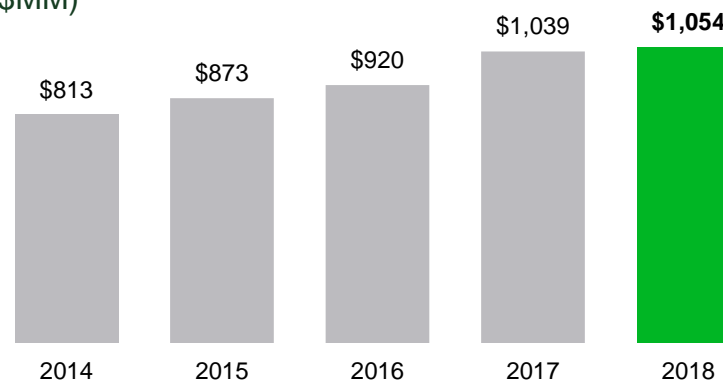
- Solidify our leadership in Canada
- Build our U.S. dollar capabilities
- Expand the client franchise organically by deepening client relationships, adding people, and investing in our products and services
- Leverage TD's franchise
- Foster our strong risk culture to enable growth
- Focus on productivity and operational excellence
- Adapt to industry and regulatory changes
- Be an extraordinary and inclusive place to work



Top ranked dealer ⁴

TD Securities continued to build on its leadership position in the Canadian market and now occupies the #1 or #2 spot in key domestic rankings

Net Income (C\$MM)



Q1 2019 Highlights

Gross Drawn ¹	C\$23B
Trading-related revenue (TEB) ²	C\$1,485MM
Earnings ²	C\$759MM
Employees ³	4,478

1. Includes gross loans and bankers' acceptances, excluding letters of credit, cash collateral, credit default swaps, and allowance for credit losses relating to the corporate lending business.

2. For trailing four quarters ending Q1/19.

3. Average number of full-time equivalent staff during Q1/19.

4. See slide 31, footnote 1.

Wholesale Banking



Positioned for Growth

- Be the top ranked investment dealer in Canada with global execution capabilities by deepening client relationships
 - #1 or #2 ranking in key domestic categories, including equity block trading and equity options block trading, government and corporate debt underwriting, equity underwriting, syndicated loans, and M&A announced¹
 - TD Securities was a joint lead on World Bank's Sustainable Development Bond, the largest Sovereign, Supranational Agency bond issued in the Canadian market
- Build our U.S. dollar capabilities by growing valued, trusted relationships with our banking and markets clients in sectors where we are well positioned and competitive
 - Leader in the Secured Overnight Financing Rate (SOFR) Index market, involved in over US \$17 billion, or 49% of SOFR-linked issuances
 - Continued to onboard clients to our TD Prime Services platform, our prime brokerage business based in New York

Strong Operating Model

- Focus on productivity and seamless execution in our end-to-end delivery of products and services
- Invest in an efficient and agile infrastructure to support growth and adapt to change
- Maintain our focus on managing risks, capital, balance sheet and liquidity

Investing in Our People

- Continue to be an extraordinary place to work with a focus on inclusion and diversity by attracting, developing, and retaining the best talent

1. Ranked #2 in Equity block trading: block trades by value on all Canadian exchanges, Source: IRESS; #1 in Equity options block trading: block trades by number of contracts on the Montreal Stock Exchange, Source: Montreal Exchange; #2 in Government and corporate debt underwriting: excludes self-led domestic bank deals and credit card deals, bonus credit to lead, Source: Bloomberg; #1 in Syndicated loans: deal volume awarded equally between the book-runners, on a rolling twelve-month basis, Source: Bloomberg; #1 in M&A announced: Canadian targets, on a rolling twelve-month basis, Source: Thomson Reuters; #1 in Equity underwriting (Full credit to Bookrunner), Source: Bloomberg. All rankings are for calendar year-to-date Dec 31, 2018 unless otherwise noted. Rankings reflect TD Securities' position among Canadian peers in Canadian product markets.

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TD Bank Group Investor Presentation

Q1 2019