



**A different kind of bank**



**Investor Presentation**  
March 2007

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Group Head Personal Banking  
TD Bank Financial Group

**Forward-Looking Statements**

From time to time, the Bank makes written and oral forward-looking statements, including in this report, in other filings with Canadian regulators or the U.S. Securities and Exchange Commission (SEC), and in other communications. All such statements are made pursuant to the "safe harbour" provisions of applicable securities legislation. Forward-looking statements include, among others, statements regarding the Bank's objectives and targets for 2007 and beyond and strategies to achieve them, the outlook for the Bank's business lines, and the Bank's anticipated financial performance. The economic assumptions for 2007 for each of the business segments are set out in the 2006 Annual Report under the headings "Economic Outlook" and "Business Outlook and Focus for 2007". Forward-looking statements are typically identified by words such as "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, which may cause actual results to differ materially from the expectations expressed in the forward-looking statements. Some of the factors that could cause such differences include: credit, market, liquidity, interest rate, operational, reputational, insurance, strategic, foreign exchange, regulatory, legal and other risks discussed in the management discussion and analysis section in other regulatory filings made in Canada and with the SEC, including the Bank's 2006 Annual Report; general business and economic conditions in Canada, the U.S. and other countries in which the Bank conducts business, as well as the effect of changes in monetary policy in those jurisdictions and changes in the foreign exchange rates for the currencies of those jurisdictions; the degree of competition in the markets in which the Bank operates, both from established competitors and new entrants; legislative and regulatory developments; the accuracy and completeness of information the Bank receives on customers and counterparties; the development and introduction of new products and services in markets; developing new distribution channels and realizing increased revenue from these channels; the Bank's ability to execute its integration, growth and acquisition strategies, including those of its subsidiaries, particularly in the U.S.; the ability to obtain the approval of TD Banknorth stockholders, or any required governmental approvals, of the proposed merger between TD Banknorth and a wholly owned subsidiary of the Bank and the ability to satisfy other conditions to such transaction on the proposed terms and schedule; the impact of the factors enumerated here and similar factors on TD Banknorth's financial results, businesses, financial condition or liquidity; changes in accounting policies and methods the Bank uses to report its financial condition, including uncertainties associated with critical accounting assumptions and estimates; the effect of applying future accounting changes; global capital market activity; the Bank's ability to attract and retain key executives; reliance on third parties to provide components of the Bank's business infrastructure; the failure of third parties to comply with their obligations to the Bank or its affiliates as such obligations relate to the handling of personal information; technological changes; the use of new technologies in unprecedented ways to defraud the Bank or its customers; change in tax laws; unexpected judicial or regulatory proceedings; continued negative impact of the U.S. securities litigation environment; unexpected changes in consumer spending and saving habits; the possible impact on the Bank's businesses of international conflicts and terrorism; acts of God, such as earthquakes; the effects of disease or illness on local, national or international economies; the effects of disruptions to public infrastructure, such as transportation, communication, power or water supply; management's ability to anticipate and manage the risks associated with these factors and execute the Bank's strategies. A substantial amount of the Bank's business involves making loans or otherwise committing resources to specific companies, industries or countries. Unforeseen events affecting such borrowers, industries or countries could have a material adverse effect on the Bank's financial results, businesses, financial condition or liquidity. The preceding list is not exhaustive of all possible factors. Additional factors that could cause the Bank's and TD Banknorth's results to differ materially from those described in the forward looking statements can be found in the 2006 Annual Report filed with the SEC (on Form 40-F) and TD Banknorth's 2005 Annual Report on Form 10-K filed with the SEC. Both are available at the SEC's Internet site (<http://www.sec.gov>) and the Bank's 2006 Annual Report is also available on <http://www.ssdair.com>. All such factors should be considered carefully when making decisions with respect to the Bank, and undue reliance should not be placed on the forward-looking statements. 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.

- ① **A different kind of bank**
  - better growth, lower risk retail focus
  
- ② **Industry-leading performance**
  - proven record as earnings growth leader
  
- ③ **U.S. growth platform**
  - two franchises: TD Banknorth, TD Ameritrade



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① Premium earnings mix

+

② Lower risk wholesale

+

③ Strong balance sheet

=

**Better  
growth  
at  
lower risk**



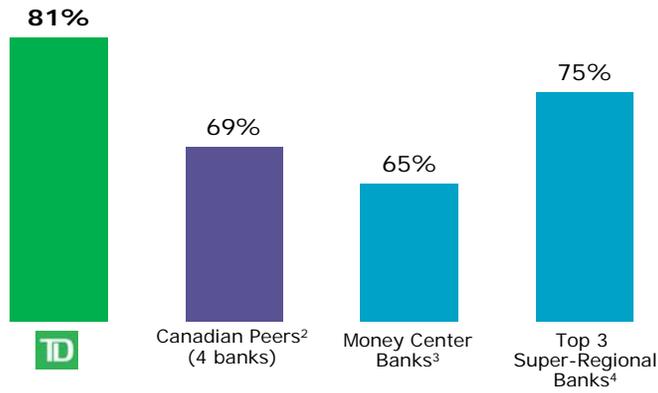
More Consistent Earnings

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## Premium Earnings Mix

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### Retail as % of FY2006 Total Adjusted Earnings<sup>1</sup>



- The Bank's financial results prepared in accordance with GAAP are referred to as "reported" results. The Bank also utilizes non-GAAP financial measures referred to as "adjusted" results (i.e., reported earnings excluding "items of note", net of income taxes) to assess each of its businesses and measure overall Bank performance. Adjusted net income, adjusted earnings per share (EPS) and related terms used in this presentation are not defined terms under GAAP and may not be comparable to similar terms used by other issuers. See starting on page 12 of the 2006 Annual Report ([td.com/investor](http://td.com/investor)) for an explanation of how the Bank reports and a reconciliation of the Bank's non-GAAP measures to reported basis (GAAP) results for FY04-FY06 and see pages 116-117 of the 2006 Annual Report for a reconciliation for 10 years ending FY06.
- Canadian Peers- other big 4 banks (RY, BNS, BMO and CM) adjusted on a comparable basis to exclude identified non-underlying items other than Q4/05 and Q1/06 impact of reserves for hurricane claims. CIBC earnings in 2002 are the sum of previously reported Retail Markets and Wealth segments (figures do not include Commercial Banking).
- Money Center Banks are C, BAC, JPM. Adjusted earnings based on SNL Financial database - Net Income before Non-recurring items, Extraordinary Items, Security gains and Amortization.
- Super-regional Banks are WFC, WB and USB. Adjusted earnings based on SNL Financial database - Net Income before Non-recurring items, Extraordinary Items, Security gains and Amortization.

## Wholesale Bank: Lower Risk, High Return Focus

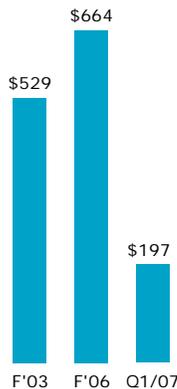
**TD Bank Financial Group**

### Reduced Capital...



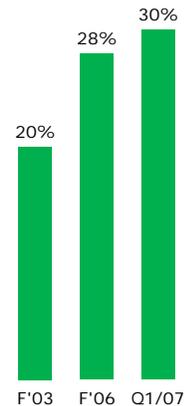
Invested Capital

### Maintained Income...



Adjusted Net Income (\$MM)<sup>1</sup>

### Higher Returns



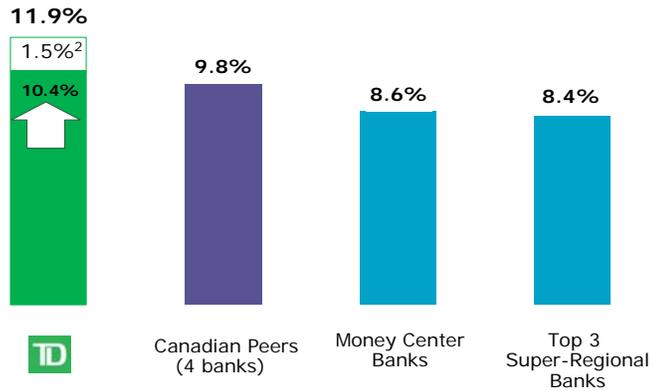
Return on Invested Capital<sup>1</sup>

1. Based on adjusted results as described on slide #5

## Strong Balance Sheet

**TD Bank Financial Group**

### Tier 1 Ratio<sup>1</sup> Ahead of Peers (Tier 1 Capital to Risk-Weighted Assets)



Higher operating return generates excess capital = Financial flexibility

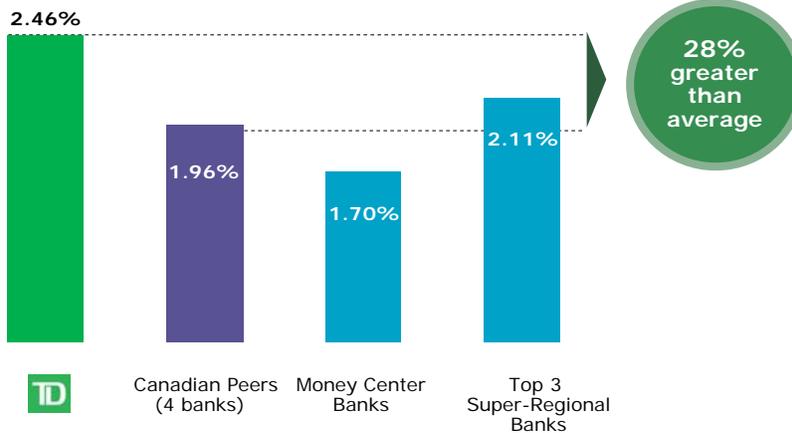
1. TD and Canadian Peers' Tier 1 ratio as of Q1 2007. US Peers' Tier 1 ratio as of Q4 2006. Canadian and U.S. peer groups as defined on slide #5. Tier 1 Capital Ratio is expected to change under Basel II.
2. Cushion for potential Basel II treatment for non-controlling interests in TD Ameritrade.

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## Result: Best Return for Risk Undertaken

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### Return on Risk-Weighted Assets<sup>1</sup> (2006)



1. Based on adjusted results and definition of Canadian and U.S. peer groups as described on slide #5.

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① Continuously Reinvest

+

② Operate with Excellence

+

③ Grow under-penetrated businesses

=

**Superior  
Growth**

Execution is Key

## Aligned Retail Business Objectives

**TD Bank Financial Group**

### Within TDCT

- ① Simple strategic priorities established centrally
- ② Clear goals communicated across TDCT
- ③ Branch and individual accountabilities “operationalized” with scorecard
- ④ Incentive compensation, reward and recognition tied to scorecard achievement

### Between TDCT and Wealth

- ① Incentive to do what is right for our customers
- ② Reciprocal referral flow

Focus: Culture and Vertical Alignment

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#1: INVEST

## Building On Strong Core Businesses

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### Canadian Personal & Commercial

■ Market share in most retail products <sup>1</sup>	#1 or #2
■ Overall quality of customer service <sup>2</sup>	#1
■ Best Consumer Internet bank in Canada <sup>3</sup>	#1
■ TDCT brand – In top 10 best managed brands <sup>4</sup>	Only Canadian Bank

### Canadian Wealth Management

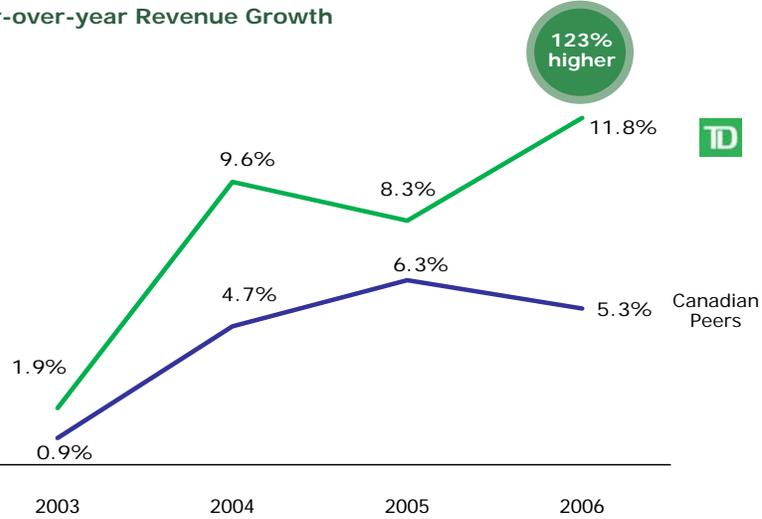
■ Discount brokerage <sup>5</sup>	#1
■ Mutual funds <sup>6</sup>	#2

1. Source: Office of the Superintendent of Financial Institutions (Canada); Starfish  
 2. Rated #1 among Canada's five major banks for "Overall quality of customer service" by an independent market research firm Synovate in 2006.  
 3. 2006 Global Finance award  
 4. 2006 Strategic Council – TD Canada Trust – One of the Best Managed Canadian Brands  
 5. Market share is based on Investor Economics  
 6. Based on The Investment Funds Institute of Canada, October 2006 report and Dundee Securities' Canadian Asset Managers report on Dec. 5, 2006 – TD is #2 among banks (and #4 in the industry) in Mutual Fund Assets

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## Sustained Canadian Retail Revenue<sup>1</sup> Growth

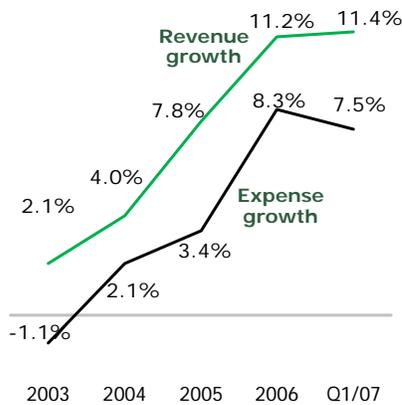
### Year-over-year Revenue Growth



1. Based on adjusted results and definition of Canadian peers as described on slide #5.

## Continually Invest for Future Growth

### TD Canadian Personal & Commercial Increased Investment When Revenue Growth is Stronger<sup>1</sup>



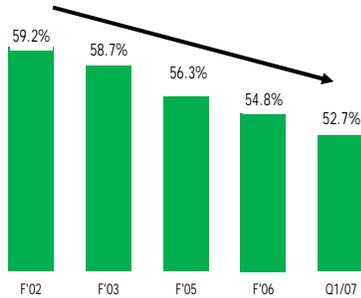
- Past investment leads to superior current revenue growth
- Current investment leads to future revenue growth
- Revenue growth faster than expense growth

1. 2004 Revenue and Expense growth rates exclude the estimated impact of acquisitions of Laurentian branches and Liberty Mutual. Based on adjusted results as described on slide #5.

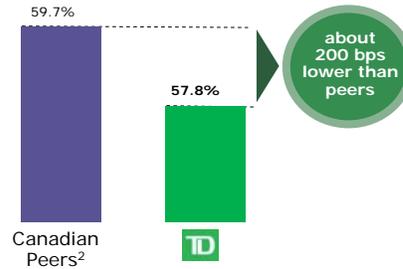
# Focus on Operating Excellence<sup>1</sup>

Operating Excellence + Investment = Improved Efficiency

Canadian Personal & Commercial Bank Efficiency Ratio



Total Canadian Retail Efficiency Ratio (Fiscal 2006)

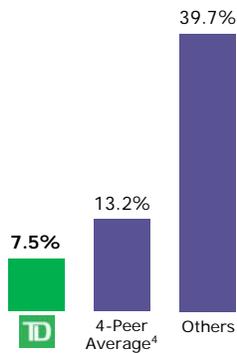


1. Based on adjusted results and definition of Canadian peers as described on slide #5

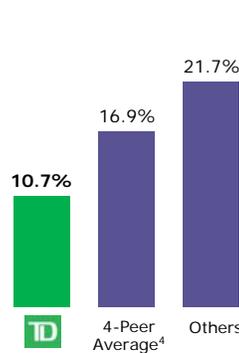
# Leveraging Competitive Edge

Market Share - Leveraging core strengths to grow under-penetrated businesses

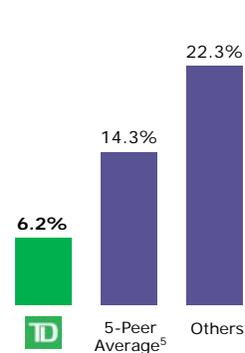
Credit Cards<sup>1</sup>  
(VISA & Mastercard)



Small Business and Commercial Loans<sup>2</sup>



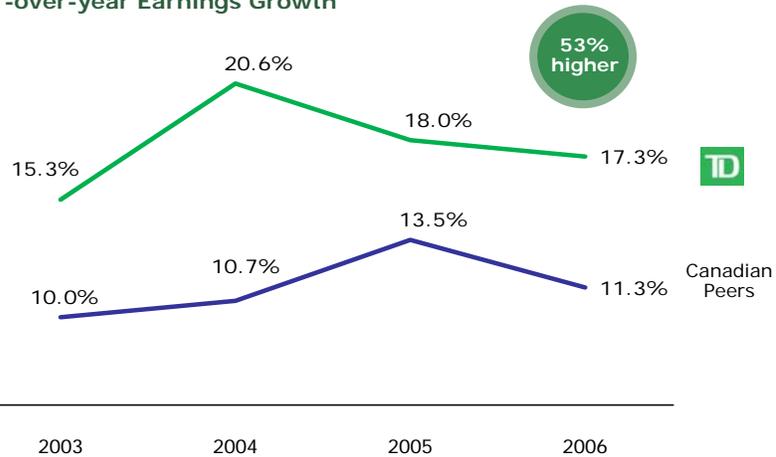
Full Service Brokers<sup>3</sup>



1. Source: Nilson Report Dec 31 2005  
 2. Source: CBA - Business Loans Outstandings for authorization under \$250,000, and for authorization of \$250,000 - \$4,999,999 (Sept. 30 2006)  
 3. Source: Investor Economics (data as of June 2006)  
 4. 4-Peer includes RY, BNS, BMO and CM  
 5. 5-Peer includes RY, BNS, BMO, CM and NA

## Sustained Canadian Retail Earnings<sup>1</sup> Growth

### Year-over-year Earnings Growth



1. Based on adjusted results and definition of Canadian peers as described on slide #5.

## TD Bank Financial Group

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## A Two-Pronged Approach in the U.S.

	<b>TD Banknorth</b>	<b>TD AMERITRADE</b>
<b>Size</b>	1 of 25 largest commercial banks in U.S. (based on total assets)	1 of the largest online brokers in U.S.
<b>TD Ownership (Jan 31/07)</b>	~59.4%	~40.2% <sup>1</sup>
<b>Market Cap (March 16/07)</b>	\$US 7.8B	\$US 9.2B
<b>Footprint</b>	~600 branches in 8 NE states	~100 branches across the US
<b>Employees</b>	9,000 +	4,000 +
<b>2006 Adjusted Earnings &amp; Operating metric</b>	\$US 479MM <sup>2</sup> Adjusted ROE = 27.9%	\$US 483MM <sup>3</sup> Adjusted ROE = 30%

1. TD Ameritrade shares held by Lilloet Limited are included in the Bank's reported investment in TD Ameritrade as a result of consolidation of the financial statements of Lilloet. At November 15, 2006, Lilloet owned 27 million shares of TD Ameritrade, representing 4.5% of the outstanding common shares of TD Ameritrade.  
 2. Adjusted earnings excluding merger and consolidation costs, discontinued operations, deleveraging losses and amortization of intangibles, net of tax. For a reconciliation of GAAP to cash operating earnings please see TD Banknorth's 4<sup>th</sup> Quarter 2006 earnings press release, dated January 24, 2007 available at [www.tdbanknorth.com/investorrelations](http://www.tdbanknorth.com/investorrelations).  
 3. TD Ameritrade annualized earnings adjusted for unusual items including amortization of acquired intangible assets, interest on borrowings, gain on disposal of investment, fair value adjustments of investment-related derivative instruments, net of tax. For Non-GAAP Net Income, please see Form 9-K reported released on October 24, 2006 available at [www.amtd.com/investors/presentations](http://www.amtd.com/investors/presentations) and the reconciliation of financial measures attached thereto.

## Conclusion

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