



# TD C\$ Minimum Floating Rate Notes

Due May 15, 2024

## Key Terms

### Issuer

The Toronto-Dominion Bank ("TD")  
S&P: A  
Moody's: A1  
DBRS: AA

### Currency

Canadian dollars

### Issue Price

C\$100 per note

### Settlement Date

November 15, 2022

### Term

18-months

### Coupon Rate

3 Month BA Rate + Spread,  
Payable Quarterly,  
Subject to:  
Minimum Coupon Rate

### Day Count

30/360, following unadjusted

## Investment Highlights

- 18-month Minimum Floating Rate Senior Note (the "Notes").
- 100% principal protected at maturity by The Toronto-Dominion Bank.
- Maturity Date:** May 15, 2024
- Coupons:** Floating Rate Coupons will be determined by reference to the 3-month BA Rate (4.62250% as of November 4, 2022). Coupons are calculated using the following formula:

$$\text{Principal Amount} \times \text{Coupon Rate} \times \text{Calculation Period}$$

The Coupon Rate in respect of a Coupon Payment Date will be calculated by the Calculation Agent on the preceding Coupon Reset Date and will be equal to the greater of (a) the sum of 3 Month BA Rate and the Spread, and (b) the Minimum Coupon Rate.

Spread:	+0.00%
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Minimum Coupon Rate:	4.20%
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Maximum Coupon Rate:	N/A
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- 3 Month BA Rate:** The three month Canadian Dealer Offered Rate ("CDOR") is the recognized benchmark index for bankers' acceptances with a term-to-maturity of three months. The rate is determined daily from a survey of market makers in bankers' acceptances.
- Coupon Payment Dates:** Coupons shall be calculated and paid on the 15th day of each February, May, August and November, commencing February 15, 2023, and ending on the Maturity Date.
- Secondary Market:** TD Securities Inc. will endeavour to maintain a secondary market for the Notes, but reserves the right not to do so in the future in its sole discretion, without providing notice to investors. An investor who sells a Note prior to maturity may receive sale proceeds that are less than the Principal Amount.

## Investor Suitability

### Suited for investors who:

- Require the safety of principal protection at maturity
- Expect interest rates to remain stable or change gradually
- Seek certainty of a Minimum Coupon Rate
- Seek to diversify the fixed income component of their investment portfolios

The Notes are bail-inable notes subject to conversion in whole or in part – by means of a transaction or series of transactions and in one or more steps – into common shares of TD or any of its affiliates under subsection 39.2(2.3) of the CDIC Act and to variation or extinguishment in consequence, and subject to the application of the laws of the Province of Ontario and the federal laws of Canada applicable therein in respect of the operation of the CDIC Act with respect to the Notes.

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