

**ATTENTION TORONTO-DOMINION BANK SHAREHOLDERS**

**Notice of Settlement of the Class Action against The Toronto-Dominion Bank  
Majestic Asset Management and Turn8 Partners Inc. v. The Toronto-Dominion Bank  
District of Montréal, No. 500-06-000914-180**

READ THIS NOTICE CAREFULLY AS IT MAY AFFECT YOUR RIGHTS

**This notice is directed to all persons and entities who purchased securities of The Toronto-Dominion Bank on or after December 3, 2015 and held all or some of those securities until after the close of trading on March 9, 2017 (“Class Members” and the “Class”).**

**PURPOSE OF THIS NOTICE**

In a judgment date January 30, 2024, the Honourable Donald Bisson of the Superior Court approved the settlement among all of the parties to the class proceedings entitled *Majestic Asset Management and Turn8 Partners Inc. v. The Toronto-Dominion Bank*, bearing Court File No. 500-06-000914-180 ( the “**Settlement**”), without any admission of liability on the part of The Toronto-Dominion Bank.

**THE ACTION**

The class action was commenced in the Superior Court of Québec (the “**Court**”) on behalf of investors who purchased The Toronto-Dominion Bank securities on or after December 3, 2015, and held all or some of those securities until March 9, 2017 (the “**Action**” and the “**Class Period**”).

The plaintiffs in the Action alleged that The Toronto-Dominion Bank (“**TD Bank**”) made misrepresentations during the Class Period relating to the treatment of its employees and customers, and its ethics policies.

The parties have reached a Settlement of the Action, without any admission of liability on the part of TD Bank, which was approved by the Court. The terms of the Settlement are set out below.

**THE SETTLEMENT AND PLAN OF ALLOCATION**

TD Bank will pay CAD \$22 million (the “**Settlement Amount**”), in full and final settlement of all claims against it in the Action. The Settlement Amount, less the lawyers’ fees and disbursements, administration expenses, and taxes (the “**Compensation Fund**”), will be distributed to the Class in accordance with the Court-approved plan of allocation (“**Plan of Allocation**”). Legal fees have been approved in the amount of one-third (33.33 percent) of the Settlement Amount, plus disbursements, plus taxes.

The Settlement and Plan of Allocation may be viewed at <https://www.faguyco.com/class-actions/toronto-dominion>.

The Settlement provides that the Action is dismissed, and claims of all Class Members which were asserted, or which could have been asserted in the Action, are fully and finally released, namely:

- Statutory misrepresentations pursuant to the Québec *Securities Act* Title VIII Chapter 2, Division I and Division II; and
- Civil liability for misrepresentation under article 1457 of the *Civil Code of Québec*.

**CLAIMS FOR COMPENSATION**

A CLAIM FOR COMPENSATION MUST BE MADE **BY MAY 13, 2024**, IN ORDER TO PARTICIPATE IN THE SETTLEMENT.

Each Class Member is required to complete the claim form and upload the supporting documentation to the website of the Administrator RicePoint Administration Inc.

The claim form can be accessed or downloaded on the Administrator’s website: <https://www.tdbankcanadianshareholdersettlement.com> or obtained by contacting the Administrator by telephone at **1-888-352-1387** or by email at [tdbankcanadianshareholder@ricepoint.com](mailto:tdbankcanadianshareholder@ricepoint.com).

**If you do not submit a duly completed claim form by May 13, 2024, you may not receive any part of the Compensation Fund.**

The Court has appointed RicePoint Administration Inc. as Administrator of the Settlement to, among other things: (i) receive and process claim forms; (ii) decide eligibility for compensation; and (iii) distribute the Compensation Fund to eligible Class Members. You may submit a paper claim form only if you do not have Internet access. The paper claim form may be sent by mail or courier to:

TD Bank Canadian Shareholder Settlement  
c/o RicePoint Administration Inc.  
P.O. Box 3355  
London, ON N6A 4K3  
Email: [tdbankcanadianshareholder@ricepoint.com](mailto:tdbankcanadianshareholder@ricepoint.com)

**Claims Administration Portal Registration:**

<https://www.tdbankcanadianshareholdersettlement.com> (English)

<https://fr.tdbankcanadianshareholdersettlement.com> (French)

**ADDITIONAL INFORMATION**

This notice has been approved by the Court. The Court offices cannot answer any questions about the matters in this notice. For further information, including to obtain a copy of the Agreement and Originating Application, please visit Class Counsel's website at <https://www.faguyco.com/class-actions/toronto-dominion>.

Questions for the Administrator may be directed to:

TD Bank Canadian Shareholder Settlement  
c/o **RicePoint Administration Inc.**  
P.O. Box 3355  
London, ON N6A 4K3  
Tel.: 1-888-352-1387  
Email: [tdbankcanadianshareholder@ricepoint.com](mailto:tdbankcanadianshareholder@ricepoint.com)

Questions for the Class Members' lawyer may be directed to:

**Faguy & Co.**  
Mtre Maryam d'Hellencourt  
329 de la Commune West, Suite 200  
Montréal, Québec H2Y 2E1  
Tel.: 514-285-8100, ext. 231  
Email: [mdhellencourt@faguyco.com](mailto:mdhellencourt@faguyco.com)

**Questions about matters in this notice should NOT be directed to the Court.**

**NOTICE TO BROKERAGE FIRMS**

Please deliver this notice by email to your clients who purchased TD Bank securities during the Class Period and for whom you have valid email addresses. If you have clients who purchased TD Bank securities during the Class Period for whom you do not have valid email addresses, please contact the Administrator to obtain hard copies of this notice for the purpose of mailing the notice to those clients. Brokerage firms may collectively request up to an aggregate of \$15,000 for the expenses relating to the distribution of this notice to the Class Members. If the amounts submitted in aggregate exceed \$15,000, each brokerage firm's claim shall be reduced on a pro rata basis.

**INTERPRETATION**

If there is a conflict between the provisions of this Notice and the Settlement Agreement, the terms of the Settlement Agreement will prevail.

**This notice has been approved by the Court.**