EXECUTION VERSION

Final Terms dated 22 July 2026

The Toronto-Dominion Bank

(a Canadian chartered bank)

Legal Entity Identifier (LEI): PT3QB789TSUIDF371261

Issue of HKD 1,000,000,000 4.041 per cent. Senior Notes due July 2029

under the U.S.$40,000,000,000 Global Medium Term Note Programme

THE NOTES DESCRIBED IN THESE FINAL TERMS HAVE NOT BEEN REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR THE SECURITIES LAWS OR "BLUE SKY" LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES AND, ACCORDINGLY, MAY NOT BE OFFERED, SOLD OR DELIVERED WITHIN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, U.S. PERSONS.

UK MiFIR PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended ("**UK MiFIR**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**UK distributor**") should take into consideration the manufacturer's target market assessment; however, a UK distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

THE NOTES ARE 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 THE BANK OR ANY OF ITS AFFILIATES UNDER SUBSECTION 39.2(2.3) OF THE CANADA DEPOSIT INSURANCE CORPORATION ACT (CANADA) ("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.

PART A - CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions (the "**Conditions**") set forth in the prospectus dated 1 July 2026 which constitutes a base prospectus (the "**Prospectus**") for the purposes of the Prospectus Rules: Admission to Trading on a Regulated Market sourcebook (the "**PRM**"). This document constitutes the Final Terms of the Notes described herein for the purposes of the PRM and must be read in conjunction with the Prospectus in order to obtain all relevant information. The Prospectus is available for viewing at https://www.td.com/investor-relations/ir-homepage/debt-information/bail-in-debt/index.jsp and copies may be obtained from the registered office of the Issuer at TD Bank Tower, 66 Wellington Street West, Toronto, Ontario, M5K 1A2, Canada and at the offices of the Paying Agents, Citibank, N.A., London Branch, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB and Citibank Europe plc, 1 North Wall Quay, Dublin 1 and can also be viewed on the website of the Regulatory News Service operated by the London Stock Exchange at http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html under the name of the Issuer and the headline "Publication of Prospectus".

1.	Issuer:	The Toronto-Dominion Bank
	Branch of Account:	Toronto branch
2.	(a) Series Number:	GMTN 2026-02
	(b) Tranche Number:	1
	(c) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3.	Specified Currency or Currencies:	Hong Kong Dollars ("**HKD**")
4.	Aggregate Nominal Amount:	
	(i) Series:	HKD 1,000,000,000
	(ii) Tranche:	HKD 1,000,000,000
5.	Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denomination(s):	HKD 1,000,000
	(ii) Calculation Amount:	HKD 1,000,000
7.	(i) Issue Date:	28 July 2026
	(ii) Trade Date:	20 July 2026
	(iii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	Interest Payment Date falling on or nearest to 28 July 2029
9.	Interest Basis:	4.041 per cent. Fixed Rate See paragraph 16 below
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	(i) Status of the Notes:	Senior Notes
	(ii) Date approval for issuance of Notes obtained:	Not Applicable
14.	Bail-inable Notes:	Yes
15.	Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16.	**Fixed Rate Note Provisions:**		Applicable
	(i)	Rate of Interest:	4.041 per cent. per annum payable in arrear on each Interest Payment Date
	(ii)	Interest Payment Date(s):	28 July in each year, commencing on 28 July 2027 up to and including the Maturity Date, adjusted for payment date and interest accrual purposes in accordance with the Business Day convention specified in Paragraph 16(iii) below
	(iii)	Business Day Convention:	Modified Following Business Day Convention
	(iv)	Fixed Coupon Amount:	Not Applicable

	(v)	Broken Amount(s):	Not Applicable
	(vi)	Day Count Fraction:	Actual/365 (Fixed)
	(vii)	Determination Dates:	Not Applicable
	(viii)	Name and address of person responsible for calculating Interest Amount:	Citicorp International Limited
	(ix)	Business Centre(s):	Hong Kong, London, New York and Toronto
17.	**Fixed Rate Reset Note Provisions:**		Not Applicable
18.	**Floating Rate Note Provisions:**		Not Applicable
19.	**Zero Coupon Note Provisions:**		Not Applicable

PROVISIONS RELATING TO REDEMPTION

20.	**Issuer Call Option:**	Not Applicable
21.	**Noteholder Put Option:**	Not Applicable
22.	**TLAC Disqualification Event Call Option:**	Not Applicable
23.	**Final Redemption Amount:**	HKD 1,000,000 per Calculation Amount
24.	**Early Redemption Amount:**	
	Early Redemption Amount(s) payable on redemption for taxation reasons (additional amounts), upon the occurrence of a Regulatory Event, Tax Event, TLAC Disqualification Event or on Event of Default:	HKD 1,000,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

25.	**Form of Notes:**		**Registered Notes:** Regulation S Global Note lodged with a sub-custodian of the CMU Service
26.	**(i)**	**New Global Note:**	No
	(ii)	**New Safekeeping Structure:**	No
27.	**Financial Centre(s) or other special provisions relating to Payment Dates:**		Hong Kong, London, New York and Toronto
28.	**Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):**		No
29.	**RMB Settlement Centre(s):**		Not Applicable
30.	**RMB Rate Calculation Agent:**		Not Applicable
31.	**Calculation Agent for the purposes of Condition 5(h):**		Not Applicable
32.	**Alternative Currency Payment:**		Applicable Alternative Currency: United States dollars

THIRD PARTY INFORMATION

The ratings explanations set out in Item 2. “Ratings” of Part B have been extracted from the websites of S&P Global Ratings, acting through S&P Global Ratings Canada, a business unit of the S&P Global Corp, Moody’s Canada Inc. and Fitch Ratings, Inc. (as applicable), as indicated. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware and is able to ascertain from information published by S&P Global Ratings, acting through S&P Global Ratings Canada, a business unit of the S&P Global Corp, Moody’s Canada Inc. and Fitch Ratings, Inc., no facts have been omitted which would render the reproduced information inaccurate or misleading.

Signed on behalf of the Issuer:

By: /S/ Colin Elion

Colin Elion
Associate Vice President
Funding, Treasury and Balance Sheet Management

PART B – OTHER INFORMATION

1. LISTING

Listing/Admission to trading:	Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to the Official List of the Financial Conduct Authority and to trading on the Regulated Market with effect from 28 July 2026. No assurance can be given as to whether or not, or when, such application will be granted.
Estimate of total expenses related to admission to trading:	GBP 5,300

2. RATINGS

Ratings:	The Notes to be issued are expected to be rated: S&P Global Ratings, acting through S&P Global Ratings Canada, a business unit of the S&P Global Corp.: A- An obligation rated "A" is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligations in higher-rated categories. However, the obligor's capacity to meet its financial commitments on the obligation is still strong. The addition of a minus (-) sign shows the relative standing within the rating category. (Source: S&P Global, https://www.spglobal.com/ratings/en/regulatory/article/-/view/sourceId/504352) Moody's Canada Inc.: A2 Obligations rated "A" are judged to be upper-medium grade and are subject to low credit risk. The modifier "2" indicates a mid-range ranking. (Source: Moody's, https://www.moodys.com/web/en/us/solutions/ratings/understanding-ratings.html) Fitch Ratings, Inc.: AA- "AA" ratings denote expectations of very low default risk. They indicate very strong capacity for payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events. The additional "-" indicates relative differences of probability of default or recovery for issues. (Source: Fitch, https://www.fitchratings.com/products/rating-definitions#rating-scales)

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Plan of Distribution", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Joint Lead Managers (as defined in the syndication agreement entered into on the date hereof in connection with the issue and offering of the Notes) and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business

4. YIELD

Indication of yield:	4.041 per cent. per annum The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

5. **DISTRIBUTION**

US Selling Restrictions:	Regulation S compliance Category 2; TEFRA rules not applicable Not Rule 144A eligible
Prohibition of Sales to EEA Retail Investors:	Applicable
Prohibition of Sales to UK Retail Investors:	Applicable
Singapore Sales to Institutional Investors and Accredited Investors only:	Applicable
Canadian Selling Restrictions:	Canadian Sales Not Permitted
Japanese Selling and Transfer Restrictions:	Not offered with the QII only Exemption

6. **OPERATIONAL INFORMATION**

ISIN:	HK0001323911
Common Code:	345046135
CMU Instrument Number:	CILHFN26131
CFI:	DTFUFR, as may be updated on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
FISN:	TD BANK/0 NT 20310728 UNSEC, as may be updated on the website of the Association of National Numbering Agencies (ANNA) or alternatively sourced from the responsible National Numbering Agency that assigned the ISIN
Any clearing system(s) other than DTC, Euroclear, and Clearstream, Luxembourg, CMU, their addresses and the relevant identification number(s):	Not Applicable
Delivery:	Delivery against payment
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility:	Not Applicable
Relevant Benchmarks:	Not Applicable

7. **PROCEEDS**

(i) Use of proceeds:	As specified in the Prospectus
(ii) Estimated net proceeds:	HKD 998,500,000

8. **UNITED STATES TAX CONSIDERATIONS**

Not Applicable

9. **HONG KONG SFC CODE OF CONDUCT**

(i)	Rebates:	Not Applicable
(ii)	Contact email addresses of the Overall Coordinators where underlying investor information in relation to omnibus orders should be sent:	hk_syndicate_omnibus@hsbc.com.hk SYNHK@sc.com SingaporeSyndicate@tdsecurities.com
(iii)	Marketing and Investor Targeting Strategy:	As indicated in the Prospectus