



Bank Financial Group



Q4 2004 Conference Call

November 24, 2004



Bank Financial Group

Forward-Looking Statements

From time to time, TD makes written and oral forward-looking statements, including in this presentation, in 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 the United States Private Securities Litigation Reform Act of 1995.

Forward-looking statements include, among others, statements regarding TD's objectives and strategies to achieve them, the outlook for TD's business lines, and TD's anticipated financial performance. Forward-looking statements are typically identified by words such as "believe", "expect", "may" and "could". By their very nature, these statements 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: the credit, market, liquidity, interest rate, operational and other risks discussed in the management's discussion and analysis sections of TD's latest annual and interim reports and other regulatory filings made in Canada and with the SEC; general business and economic conditions in Canada, the United States and other countries in which TD conducts business; the effect of changes in monetary policy; legislative and regulatory developments; the degree of competition in the markets in which TD operates, both from established competitors and new entrants; legislative and regulatory developments; the accuracy and completeness of information TD receives on customers and counterparties; the timely development and introduction of new products and services in receptive markets; TD's ability to complete and integrate acquisitions, including the acquisition of a 51% interest in Banknorth Group, Inc.; TD's ability to attract and retain key executives; reliance on third parties to provide components of TD's business infrastructure; technological changes; changes in tax laws; unexpected judicial or regulatory proceedings; continued negative impact of the United States securities litigation environment; unexpected changes in consumer spending and savings habits; the possible impact on TD's businesses of international conflicts and terrorism; acts of God, such as earthquakes; and management's ability to anticipate and manage the risks associated with these factors and execute TD's strategies. This list is not exhaustive. Other factors could also adversely affect TD's results. For more information, please see the discussion starting on page 32 of the Bank's 2003 Annual Report concerning the effect certain key factors could have on actual results. All such factors should be considered carefully when making decisions with respect to TD, and undue reliance should not be placed on TD's forward-looking statements. TD does not undertake to update any forward-looking statements, written or oral, that may be made from time to time by or on our behalf.



Q4 2004 Operating Performance

Dan Marinangeli, CFO



Overview

Q4 2004

- EPS reported basis (diluted) \$0.90
- EPS before amortization of intangibles (diluted) \$1.04
- Segment net income before amortization of intangibles:
 - Personal & Commercial Banking = \$390MM, up \$63MM or 19% YoY
 - Wealth Management = \$67MM, down \$37MM or 36% YoY
 - Wholesale Banking = \$126MM, flat YoY

FY 2004

- EPS reported basis (diluted) \$3.39
- EPS before amortization of intangibles (diluted) \$4.11
- Segment net income before amortization of intangibles:
 - Personal & Commercial Banking = \$1,487MM, up \$210MM or 16%
 - Wealth Management¹ = \$368MM, up \$115MM or 45%
 - Wholesale Banking¹ = \$607MM, up \$58MM or 11%
- Sectoral and general releases totaled \$722MM or \$0.71 per share
- Capital ratios:
 - Tier 1 = 12.6%
 - Tangible common equity = 9.0%

1. Adjusted for after-tax restructuring and writedowns in Q203 of \$328MM in Wealth Management and \$289MM in Wholesale.

Q4 2004 Earnings Reconciliation

Q4 2004 Amortization of Intangibles:

		<u>EPS</u>
Reported basis net income applicable to common shares	\$ 595MM	\$ 0.90
Amortization of intangibles (<i>after-tax</i>)	92MM	0.14
Earnings before the amortization of intangibles	\$ 687MM	\$ 1.04

Q4 2004 Includes the Following Items of Note (*Corporate Segment*):

	<u>Pre-Tax</u>	<u>Post-Tax</u>	<u>EPS</u>
	(\$MM)	(\$MM)	(\$)
Sectoral provision release	155	101	0.15
AcG-13 impact	(17)	(11)	(0.02)

5

Overview: 2004 & 2003

Before amortization of intangibles

	<u>2003¹</u>	<u>2004²</u>	<u>'04 vs '03</u>
Revenue	\$ 10,085	\$ 10,891	8 %
PCL	423	336	(21)
Expenses	6,881	7,081	3
Net Income	2,033	2,554	26
Preferred Dividend	87	78	(10)
Net Income to Common	\$ 1,946	\$ 2,476	27 %
Average Shares Outstanding (diluted)	653.9	659.4	
EPS (diluted)	\$ 2.98	\$ 3.75	26 %

1. Adjusted for sectoral releases \$0.08, general reserve release \$0.15 and restructuring and writedowns \$(0.96).

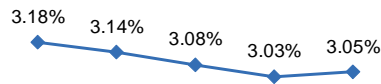
2. Adjusted for sectoral releases \$0.65, general reserve release \$0.06, AcG-13 \$(0.07) and litigation reserve \$(0.29).

6

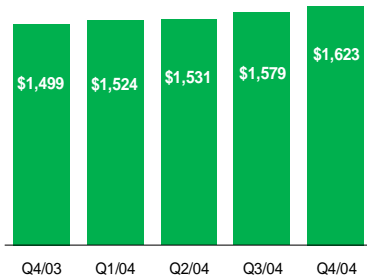
Q4 2004 Personal & Commercial Banking Operating Performance

Total Revenue and Net Interest Margin

Net Interest Margin (%)



Total Revenue (MM)



Highlights

- Total revenue \$1.6 billion:
 - Up 8.3% from Q4/03 and 2.8% from Q3/04
 - Liberty and Laurentian totaled \$50 million versus \$37 million in Q3/04
- Net interest margin:
 - Down versus Q4/03 reflecting competitive pricing, increased volume of lower margin real estate secured lending and the impact of the low interest rate environment on deposit margins

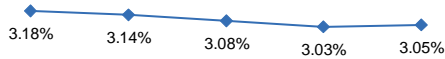
Total Revenue (\$MM)

2002	2003	2004
\$5,768	\$5,889	\$6,257

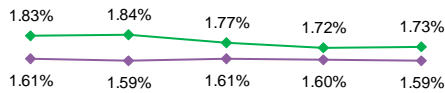
Net Interest Margin

Net Interest Margin (NIM) (%)

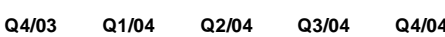
NIM on average earning assets



NIM on deposits



NIM on loans



Highlights

- Margin on average earning assets is up 2 bps from last quarter
- Sequential margin improvement as a result of improved deposit margins and lower mortgage prepayment costs
- Margins are expected to remain stable in the short term based on an upward trend in short term rates

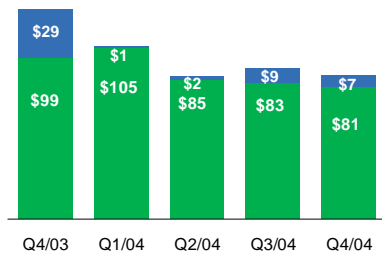
Net interest margin (%)

<u>2002</u>	<u>2003</u>	<u>2004</u>
3.42%	3.28%	3.07%

Provision For Credit Loss

(excluding impact of securitization)

Provision For Credit Loss (MM)



■ Small Business & Commercial
■ Personal

Highlights

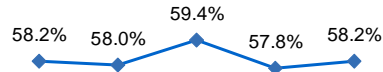
- PCL \$88 million (before securitization):
 - Down \$4 million from Q3/04
 - New delinquent loan formations still low
 - Credit quality remains strong in the Commercial portfolio
- PCL securitization impact is \$9 million for Q4/04 (\$14 million in Q4/03)

Total PCL (\$MM)

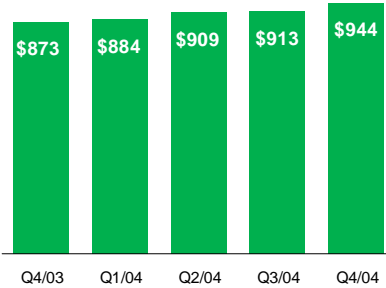
<u>2002</u>	<u>2003</u>	<u>2004</u>
\$505	\$460	\$373

Total Expenses and Efficiency Ratio

Efficiency Ratio (%)



Total Expenses (MM)



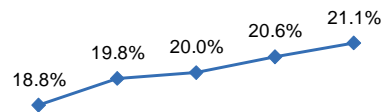
Highlights

- Total expenses before the amortization of intangibles \$944 million:
 - Up 8.1% from Q4/03 and 3.4% from Q3/04
 - Liberty and Laurentian up \$35 million YoY and down \$10 million QoQ
 - Volume related items and ABM upgrades contributed to the Q4/04 expense increase

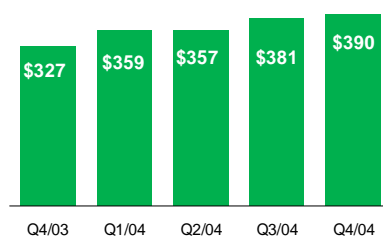
Total Expenses (\$MM)		
2002	2003	2004
\$3,501	\$3,463	\$3,650

Net Income and Return on Invested Capital

Return on Invested Capital (%)



Net Income (MM)

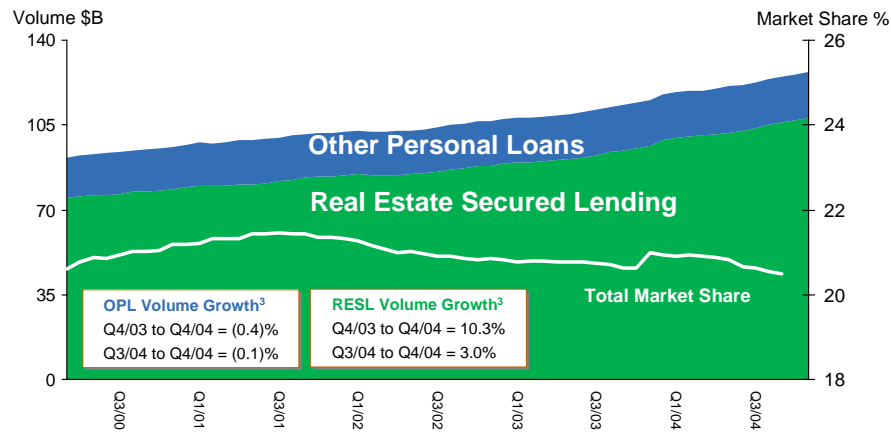


Highlights

- Net income before the amortization of intangibles of \$390 million:
 - Up \$63 million or 19.3% from last year and is 8th consecutive quarter of double-digit growth
- Revenue-expense gap 2.0% for 2004 versus 2003 excluding acquisitions

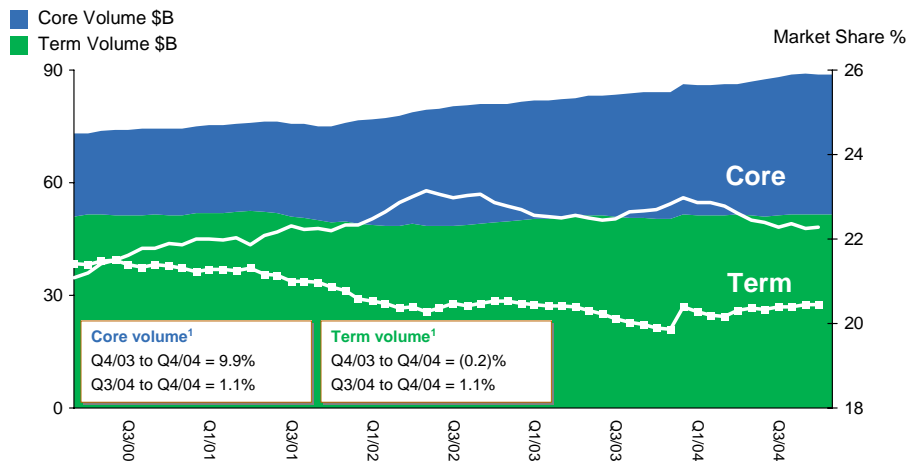
Net Income (\$MM)		
2002	2003	2004
\$1,114	\$1,277	\$1,487
Economic Profit (Loss) (\$MM)		
2002	2003	2004
\$438	\$639	\$810

Volume and Market Share: Real Estate Secured Loans¹ & Other Personal Loans²



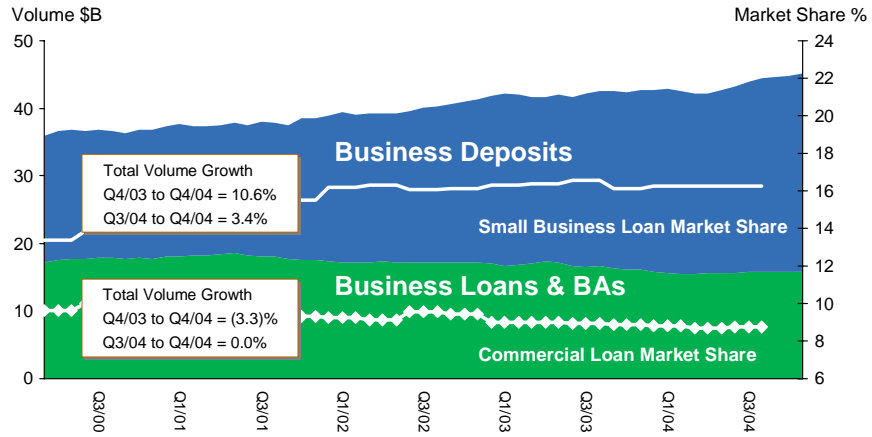
1. Includes mortgages and HELOCs (including securitized amounts)
 2. Includes other personal loans and cards (including securitized amounts). Canadian and U.S. currency. Market share two month lag
 3. Volume growth excludes Laurentian impact. Market share and volume includes Laurentian impact of 32 bps.

Volume and Market Share: Personal Deposits



Volumes include Canadian and U.S. currency. Market share Canadian currency only with one month lag.
 1. Volume growth excludes Laurentian impact. Market share and volume includes Laurentian impact of 17 bps in core and 57 bps in term.

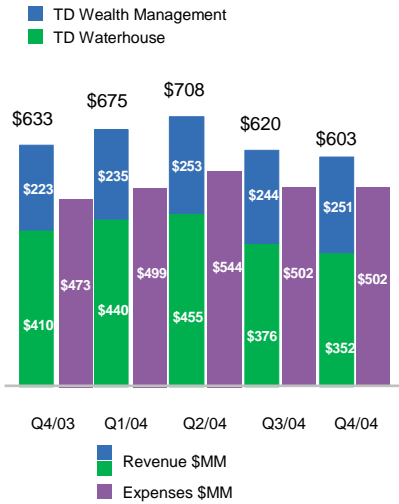
Volume and Market Share: Business Loans and Deposits



Canadian and U.S. currency. Business loans and deposits include both commercial and small business.
Small business loan share (loans less than \$250,000) and Commercial loan share (\$250,000 - \$4,999,999) to June 2004
Source: CBA Business Lending, updated quarterly

Q4 2004 Wealth Management Operating Performance

Total Revenue and Expenses



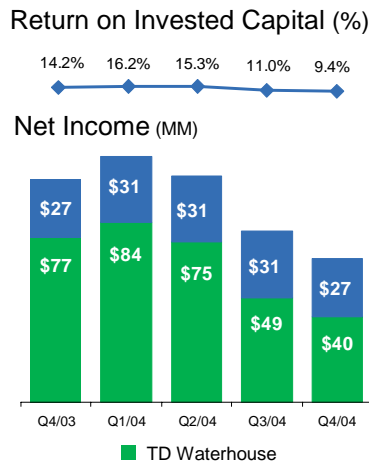
Highlights

- Total revenue down 2.7% versus Q3/04 to \$603 million:
 - QoQ TDW trades per day down 5%
 - TDW margin loans down 8%
- Total expenses before the amortization of intangibles flat:
 - Up 1% ex reduction in marketing costs

Total Revenue \$MM		
2002	2003	2004
\$2,321	\$2,304	\$2,606
Total Expenses \$MM		
2002	2003 ¹	2004
\$2,080	\$1,934	\$2,047

1. 2003 expenses exclude restructuring and writedowns in Q203 of \$300MM.

Net Income and Return on Invested Capital



Highlights

- Net income before the amortization of intangibles of \$67 million
- Versus Q4/03
 - TDW trades down 25%
 - Other wealth management flat

Net Income \$MM		
2002	2003 ¹	2004
\$125	\$253	\$368
Economic Profit (Loss) \$MM		
2002	2003 ¹	2004
\$(298)	\$(148)	\$25

1. 2003 excludes after-tax restructuring and writedowns of \$328MM.

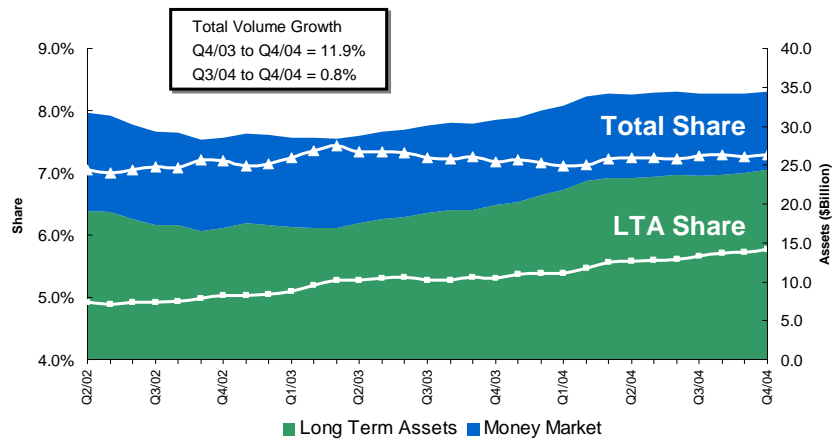
TD Waterhouse

	2003 Q4	2004 Q3	2004 Q4	Yr/Yr Change
Active Accounts (000)*	3,060	3,083	3,031	(1)%
New Accounts (000)	74	70	67	(9)%
Trades/Day (000)	111	87	83	(25)%
Margin Loans (C\$B)	\$5.2	\$6.3	\$5.8	12%
Marketing Spend (C\$MM)	\$19	\$25	\$19	- %
Margin before marketing expense	32.8%	25.5%	22.3%	10.5 pts
Customer Assets* (C\$B)	\$215	\$233	\$229	7%

* Represents ending amounts

TD Waterhouse self-directed brokerage globally

Mutual Funds - Total Industry

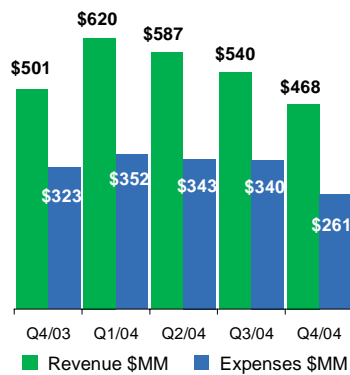


Effective November 2003, current volumes and market share reflect inclusion of all Private and Pooled Funds. Historical volumes and market share have also been adjusted for comparative purposes.

Q4 2004
Wholesale Banking
Operating Performance

Total Revenue and Expenses

Revenue and Expenses¹



Highlights

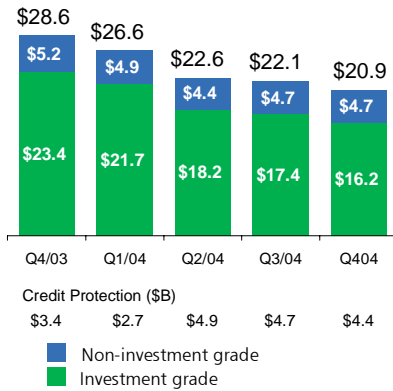
- Revenue of \$468 million down 13.3% versus Q3/04 and 6.6% versus Q4/03
- Expenses down 23.2% and 19.2% versus Q3/04 and Q4/03 respectively

Total Revenue \$MM		
2002	2003	2004
\$2,668	\$2,056	\$2,215
Total Expenses \$MM		
2002	2003 ²	2004
\$1,235	\$1,273	\$1,289

1. Q2/04 expenses exclude \$7MM recovery.
 2. 2003 expenses exclude restructuring and writedowns of \$416 million.

Core Portfolio

Net Exposure¹ (C\$ Billion)



Highlights

- Net Exposure¹ down \$7.7B or 27% YoY
- Quality of the portfolio remains very high with 78% investment grade
- Credit protection is included in PCL for wholesale
 - No impaired loans or PCLs for eight quarters
 - Credit protection expense running at \$42MM annually

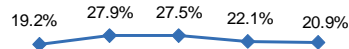
PCL and Credit Protection Expense (\$MM)

	Q4/03	Q1/04	Q2/04	Q3/04	Q4/04
CP	\$8	\$7	\$10	\$12	\$12
PCL	Nil	Nil	Nil	Nil	Nil

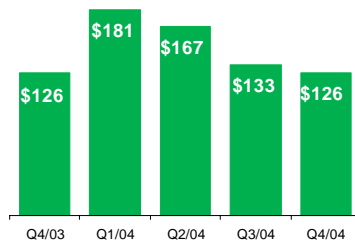
1. Net Exposure = Adjusted Commitment Authorized + Uncommitted Utilized - Cash Collateral - Specific Allowance - CDS

Net Income and Return on Invested Capital

Return on Invested Capital (%)



Net Income (MM)



Highlights

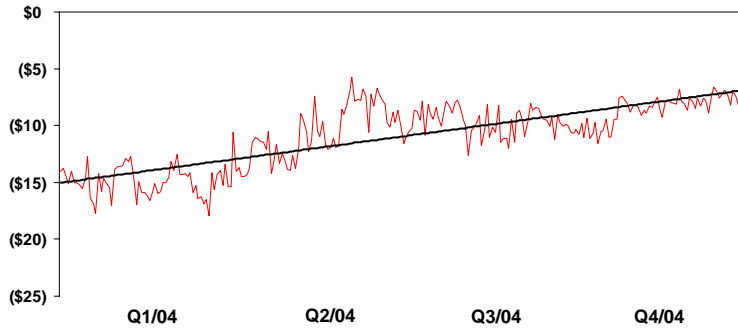
- Net income down 5.3% versus Q3/04 and flat versus Q4/03

Net Income (\$MM)

2002 ¹	2003 ²	2004
\$315	\$549	\$607
Economic Profit (Loss) (\$MM)		
2002 ¹	2003 ²	2004
\$(220)	\$164	\$278

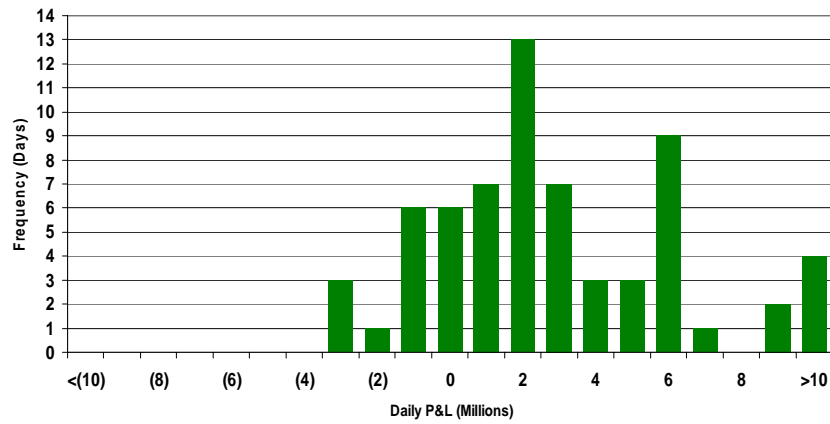
1. 2002 excludes \$972 million after tax impact of sectoral provisions.
 2. 2003 excludes restructuring and writedowns of \$289 million after tax.

Value at Risk



- TDBFG average Value-at-Risk (VaR) for Q4 FY '04 was \$8.2MM
- Daily trading losses did not exceed VaR during Q4 FY '04

Distribution of Daily Capital Markets Related Revenue for Q4/04

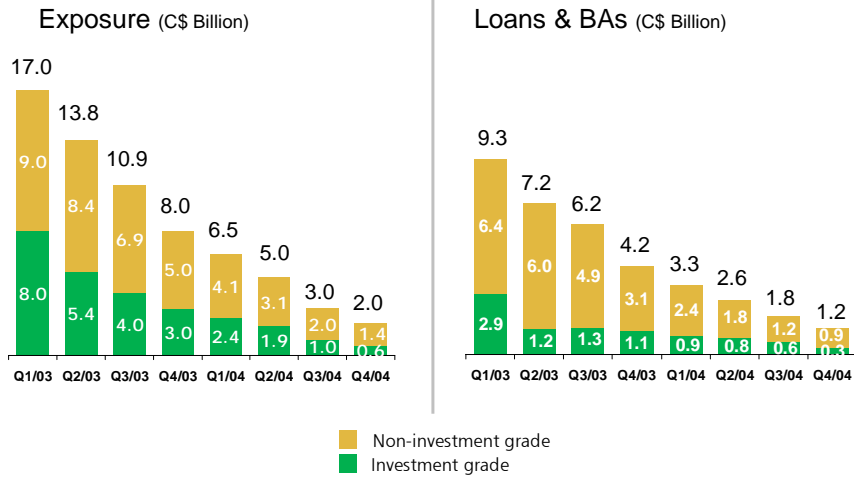


*Q4 2004
Corporate*

Decomposition of Major Items

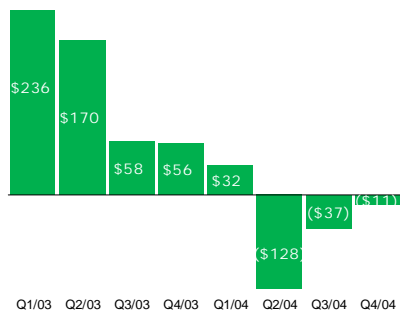
Corporate segment includes (after-tax):	<u>Q4/04</u>
Non-core lending portfolio	\$ 124
Interest on income tax refund	18
Other (including litigation reserve of \$38MM)	0
Securitization gain (loss)	(1)
Unallocated corporate expenses	(9)
Impact of hedging relationships (AcG-13)	(11)
Total net income (loss)	<u>\$ 121</u>

Non-Core Lending Portfolio



Non-Core Lending Portfolio

Actual Specific Loan Loss¹ (\$MM)



Highlights

- Actual specific loan loss of (\$11)MM versus \$(37)MM last quarter
- Sectoral release:
 - Q4/04 \$155MM
 - Q3/04 \$100MM
 - Q2/04 \$200MM
 - Q1/04 \$200MM
 - Q4/03 \$40MM
 - Q3/03 \$40MM
- Sectoral allowance eliminated

1. Draw down of sectorals less recoveries - non-core portfolio only



Bank Financial Group



Q4 2004 Conference Call

November 24, 2004