

TD Mutual Funds Class Action Regarding Trailing Commissions Paid to Discount Brokers Notice of Approved Settlement and Commencement of Claim-Filing Process

Read this notice carefully as it may affect your legal rights

THIS NOTICE IS TO:

All persons, wherever they may reside or be domiciled, who held or hold, at any time on or prior to September 11, 2024, units of a TD Mutual Fund, other than through a discount broker, except for the Excluded Persons (“**Class**” and “**Class Members**”).

In the above class definition:

“**TD Mutual Funds**” means all mutual fund trusts (including, without limitation, all series of units thereof) of which TD Asset Management Inc. (“**Defendant**”) is trustee or was trustee at any time on or prior to September 11, 2024 (but only in respect of the period during which the Defendant is trustee or was trustee, as applicable), including, for greater certainty, (i) those mutual funds that have been terminated, (ii) those mutual funds that have been merged into other mutual funds, and (iii) those mutual funds that have undergone name changes.

“**Excluded Persons**” means the Defendant; the past and present parents, subsidiaries, affiliates, officers, directors, senior employees, legal representatives, heirs, predecessors, successors and assigns of the Defendant; the past and present members of the independent review committee of each TD Mutual Fund; and any person who previously opted out of the class action.

A settlement (“**Settlement**”) has been reached in the class action against the Defendant (“**Action**”). The Ontario Superior Court of Justice (“**Court**”) has approved the Settlement. This notice contains important details about the Settlement and how to submit a claim for compensation from the Settlement.

IMPORTANT DEADLINE TO FILE CLAIM FOR COMPENSATION

Claims Bar Deadline (to file a claim for compensation, you should do so by): **August 28, 2025**

IMPORTANT NOTE ABOUT SEPARATE SETTLEMENT FOR DISCOUNT BROKER HOLDERS OF TD MUTUAL FUNDS

This Settlement is not for persons who held units of a TD mutual fund trust through a discount broker.

If you held units of a TD mutual fund through a discount broker (e.g. BMO InvestorLine, CIBC Investor’s Edge, National Bank Direct Brokerage, RBC Direct Investing, Scotia iTRADE, TD Direct Investing, CI Direct Trading, Qtrade, Desjardins Online Brokerage, HSBC InvestDirect, Laurentian Bank Discount Brokerage, Wealthsimple, Questrade, and Interactive Brokers), there is a separate settlement for you. Please visit <https://www.siskinds.com/class-action/mutual-fund-trailing-commissions/> for more information about that settlement.

THE NATURE OF THE CLAIMS ASSERTED

It is alleged that the Defendant paid trailing commissions, out of the TD Mutual Fund assets, to discount brokers. The TD Mutual Funds are trusts governed by trust instruments. The Defendant is both trustee and manager of the TD Mutual Funds. It is alleged that the Defendant breached its duties as a trustee and fiduciary because the trailing commissions paid to discount brokers are excessive, inflated and/or unearned.

It is further alleged that the Defendant made misrepresentations about the nature of the trailing commission payments.

The Defendant has denied these allegations and continues to deny all allegations.

On behalf of the Class, the Action asserts claims under section 130 of the Ontario *Securities Act* and, if necessary, the equivalent provisions of the securities legislation of the other Canadian provinces and territories. Additionally, the Action advances claims under section 23.1 of the *Trustee Act*, and for breach of trust and fiduciary duty.

SETTLEMENT APPROVAL, FEE APPROVAL AND OTHER MATTERS

On January 13, 2025, the Court approved the Settlement. The Settlement provides for the payment of C\$8,500,000.00 (“**Settlement Amount**”) in consideration of the full and final settlement of the claims of Class Members.

The Settlement Agreement provides that the claims of Class Members (who did not opt out) asserted or that could have been asserted in the Action will be fully and finally released, and the Action will be dismissed.

The Settlement Agreement is not an admission of liability, wrongdoing or fault on the part of the Defendant, which has denied, and continues to deny, the allegations against it.

The Court awarded Kalloghlian Myers LLP (“**Class Counsel**”) total legal fees in the amount of \$2,805,000.00, plus disbursements of \$107,526.88, plus applicable taxes on the fees and expenses. As is customary in such cases, Class Counsel conducted the class action on a contingent fee basis. Class Counsel was not paid as the matter proceeded and funded the expenses of conducting the litigation. The approved fees and disbursements will be deducted from the Settlement Amount before it is distributed to Class Members.

The Class Proceedings Fund (the “**Funder**”) funded this action. The amount owing to the Funder will be deducted from the Settlement Amount.

The Court also approved the payment of an honorarium to the Plaintiff in the amount of \$500.00. The honorarium will be deducted from the Settlement Amount before it is distributed to Class Members.

Expenses incurred or payable relating to approval, notification, implementation and administration of the Settlement (“**Administration Expenses**”) will also be paid from the Settlement Amount before it is distributed to Class Members.

The Settlement Amount includes all legal fees, the Funder’s commission, taxes and administrative expenses.

CLAIMS ADMINISTRATOR

The Court has appointed Verita Global Inc. as the claims administrator for the Settlement (“**Administrator**”). The Administrator will, among other things: (i) receive and process claims for compensation from the Settlement; (ii) determine Class Members’ eligibility for and entitlement to compensation pursuant to the Distribution Protocol; (iii) communicate with Class Members regarding claims for compensation; and (iv) manage and distribute the Settlement Amount in accordance with the Settlement Agreement and the orders of the Court.

The Administrator can be contacted at: 1-888-211-3846 or info@tdmutualfundsettlemnt.com

CLASS MEMBERS’ ENTITLEMENT TO COMPENSATION

The Settlement Amount, after deduction of Class Counsel’s fees and expenses, amounts payable to the Funder, the approved honorarium for the Plaintiff and Administration Expenses (“**Net Settlement Amount**”) will be distributed to Class Members in accordance with the Distribution Protocol approved by the Court.

Class Members who still own units of a TD Mutual Fund are not required to submit a claim for compensation. Instead, Class Counsel will direct the Defendant to deposit a portion of the Net Settlement Amount into each TD Mutual Fund trust.

Class Members who no longer hold any units of a TD Mutual Fund should submit a claim to receive compensation. To be eligible to obtain compensation from the settlement, Class Members who no longer hold any units of a TD Mutual Fund must submit a Claim Form, including any supporting documentation, to the Administrator at www.tdmutualfundsettlemnt.com **no later than August 28, 2025 (“Claims Bar Deadline”)**.

The most efficient way to file a claim is to visit the Administrator’s website at www.tdmutualfundsettlemnt.com and file an online claim. The website provides step by step instructions on how to file a claim. In order to verify claims, the Administrator will require supporting documentation, including brokerage statements or confirmations evidencing the claimed transactions. Accordingly, Class Members should visit the Administrator’s site as soon as possible so that they have time to obtain the required documentation prior to the Claims Bar Deadline.

While online claims are recommended and preferred, the Administrator will also accept Claim Forms filed by mail or courier. To obtain a copy of the Claim Form, Class Members may contact the Administrator to have one sent by email or regular mail. Claim Forms sent by mail or courier should be sent to the Administrator using the contact details above.

If you have questions about how to complete or file a Claim Form, the documentation required to support a claim, or whether you are a Class Member, please contact the Administrator.

ADDITIONAL INFORMATION

This notice has been approved by the Ontario Superior Court of Justice. The Court offices cannot answer any questions about the matters in this notice. The Orders of the Court and other information in both languages are available on the Administrator’s website at www.tdmutualfundsettlemnt.com.

Questions relating to the Action may be directed to the Administrator using the contact details above or Class Counsel:

Serge Kalloghlian, Kalloghlian Myers LLP, 35 Prince Arthur Avenue, Toronto, ON, M5R 1B2
Email: TDsettlement@kalloghlianmyers.com

Si vous avez besoin d’aide en français, veuillez contacter les avocats du groupe en utilisant les coordonnées ci-dessus et nous dirigerons votre demande vers une personne appropriée.

The publication of this notice was authorized by the Ontario Superior Court of Justice.