

**NOTICE OF CERTIFICATION, SETTLEMENT APPROVAL HEARING AND
DISTRIBUTION PROTOCOL APPROVAL HEARING IN CANADIAN TD COIN
COUNTING CLASS ACTION**

**TO: Persons in Canada who used a coin counting machine at TD Bank
between January 1, 2013 and May 25, 2016**

**PLEASE READ THIS NOTICE CAREFULLY. IT MAY AFFECT YOUR LEGAL
RIGHTS.**

A. What is a class action?

A class action is a lawsuit filed by one person on behalf of a large group of people.

B. What is this class action about?

A class action has been started in Ontario that claims The Toronto Dominion Bank (“TD Bank”) breached its agreements with consumers’ when it represented that its coin counting machines would accurately count coins, even though it knew or ought to have known that the machines did not do so.

It is alleged that TD Bank knew or ought to have known, that its customers did not count change prior to depositing funds in machines to be counted, precisely because this would defeat the purpose of using the machines. As a result, it is alleged that TD Bank knew its customers were vulnerable to being shortchanged if the machines did not perform with accuracy.

For more information about the class action, visit www.TDcoinclassactioncanada.com.

C. What settlement has been reached in this class action?

A settlement is when a defendant agrees to pay money to the members of the class action in exchange for being released from the case, without admitting liability for any of the claims.

TD Bank has agreed to settle the class action for payment of \$555,000 in exchange for a full release of the claims against it. The class action has been certified against TD Bank for settlement purposes. TD Bank does not admit any liability, wrongdoing or fault.

The settlement is subject to the approval of the Court. The Court will hold a hearing to decide whether to approve the settlement in the Ontario Superior Court of Justice in Kitchener, Ontario on April 15, 2019 at 10:00am. The Court will decide whether the settlement is fair, reasonable, and in the best interests of the settlement class members.

D. Who is affected by the settlement?

The class action was certified as a class proceeding as against the defendant for the purposes of implementing the settlement agreement.

You are affected by the class action and/or are a “member” of the settlement class if you are a person who used a TD coin counting machine in Canada between January 1, 2013 and May 25, 2016 (the “Class Period”).

E. What steps should I take now?

If you want to be a member of the TD Coin Counting class action, you do not need to do anything. However, there are two steps that you should take to protect your legal rights:

1. You should keep record of any deposits you made to a TD coin counting machine from January 1, 2013 to May 25, 2016. Records include receipts and bank statements showing direct deposits.
2. You should register online at www.TDcoinclassactioncanada.com to receive updates about the TD Coin Counting class action.

Settlement class members who do not oppose the proposed settlement need not appear at the settlement approval hearing or take any other action at this time.

If you want to tell the Court what you think about the proposed settlement or speak to the Court at the hearing listed above, you must send your written submissions to Class Counsel at the address listed below, postmarked no later than April 5, 2019. Class Counsel will forward such submissions to the Court. All filed written submissions will be considered by the Court. If you do not file a written submission by April 5, 2019, you may not be entitled to participate in the settlement approval hearing.

If you want to attend the hearing, please contact Class Counsel for additional details.

F. What happens to the money paid under the settlement?

The settlement with TD Bank, if approved, will conclude the class action.

The Court will hold a hearing to decide whether to approve a protocol for distributing the aggregate settlement funds, plus accrued interest, less court approved legal fees and other expenses (the “Distribution Protocol”). The hearing will be held in the Ontario Superior Court of Justice in Kitchener, Ontario on April 15, 2019 at 10:00am.

A copy of the proposed Distribution Protocol is available at www.TDcoinclassactioncanada.com or from Class Counsel.

Settlement class members who used a TD Bank coin counting machine between January 1, 2013 and May 25, 2016 will be able to complete a claim form and submit the claim form together with documentation supporting their coin deposit into the TD Bank coin counting machine. A further notice will be published with the details and deadline for filing a claim under the Distribution Protocol.

To value a claim, the claims administrator will:

1. Review the settlement class member's claim form; and
2. Allocate a portion of the settlement fund for payment to the class member that is proportionate to the value of coins deposited by that class member using the TD Bank coin counting machine relative to the total value of all claim forms received.

The claims administrator will audit a portion of all claims submitted by settlement class members to ensure there is proper documentation to support the settlement class members' claims.

This notice only summarizes the Distribution Protocol. More information about the Distribution Protocol is available at www.TDcoinclassactioncanada.com. Questions about the Distribution Protocol or any other matters contained in this notice may be directed to Class Counsel at tdcoinmachines@sotosllp.com.

G. What if I don't want to be in the class action?

If you do not want to be a member of the class action, you can exclude yourself from the class action ("opt-out") by sending a signed letter or e-mail to Class Counsel with the following information:

- your full name, current address and telephone number;
- if you are writing on behalf of a company, the name of the company and your position at the company; and
- a statement saying that you (or the company) want to opt-out of the TD Coin Counting class action.

Requests to opt-out of the proceeding must be post-marked or sent by April 5, 2019.

If you exclude yourself or opt-out:

- you will not be eligible to participate in the ongoing class action, and
- you will not receive any money from this class action, but
- you will be able to start your own case against the defendants regarding the claims at issue in the class action.

If you do nothing, and so do not exclude yourself or opt-out:

- you will be eligible to participate in the ongoing class action, and
- you may receive money from the class action, but
- you will not be able to start or continue your own case against the Defendant regarding the claims at issue in this action

This is your only chance to exclude yourself or opt out of the TD Coin Counting class action.

H. Who are the lawyers working on this class action and how are they paid?

The law firm of Sotos LLP represents members of this class action in Canada, other than corporations of more than 50 employees in Quebec.

Sotos LLP can be reached at:

Telephone (toll free): 1-888-977-9806

Email: tdcoinmachines@sotosllp.com

Mail: 180 Dundas Street West, Suite 1200, Toronto ON M5G 1Z8, Attention Sabrina Callaway

As an individual, you do not have to pay the lawyers working on this class action any money. The lawyers will be paid from the money collected in the class action. The Court will be asked to decide how much the lawyers will be paid.

The lawyers will be asking that the Court approve legal fees of up to 33% of the settlement funds, plus disbursements and applicable taxes. Any approved legal fees will be paid out of the settlement funds. Class counsel reserve the right to ask the Court to allow class counsel to use the settlement funds to pay for any future disbursements.

I. Where can I ask more questions?

For more information, please visit www.TDcoinclassactioncanada.com. If you have questions that are not answered online, please contact class counsel at the numbers listed above.

To receive future notices and updates regarding the class action, register online at www.TDcoinclassactioncanada.com.

J. Interpretation

This notice contains a summary of some of the terms of the settlement agreement and the Distribution Protocol. If there is a conflict between the provisions of this notice and the settlement agreement or Distribution Protocol, the terms of the settlement agreement or Distribution Protocol, as applicable, shall prevail.