



Equity Research November 10, 2020

Gold and Precious Minerals - Mid-and Small-Cap Golds

Equinox Gold Corp.

(EQX-T, EQX-N) C\$13.87 | US\$10.66

Solid Q3 Results Overshadowed by Los Filos Blockade

Arun Lamba, CFA Steven Green, CFA

Event

Yesterday morning, Equinox released its Q3/20 results and an updated study for the Santa Luz project. Overall, earnings missed (see initial thoughts here) due to lower production at Los Filos. However, the company generated strong FCF (\$42mm) and delivered a solid updated Santa Luz technical report, in our view.

Impact: NEUTRAL

- The company had a solid quarter (excluding Los Filos, the company's beat on costs and production was in line), in our view, but we believe that the stock may continue to have a slight overhang until the company resolves the blockade at Los Filos (announced on September 4).
- However, in our view, the stock's recent underperformance (~11% vs. GDX) provides an attractive entry point for clients (EQX is trading at 0.75x vs. peers at 1.13x) as the blockade could get resolved soon based on prior precedents. For context, the last stoppage at Los Filos caused by the Carrizalillo community lasted ~33 days in 2014.
- On the conference call, management mentioned that over the last week, it has been meeting with the community leaders almost daily (although a timeline for a potential resolution was not given).
- Q3/20 gold production of 125 koz was below our estimate of 133 koz due to lower production from Los Filos. Total cash costs of \$866/oz (AISC: \$1,035/oz) were below our forecast of \$908/oz (AISC: \$1,232/oz) due to lower costs at Aurizona and Pilar and sustaining capital generally.
- The company withdrew the 2020 guidance at Los Filos (guidance for the other mines remains unchanged). Guidance is now expected to be 425-465 koz. The previous 2020 production guidance was 470-530 koz at AISC of \$975-\$1,025/oz.
- Santa Luz: At \$1,500/oz Au, the NAV5% of the project is estimated at \$305mm. The mine plan estimates total gold production of 903 koz (95 koz/year over 9.5 years) at AISC \$877/oz. Initial capex is estimated at \$103mm. First gold is anticipated in Q1/22.

TD Investment Conclusion

We continue to believe that EQX, with a disciplined management team, solid FCF generation, strong organic growth, and high leverage to gold price, should be a core gold-holding for clients. We are maintaining our BUY recommendation and C\$27.00 target price.



Company Profile

Equinox Gold is an intermediate gold company with seven producing mines and three growth projects in the Americas.

Recommendation:	BUY
Risk:	HIGH
12-Month Target Price:	C\$27.00
12-Month Dividend (Est.):	C\$0.00
12-Month Total Return:	94.7%

Market Data (C\$)	
Current Price	C\$13.87
52-Week Range	\$6.57 - \$18.14
Mkt Cap (f.d.) (\$mm)	\$3,445.3
Mkt Cap (basic) (\$mm)	\$3,356.5
Float Cap (\$mm)	\$1,751.2
Current Dividend	\$0.00
Dividend Yield	0.0%
Avg. Daily Trading Vol.	1,613,192

Financial Data (C\$)	
Fiscal Y-E	December
Shares O/S (f.d)(mm)	248.4
Float Shares (mm)	213.5
Net Debt/Total Cap	11.8%
Cash (\$mm)	\$311.0
NAVPS	\$18.58

2018A	2019A	2020E	2021E
-	94.0	327.0	737.0
-	-	332.0	749.0
_	(0.16)	0.59	1.46
-	-	0.66	1.49
-	0.67	1.14	2.23
_	_	1.16	2.29
	2018A - - - - -	- 94.0 - (0.16) 	- 94.0 327.0 332.0 - (0.16) 0.59 0.66 - 0.67 1.14

EPS (f.d.) Quarterly Estimates (US\$)							
Year	2018A	2019A	2020E	2021E			
Q1	_	(0.05)	0.08	_			
Q2	_	(0.10)	0.12	_			
Q3	_	0.07	0.16	_			
Q4	_	(80.0)	0.23	_			

Valuations				
Year	2018A	2019A	2020E	2021E
P/E (f.d.)	_	nmf	18.1x	7.3x
P/CFPS (f.d)	-	15.9x	9.4x	4.8x

Supplemental Data				
Year	2018A	2019A	2020E	2021E
Gold Prd'n koz	26	201	458	699
Gold US\$/oz	-	1,393	1,789	2,100

Cash in US\$. FCF is defined as CFO pre-working-capital minus total capex. Fully diluted shares outstanding do not include the company's convertible notes.

All figures in US\$, unless otherwise specified

TD

Equity Research November 10, 2020

Details

Earnings Miss on Lower Production

 Adjusted EPS of \$0.16 was below our estimate of \$0.24 (consensus: \$0.22) due to lower production and higher depreciation. CFPS of \$0.37 was below our estimate of \$0.39 (consensus: \$0.37).

Los Filos Guidance Withdrawn

- The company withdrew the 2020 guidance at Los Filos (guidance for the other mines remains unchanged).
- Guidance is now expected to be 425-465 koz at AISC of \$975-\$1,025/oz. As a reminder, the previous 2020 guidance called for 470-530 koz at AISC of \$975-\$1,025/oz.
- We estimate that it will take 1-2 months to ramp up production at Los Filos once the blockade is resolved.

Strong Balance Sheet

- The company reported \$311mm of cash (as of September 30) against \$579mm of debt (\$300mm drawn debt and \$279mm of ITM converts).
- Excluding the deep ITM converts (~\$6.50/share strike), the company would have a net cash position of \$11mm.
- In Q3/20, the company generated FCF of \$42mm after spending \$48mm in capex. The beat relative to our estimate of \$21mm was due to lower sustaining capital spent.

Q3 Production Miss at Los Filos; Costs Beat

- Q3/20 gold production of 125 koz was below our estimate of 133 koz (all other mines in line) due to lower production at Los Filos.
- Total cash costs of \$866/oz (AISC: \$1,035/oz) were below our forecast of \$908/oz (AISC: \$1,232/oz) due to lower costs at Aurizona and Pilar.
- YTD, the company has produced 341 koz at AISC of \$993/oz.

Updated Santa Luz (Brazil) Study Better than Anticipated

- According to the updated technical report, the NAV5% of the project is estimated at \$305mm (TD: \$194mm NAV5%) at \$1,500/oz Au (based on 1.1 Moz of open-pit reserves).
- The mine plan estimates total gold production of 903 koz (95 koz/year over a 9.5-year life) at AISC of \$877/oz.
- Initial capex is estimated at \$103mm (\$82mm sustaining). First gold is anticipated in Q1/22.
- In an effort to be conservative, we model first gold in H2/22 at slightly higher costs.
- An additional 511 koz of LOM production could come from the underground resource. However, more work needs to be completed to verify the economics/viability.

Action Note



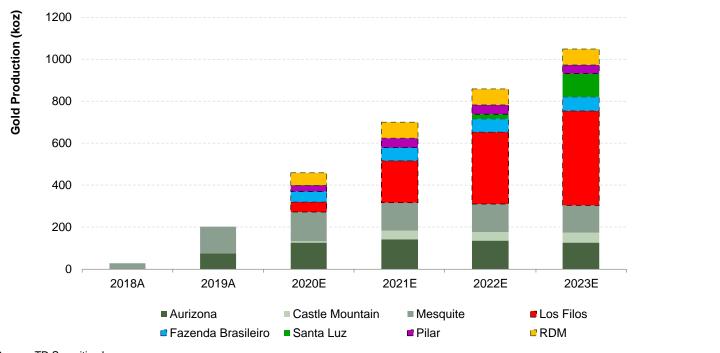
Equity Research November 10, 2020

Exhibit 1. Balance Sheet

Liquidity		Debt		Comment
Cash on Hand (September 30, 2020)	\$311	Term Loan	\$100	Term Loan matures on March 10, 2025
Proceeds from ITM Converts	\$279	Revolving Credit Facility	\$200	Revolving Facility matures on March 8, 2024
		Mubadala Convertible Debenture US\$5.25/sh strike	\$130	Notes mature on April 12, 2024 and bear interest at a fixed rate of 5%
		Mubadala Convertible Debenture US\$7.80/sh strike	\$130	Notes mature on March 10, 2025 and bear interest at a fixed rate of 4.75%
		Pacific Roads Convertible Debenture US\$5.25/sh strike	\$10	Notes mature on April 12, 2024 and bear interest at a fixed rate of 5%
		Pacific Roads Convertible Debenture US\$7.80/sh strike	\$9	Notes mature on March 10, 2025 and bear interest at a fixed rate of 4.75%
Total Cash and Other Potential Proceeds	\$590	Total Debt	\$579	
		Estimated Net Cash	\$11	Net debt of ~\$268mm if debentures are not converted

Source: Company, TD Securities Inc.

Exhibit 2. TD Production Profile



Source: TD Securities Inc.



Equity Research November 10, 2020

Exhibit 3. Operating and Financial Forecasts

	Q1 20	Q2 20	Q3 20	Q4 20	2020	2021
	Actual	Actual	Actual	TD Est.	TD Est.	TD Est.
Consolidated Operations	7.01441	7101001	, ioiuui	.5 200	12 200	. 5 250.
Total Gold Production (koz)	89	127	125	117	458	699
Total Cash Costs (US\$/oz)	849	822	866	927	872	886
AISC (US\$/oz)	968	900	1,035	1,264	1,045	1,085
Financial (\$mm)						
Gold Price (US\$/oz)	1,582	1,710	1,912	1,950	1,789	2,100
Revenue	130	215	244	215	805	1,395
Operating Costs	(70)	(113)	(122)	(109)	(414)	(619)
Operating Cash Flow (before W.C)	23	61	90	88	262	553
Total Capex	(34)	(40)	(48)	(77)	(198)	(360)
Free Cash Flow	(11)	21	42	12	64	193
Ending Cash Balance	303	494	311	320	320	371
Source: TD Securities Inc.						

Exhibit 4. Updated Guidance

	Production (oz)	AISC ^{2,3} (\$/oz)
Los Filos ¹	44,837 oz	\$1,047
Mesquite	130,000 - 140,000	\$975 - \$1,025
Aurizona	120,000 - 130,000	\$1,000 - \$1,050
Fazenda ¹	50,000 - 55,000	\$925 - \$975
RDM ¹	50,000 - 55,000	\$1,000 - \$1,050
Pilar ¹	25,000 - 30,000	\$1,200 - \$1,300
Castle Mountain	5,000 - 10,000	\$750 - \$800
Santa Luz ¹	-	-
Total	425,000 - 465,000	\$975 - \$1,025

Source: Company



Equity Research November 10, 2020

Outlook

We have updated our estimates for the company's Q3/20 operating and financial results, revised 2020 guidance (we also slightly lowered the grades at Los Filos in 2021 due to details provided on the company's conference call), and Santa Luz Study. Net of these and other minor changes, our corporate NAV increases to C\$18.58/share (from C\$18.37/share).

Anticipated Timeline

Q4/20: Potential Resolution of Blockade at Los Filos

• Q1/21: Los Filos Expansion/Resource Update

Q1/21: Castle Mountain Phase II FS

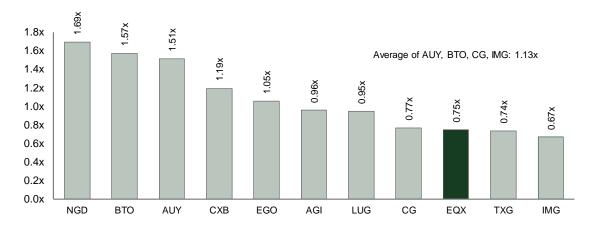
Exhibit 5. Estimate Changes

	EPS	S (\$)	CFPS (\$)		
	2020E	2021E	2020E	2021E	
New	\$0.59	\$1.46	\$1.14	\$2.23	
Old	\$0.66	\$1.49	\$1.16	\$2.29	
	Productio	n (koz Au)	Cash Co	sts (\$/oz)	NAV5% (C\$/sh)
	2020E	2021E	2020E	2021E	
	ZUZUL	2021E	2020L	2021L	
New	458	699	872	886	\$18.58

Valuation

We continue to believe that there could be a significant re-rate to a premium producer multiple that reflects our view of the strong management and growth profile. EQX is trading at 0.75x NAV (peer group at 1.13x) and the junior- to mid-tier producers in our coverage universe are generally trading at 0.7x–1.7x NAV, with multi-mine producers at the higher end of the range.

Exhibit 6. P/NAV



Source: TD Securities Inc.



Equity Research November 10, 2020

Justification of Target Price

Our target price is based on a 1.5x multiple to our 5% NAV (weighted 60%) and a 6.5x multiple to our 2021E EBITDA estimate (weighted 40%). We value Equinox near the middle of the range of its mid-cap producing peer group (target multiples are 0.9x-2.0x NAV and 4.0x-10.0x 2021E EBITDA).

Exhibit 7. Target Price Summary

Assumptions:			
Discount Rate	5%	Existing Shares (ITM f.d., mm)	248
LT Gold Price (US\$/oz)	1,500	+ Assumed Equity Issuance (mm)	0.0
Target Price US\$/C\$ Exchange	\$0.76	= Modelled Shares (ITM f.d., mm)	248

	(US\$mm)	(US\$/share, dil.)
Corporate Adjustments		
Total Corporate Adjustments	(\$82)	(\$0.33)
Projects		
Castle Mountain	\$768	\$3.09
Aurizona	\$668	\$2.69
Mesquite	\$300	\$1.21
Los Filos	\$1,173	\$4.72
Fazenda Brasileiro	\$155	\$0.62
Santa Luz	\$238	\$0.96
Pilar	\$76	\$0.30
Riacho Dos Machados (RDM)	\$211	\$0.85
Exploration Credit	\$0	\$0.00
Total Projects	\$3,589	\$14.45
Fotal Valuation		
Total Corporate NAV (After-Tax)	\$3,507	\$14.12
Total Corporate NAV (After-Tax)	C\$4,615	C\$18.58



Equity Research November 10, 2020

Exhibit 8. Target Price Calculator

Target Price Calculation		
EV/2021 EBITDA		
2021 EBITDA Estimate	US\$mm	737
Target EV/EBITDA Multiple: 6.5x	US\$mm	4,792
Estimated Net Debt as of YE2020	US\$mm	216
Total	US\$mm	4,576
Per share - US\$		18.43
Weighting		40%
P/NAV		
Mining NAV	US\$mm	3,589
Target P/NAV Multiple: 1.5x	US\$mm	5,384
Corporate Adjustments: 1.0x	US\$mm	(82)
Total	US\$mm	5,302
Per share - US\$		21.35
Weighting		60%
Target Price (40% EV/2021 EBITDA, 60% P/NAV)	US\$/sh	20.18
Target Price (40% EV/2021 EBITDA, 60% P/NAV)	C\$/sh	26.55
Rounded Target Price	C\$/sh	27.00

Source: TD Securities Inc.

Key Risks to Target Price

The key risks to our target price include gold, fuel, power, and water price risks; financial risks, including risks to the cost and availability of financing; foreign exchange rate risks; forecast risks, including capital and operating cost risks; risks related to deposit size, grade and mineability, and risks relating to production levels, metallurgical recoveries and smelter terms; market risks; technical risks; permitting risk; labour relations risk; risks related to the cost and availability of equipment and consumables; environmental risk; title risk; litigation risk; surface rights risk; access risk; and company-specific risks, including water/weather risks, due to the recent droughts in California and the elevated concern that has arisen with respect to water consumption; potential operational impacts due to COVID-19 restrictions; and the blockade at Los Filos extending into next year.

Action Note



Equity Research November 10, 2020

TD Securities Equity Research Disclosures

Company	Ticker	Disclosures
Equinox Gold Corp.	EQX-T EQX-N	n/a

- 1. TD Securities Inc., TD Securities (USA) LLC or an affiliated company has managed or co-managed a public offering of securities within the last 12 months with respect to the subject company.
- 2. TD Securities Inc., TD Securities (USA) LLC or an affiliated company has received compensation for investment banking services within the last 12 months with respect to the subject company.
- 3. TD Securities Inc., TD Securities (USA) LLC or an affiliated company expects to receive compensation for investment banking services within the next three months with respect to the subject company.
- 4. TD Securities Inc. or TD Securities (USA) LLC has provided investment banking services within the last 12 months with respect to the subject company.
- 5. A long position in the securities of the subject company is held by the research analyst, by a member of the research analyst's household, or in an account over which the research analyst has discretion or control.
- 6. A short position in the securities of the subject company is held by the research analyst, by a member of the research analyst's household, or in an account over which the research analyst has discretion or control.
- 7. A long position in the derivative securities of the subject company is held by the research analyst, by a member of the research analyst's household, or in an account over which the research analyst has discretion or control.
- 8. A short position in the derivative securities of the subject company is held by the research analyst, by a member of the research analyst's household, or in an account over which the research analyst has discretion or control.
- 9. TD Securities Inc. and/or an affiliated company is a market maker, or is associated with the specialist that makes a market, in the securities of the subject company.
- 10. TD Securities Inc. and/or affiliated companies own 1% or more of the equity securities of the subject company.
- 11. A partner, director or officer of TD Securities Inc. or TD Securities (USA) LLC, or a research analyst involved in the preparation of this report has, during the preceding 12 months, provided services to the subject company for remuneration.
- 12. This security has Subordinate voting shares.
- 13. This security has Restricted voting shares.
- 14. This security has Non-voting shares.
- 15. This security has Variable voting shares.
- 16. This security has Limited voting shares.

Additional Important Disclosures

We visited Equinox Gold's Mesquite and Castle Mountain mines in California on December 5-6, 2019. The Mesquite mine accounts for 20% of our mining NAV estimate, and the Castle Mountain accounts for 48%. The company provided local transportation and some meals during the site visit.

Price Graphs

Full disclosures for all companies covered by TD Securities can be viewed at https://www.tdsresearch.com/equities/welcome.important.disclosure.action by TD Securities' institutional equity clients.





Current as of: November 10, 2020

- ^ Percentage of subject companies under each rating category: BUY (covering ACTION LIST BUY, BUY and SPECULATIVE BUY ratings), HOLD, and REDUCE (covering TENDER and REDUCE ratings) and NOT RATED (covering UNDER REVIEW, SUSPENDED, and NOT RATED).
- * Percentage of subject companies within each of the four categories (BUY, HOLD, REDUCE, and NOT RATED) for which TD Securities Inc. has provided investment banking services within the last 12 months.

Definition of Research Ratings

ACTION LIST BUY: The stock's total return is expected to exceed a minimum of 15% (with higher thresholds for less liquid, more risky securities) over the next 12 months and it is a top pick in the Analyst's sector.

Action Note



Equity Research November 10, 2020

BUY: The stock's total return is expected to exceed a minimum of 10% (with higher thresholds for less liquid, more risky securities) over the next 12 months.

SPECULATIVE BUY: The stock's total return is expected to exceed a minimum of 30% over the next 12 months (with higher thresholds for less liquid securities); however, there is material event risk associated with the investment that could result in a significant loss.

HOLD: The stock's total return is expected to be between 0% and 10%, (with higher thresholds for less liquid, more risky securities) over the next 12 months.

TENDER: Investors are advised to tender their shares to a specific offer for the company's securities or to support a proposed combination reflecting our view that a superior offer is not forthcoming.

REDUCE: The stock's total return is expected to be negative over the next 12 months.

SUSPENDED: Due to evolving circumstances, we can no longer generate what we consider a defensible target price and rating at the current time.

UNDER REVIEW: Our rating is under review pending additional information and/or analysis. The prior rating should not be relied on.

NOT RATED: We do not currently produce a recommendation and a target price on this security.

Risk ratings are relative to other companies in the TD Securities Equity Research coverage universe. In order of increasing risk, our risk ratings are LOW, MEDIUM, HIGH, and SPECULATIVE. These risk ratings are not meant to be compared to ratings on other securities and asset classes outside our Equity Research coverage universe.

Overall Risk Rating in order of increasing risk: Low (6.6% of coverage universe), Medium (38.5%), High (46.4%), Speculative (8.5%)

Research Dissemination Policy

TD Securities makes its research products available in electronic and/or printed formats. If there are any subsequent material changes to the reports it publishes, TD Securities will as soon as practicable distribute such reports with the relevant changes to its institutional clients who are entitled to receive them. Entitled institutional clients may also receive our research via third-party platforms including, but not limited to, Bloomberg, FactSet, Refinitiv, and S&P Capital IQ. All research is available by password to entitled institutional clients at https://www.tdsresearch.com/equities. TD Securities may also update proprietary models; these models may be obtained by entitled institutional clients by contacting the research analyst directly. There is no planned frequency of updates to these models.

Analyst Certification

Each analyst of TD Securities Inc. whose name appears on page 1 of this research report hereby certifies that (i) the recommendations and opinions expressed in the research report accurately reflect the research analyst's personal views about any and all of the securities or issuers discussed herein that are within the analyst's coverage universe and (ii) no part of the research analyst's compensation was, is, or will be, directly or indirectly, related to the provision of specific recommendations or views expressed by the research analyst in the research report.

Disclaimer

This material is for general informational purposes only and is not investment advice nor does it constitute an offer, recommendation or solicitation to buy or sell a particular financial instrument. It does not have regard to the specific investment objectives, financial situation, risk profile or the particular needs of any specific person who may receive this material. No representation is made that the information contained herein is accurate in all material respects, complete or up to date, nor that it has been independently verified by TD Securities. Recipients of this analysis or report are to contact the representative in their local jurisdiction with regards to any matters or questions arising from, or in connection with, the analysis or report.

Historic information regarding performance is not indicative of future results and investors should understand that statements regarding future prospects may not be realized. All investments entail risk, including potential loss of principal invested. Performance analysis is based on certain assumptions, the results of which may vary significantly depending on the modelling inputs assumed. This material, including all opinions, estimates and other information, constitute TD Securities' judgment as of the date hereof and is subject to change without notice. The price, value of and income from any of the securities mentioned in this material can fall as well as rise. Any market valuations contained herein are indicative values as of the time and date indicated. Such market valuations are believed to be reliable, but TD Securities does not warrant their completeness or accuracy. Different prices and/or valuations may be available elsewhere and TD Securities suggests that valuations from other sources be obtained for comparison purposes. Any price or valuation constitutes TD Securities' judgment and is subject to change without notice. Actual quotations could differ subject to market conditions and other factors.

TD Securities disclaims any and all liability relating to the information herein, including without limitation any express or implied representations or warranties for, statements contained in, and omissions from, the information. TD Securities is not liable for any errors or omissions in such information or for any loss or damage suffered, directly or indirectly, from the use of this information. TD Securities may have effected or may effect transactions for its own account in the securities described herein. No proposed customer or counterparty relationship is intended or implied between TD Securities and a recipient of this document.

TD Securities makes no representation as to any tax, accounting, legal or regulatory issues. Investors should seek their own legal, financial and tax advice regarding the appropriateness of investing in any securities or pursuing any strategies discussed herein. Investors should also carefully consider any risks involved. Any transaction entered into is in reliance only upon the investor's judgment as to financial, suitability and risk criteria. TD Securities does not hold itself out to be an advisor in these circumstances, nor do any of its representatives have the authority to do so.

The information contained herein is not intended for distribution to, or use by, any person in any jurisdiction where such distribution or use would be contrary to applicable law or regulation or which would subject TD Securities to additional licensing or registration requirements. It may not be copied, reproduced, posted, transmitted or redistributed in any form without the prior written consent of TD Securities.

If you would like to unsubscribe from our email distribution lists at any time, please contact your TD Securities Sales Contact. If you are located in Europe, Asia, Australia or New Zealand you may also unsubscribe by emailing us at Privacy.EAP@tdsecurities.com.

You can access our Privacy Policy here (http://www.tdsecurities.com/tds/content/AU PrivacyPage).

Australia: If you receive this document and you are domiciled in Australia, please note that this report is intended to be issued for general information purposes only and distributed through the Toronto Dominion Australia Limited ("TDAL"). TDAL does not hold itself out to be providing financial advice in these circumstances. TD Securities is a trademark and represents certain investment dealing and advisory activities of Toronto-Dominion Bank and its subsidiaries, including TDAL. The Toronto-Dominion Bank is not an authorized deposit-taking or financial services institution in Australia. TDAL is a holder of an Australian Financial Services License (404698) and is regulated by the Australian Securities and Investments Commission.

Action Note



Equity Research November 10, 2020

Canada: Canadian clients wishing to effect transactions in any security discussed herein should do so through a qualified salesperson of TD Securities Inc. TD Securities Inc. is a member of the Canadian Investor Protection Fund.

China, India and South Korea: Insofar as the document is received by any persons in the People's Republic of China ("PRC"), India and South Korea, it is intended only to be issued to persons who have the relevant qualifications to engage in the investment activity mentioned in this document. The recipient is responsible for obtaining all relevant government regulatory approvals/licenses themselves, and represents and warrants to TD Bank that the recipient's investments in those securities do not violate any law or regulation, including, but not limited to, any relevant foreign exchange regulations and/or overseas investment regulations. The Toronto-Dominion Bank has a representative office in Shanghai, Mumbai and Seoul which should be contacted for any general enquiry related to The Toronto-Dominion Bank or its business. However, neither any of the Toronto-Dominion Bank offshore branches/subsidiaries nor its representative offices are permitted to conduct business within the borders of the PRC, India and South Korea. In locations in Asia where the Bank does not hold licenses to conduct business in financial services, it is not our intention to, and the information contained in this document should not be construed as, conducting any regulated financial activity, including dealing in, or the provision of advice in relation to, any regulated instrument or product. This publication is for general information only, without addressing any particular needs of any individual or entity, and should not be relied upon without obtaining specific advice in the context of specific circumstances.

Hong Kong SAR (China): This document, which is intended to be issued in Hong Kong SAR (China) ("Hong Kong") only to Professional Investors within the meaning of the Securities and Futures Ordinance (the "SFO") and the Securities and Futures (Professional Investor) Rules made under the SFO, has been distributed through Toronto-Dominion Bank, Hong Kong Branch, which is regulated by the Hong Kong Monetary Authority.

Japan: For Japanese residents, please note that if you have received this document from Toronto-Dominion Bank entities based outside Japan, it is being provided to qualified financial institutions ("QFI") only under a relevant exemption to the Financial Instruments and Exchange Act.

If you have received this document from TD Securities (Japan) Co., Ltd., it is being provided only to institutional investors. TD Securities (Japan) Co., Ltd. is regulated by the Financial Services Agency of Japan and is distributing this document in Japan as a Type 1 Financial Instruments Business Operator registered with the Kanto Local Finance Bureau under registration number, Kinsho 2992, and a member of Japan Securities Dealers Association.

New Zealand: The Toronto-Dominion Bank is not a "registered bank" in New Zealand under the Reserve Bank Act 1989.

Singapore: This report is distributed in Singapore by The Toronto-Dominion Bank, Singapore Branch, and recipients in Singapore of this report are to contact The Toronto-Dominion Bank, Singapore Branch in respect of any matters arising from, or in connection with, this report. The Toronto-Dominion Bank, Singapore Branch is regulated by the Monetary Authority of Singapore. Where this report is issued or promulgated in Singapore, it is only intended for distribution to a person who is an accredited investor, expert investor or institutional investor as defined in the Securities and Futures Act (Cap. 289), or the Securities and Futures (Prescribed Specific Classes of Investors) Regulations 2005, or the Securities and Futures (Classes of Investors) Regulations 2018 issued by the Monetary Authority of Singapore.

United Kingdom and Europe: This document is prepared, issued or approved for issuance in the UK and Europe by TD Securities Limited in respect of investment business as agent and introducer for TD Bank. The Toronto-Dominion Bank is authorised by the Prudential Regulation Authority and subject to regulation by the Financial Conduct Authority and limited regulation by the Prudential Regulation Authority. TD Securities Limited is authorised and regulated by the Financial Conduct Authority. Insofar as the document is issued in or to the United Kingdom or Europe, it is intended only to be issued to persons who (i) are persons falling within Article 19(5) ("Investment professional") of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Financial Promotion Order"), (ii) are persons falling within Article 49(2)(a) to (d) ("High net worth companies, unincorporated associations, etc.") of the Financial Promotion Order, or (iii) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the issue or sale of any securities may otherwise lawfully be communicated or caused to be communicated. European clients wishing to effect transactions in any security discussed herein should do so through a qualified salesperson of TD Securities Limited. Insofar as the information in this report is issued in the U.K. and Europe, it has been issued with the prior approval of TD Securities Limited.

United States: U.S. clients wishing to effect transactions in any security discussed herein must do so through a registered representative of TD Securities (USA) LLC.

TD Securities is a trademark of TD Bank and represents TD Securities Inc., TD Securities (USA) LLC and TD Securities Limited and certain investment and corporate banking activities of TD Bank and its subsidiaries.

© Copyright 2020 The Toronto-Dominion Bank. All rights reserved.

Full disclosures for all companies covered by TD Securities can be viewed at https://www.tdsresearch.com/equities/welcome.important.disclosure.action