

FORM ADV**Uniform Application for Investment Adviser Registration****Part II - Page 1****OMB APPROVAL**

OMB Number: 3235-0049
Expires: February 28, 2011
Estimated average burden
Hours per response... 4.07

Name of Investment Adviser:

TD Wealth Management Services Inc. (fka Commerce Capital Markets, Inc.)

Address: (Number and Street)

(City)

(State)

(Zip Code)

Area Code: Telephone Number:

2005 Market Street, Suite 200**Philadelphia****PA****19103****(215) 282-4400**

**This part of Form ADV gives information about the investment adviser and its business for the use of clients.
The information has not been approved or verified by any governmental authority.**

Table of Contents

<u>Item Number</u>	<u>Item</u>	<u>Page</u>
1	Advisory Services and Fees	2
2	Types of Clients	2
3	Types of Investments	3
4	Methods of Analysis, Sources of Information and Investment Strategies	3
5	Education and Business Standards	4
6	Education and Business Background	4
7	Other Business Activities	4
8	Other Financial Industry Activities or Affiliations	4
9	Participation or Interest in Client Transactions	5
10	Conditions for Managing Accounts	5
11	Review of Accounts	5
12	Investment or Brokerage Discretion	6
13	Additional Compensation	6
14	Balance Sheet	6
	Continuation Sheet	Schedule F
	Balance Sheet, if required.	Schedule G

(Schedules A, B, C, D, and E are included with Part I of this Form, for the use of regulatory bodies, and are not distributed to clients.)

Potential persons who are to respond to the collection of information contained in this form
are not required to respond unless the form displays a currently valid OMB control number.

FORM ADV**Part II - Page 2**

Applicant:

TD Wealth Management Services Inc.

SEC File Number:

801-44569

Date:

11/12/2009**1. A. Advisory Services and Fees.** (check the applicable boxes)For each type of service provided, state the approximate % of total advisory billings from that service.
(See instruction below.)**Applicant:**

- | | | | |
|-------------------------------------|-----|---|------------|
| <input checked="" type="checkbox"/> | (1) | Provides investment supervisory services | 95% |
| <input type="checkbox"/> | (2) | Manages investment advisory accounts not involving investment supervisory services | % |
| <input checked="" type="checkbox"/> | (3) | Furnishes investment advice through consultations not included in either service described above | 5% |
| <input type="checkbox"/> | (4) | Issues periodicals about securities by subscription | % |
| <input type="checkbox"/> | (5) | Issues special reports about securities not included in any service described above | % |
| <input type="checkbox"/> | (6) | Issues, not as part of any service described above, any charts, graphs, formulas, or other devices which clients may use to evaluate securities | % |
| <input type="checkbox"/> | (7) | On more than an occasional basis, furnishes advice to clients on matters not involving securities | % |
| <input type="checkbox"/> | (8) | Provides a timing service | % |
| <input type="checkbox"/> | (9) | Furnishes advice about securities in any manner not described above | % |

(Percentages should be based on applicant's last fiscal year. If applicant has not completed its first fiscal year, provide estimates of advisory billings for that year and state that the percentages are estimates.)

- | | | | |
|-----------|---|---|-----------------------------|
| B. | Does applicant call any of the services it checked above financial planning or some similar term? | Yes <input checked="" type="checkbox"/> | No <input type="checkbox"/> |
|-----------|---|---|-----------------------------|

C. Applicant offers investment advisory services for: (check all that apply)

- | | | | | | |
|-------------------------------------|-----|--|-------------------------------------|-----|-------------------|
| <input checked="" type="checkbox"/> | (1) | A percentage of assets under management | <input type="checkbox"/> | (4) | Subscription fees |
| <input type="checkbox"/> | (2) | Hourly charges | <input type="checkbox"/> | (5) | Commissions |
| <input checked="" type="checkbox"/> | (3) | Fixed fees (not including subscription fees) | <input checked="" type="checkbox"/> | (6) | Other |

D. For each checked box in A above, describe on Schedule F:

- | the services provided, including the name of any publication or report issued by the adviser on a subscription basis or for a fee
- | applicant's basic fee schedule, how fees are charged and whether its fees are negotiable
- | when compensation is payable, and if compensation is payable before service is provided, how a client may get a refund or may terminate an investment advisory contract before its expiration date

2. Types of clients - Applicant generally provides investment advice to: (check those that apply)

- | | | | | | |
|-------------------------------------|----|----------------------------------|-------------------------------------|----|---|
| <input checked="" type="checkbox"/> | A. | Individuals | <input checked="" type="checkbox"/> | E. | Trusts, estates, or charitable organizations |
| <input type="checkbox"/> | B. | Banks or thrift institutions | <input checked="" type="checkbox"/> | F. | Corporations or business entities other than those listed above |
| <input checked="" type="checkbox"/> | C. | Investment companies | <input type="checkbox"/> | G. | Other (describe on Schedule F) |
| <input checked="" type="checkbox"/> | D. | Pension and profit sharing plans | | | |

FORM ADV**Part II - Page 3**

Applicant:

TD Wealth Management Services Inc.

SEC File Number:

801- **44569**

Date:

11/12/2009**3. Types of Investments.** Applicant offers advice on the following: (check those that apply)

- | | |
|---|--|
| <input checked="" type="checkbox"/> A. Equity securities | <input checked="" type="checkbox"/> H. United States government securities |
| <input type="checkbox"/> (1) exchange-listed securities | |
| <input type="checkbox"/> (2) securities traded over-the-counter | I. Options contracts on: |
| <input type="checkbox"/> (3) foreign issues | <input type="checkbox"/> (1) securities |
| | <input type="checkbox"/> (2) commodities |
| <input type="checkbox"/> B. Warrants | J. Futures contracts on: |
| | <input type="checkbox"/> (1) tangibles |
| <input checked="" type="checkbox"/> C. Corporate debt securities
(other than commercial paper) | <input type="checkbox"/> (2) intangibles |
| <input checked="" type="checkbox"/> D. Commercial paper | K. Interests in partnerships investing in: |
| <input type="checkbox"/> E. Certificates of deposit | <input type="checkbox"/> (1) real estate |
| <input checked="" type="checkbox"/> F. Municipal securities | <input type="checkbox"/> (2) oil and gas interests |
| | <input type="checkbox"/> (3) other (explain on Schedule F) |
| G. Investment company securities: | <input type="checkbox"/> L. Other (explain on Schedule F) |
| <input type="checkbox"/> (1) variable life insurance | |
| <input type="checkbox"/> (2) variable annuities | |
| <input checked="" type="checkbox"/> (3) mutual fund shares | |

4. Methods of Analysis, Sources of Information, and Investment Strategies.

A. Applicant's security analysis methods include: (check those that apply)

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Charting | (4) <input type="checkbox"/> Cyclical |
| (2) <input checked="" type="checkbox"/> Fundamental | (5) <input type="checkbox"/> Other (explain on Schedule F) |
| (3) <input checked="" type="checkbox"/> Technical | |

B. The main sources of information applicant uses include: (check those that apply)

- | | |
|---|--|
| (1) <input checked="" type="checkbox"/> Financial newspapers and magazines | (5) <input type="checkbox"/> Timing services |
| (2) <input type="checkbox"/> Inspections of corporate activities | (6) <input checked="" type="checkbox"/> Annual reports, prospectuses, filings with the
Securities and Exchange Commission |
| (3) <input checked="" type="checkbox"/> Research materials prepared by others | (7) <input type="checkbox"/> Company press releases |
| (4) <input checked="" type="checkbox"/> Corporate rating services | (8) <input type="checkbox"/> Other (explain on Schedule F) |

C. The investment strategies used to implement any investment advice given to clients include: (check those that apply)

- | | |
|--|--|
| (1) <input checked="" type="checkbox"/> Long term purchases
(securities held at least a year) | (5) <input type="checkbox"/> Margin transactions |
| (2) <input checked="" type="checkbox"/> Short term purchases
(securities sold within a year) | (6) <input type="checkbox"/> Option writing, including covered options, uncovered
options or spreading strategies |
| (3) <input checked="" type="checkbox"/> Trading (securities sold within 30 days) | (7) <input type="checkbox"/> Other (explain on Schedule F) |
| (4) <input type="checkbox"/> Short sales | |

FORM ADV**Part II - Page 4**

Applicant:

TD Wealth Management Services Inc.

SEC File Number:

801-44569

Date:

11/12/2009**5. Education and Business Standards.**

Are there any general standards of education or business experience that applicant requires of those involved in determining or giving investment advice to clients?

Yes No
☒ ☐

(If yes, describe these standards on Schedule F.)

6. Education and Business Background.

For:

- | each member of the investment committee or group that determines general investment advice to be given to clients, or
- | if the applicant has no investment committee or group, each individual who determines general investment advice given to clients (if more than five, respond only for their supervisors)
- | each principal executive officer of applicant or each person with similar status or performing similar functions.

On Schedule F, give the:

- | | |
|---------------|--|
| name | formal education after high school |
| year of birth | business background for the preceding five years |

7. Other Business Activities. (check those that apply)

- ☒ A. Applicant is actively engaged in a business other than giving investment advice.
- ☒ B. Applicant sells products or services other than investment advice to clients.
- ☒ C. The principal business of applicant or its principal executive officers involves something other than providing investment advice.

(For each checked box describe the other activities, including the time spent on them, on Schedule F.)

8. Other Financial Industry Activities or Affiliations. (check those that apply)

- ☒ A. Applicant is registered (or has an application pending) as a securities broker-dealer.
- ☐ B. Applicant is registered (or has an application pending) as a futures commission merchant, commodity pool operator or commodity trading adviser.
- C. Applicant has arrangements that are material to its advisory business or its clients with a related person who is a:

<input type="checkbox"/> (1) broker-dealer	<input type="checkbox"/> (7) accounting firm
<input type="checkbox"/> (2) investment company	<input type="checkbox"/> (8) law firm
<input type="checkbox"/> (3) other investment adviser	<input type="checkbox"/> (9) insurance company or agency
<input type="checkbox"/> (4) financial planning firm	<input type="checkbox"/> (10) pension consultant
<input type="checkbox"/> (5) commodity pool operator, commodity trading adviser or futures commission merchant	<input type="checkbox"/> (11) real estate broker or dealer
<input checked="" type="checkbox"/> (6) banking or thrift institution	<input type="checkbox"/> (12) entity that creates or packages limited partnerships

(For each checked box in C, on Schedule F identify the related person and describe the relationship and the arrangements.)

- D. Is applicant or a related person a general partner in any partnership in which clients are solicited to invest?.....

Yes No
☐ ☒

(If yes, describe on Schedule F the partnerships and what they invest in.)

FORM ADV

Part II - Page 5

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

9. Participation or Interest in Client Transactions.

Applicant or a related person: (check those that apply)

- ☒ A. As principal, buys securities for itself from or sells securities it owns to any client.
- ☒ B. As broker or agent effects securities transactions for compensation for any client.
- ☐ C. As broker or agent for any person other than a client effects transactions in which client securities are sold to or bought from a brokerage customer.
- ☐ D. Recommends to clients that they buy or sell securities or investment products in which the applicant or a related person has some financial interest.
- ☒ E. Buys or sells for itself securities that it also recommends to clients.

(For each box checked, describe on Schedule F when the applicant or a related person engages in these transactions and what restrictions, internal procedures, or disclosures are used for conflicts of interest in those transactions.)

Describe, on Schedule F, your code of ethics, and state that you will provide a copy of your code of ethics to any client or prospective client upon request.

- 10. Conditions for Managing Accounts.** Does the applicant provide investment supervisory services, manage investment advisory accounts or hold itself out as providing financial planning or some similarly termed services *and* impose a minimum dollar value of assets or other conditions for starting or maintaining an account?

Yes No
☒ ☐

(If yes, describe on Schedule F.)

- 11. Review of Accounts.** If applicant provides investment supervisory services, manages investment advisory accounts, or holds itself out as providing financial planning or some similarly termed services:

A. Describe below the reviews and reviewers of the accounts. **For reviews**, include their frequency, different levels, and triggering factors. **For reviewers**, include the number of reviewers, their titles and functions, instructions they receive from applicant on performing reviews, and number of accounts assigned each.

B. Describe below the nature and frequency of regular reports to clients on their accounts.

FORM ADV**Part II - Page 6**

Applicant:

TD Wealth Management Services Inc.

SEC File Number:

801-44569

Date:

11/12/2009**12. Investment or Brokerage Discretion.**

A. Does applicant or any related person have authority to determine, without obtaining specific client consent, the:

(1) securities to be bought or sold?

Yes No

☒☐

(2) amount of the securities to be bought or sold ?

Yes No

☒☐

(3) broker or dealer to be used ?

Yes No

☒☐

(4) commission rates paid?

Yes No

☒☐

B. Does applicant or a related person suggest brokers to clients?

Yes No

☒☐

For each yes answer to A describe on Schedule F any limitations on the authority. For each yes to A(3), A(4) or B, describe on Schedule F the factors considered in selecting brokers and determining the reasonableness of their commissions. If the value of products, research and services given to the applicant or a related person is a factor, describe:

| the products, research and services

| whether clients may pay commissions higher than those obtainable from other brokers in return for those products and services

| whether research is used to service all of applicant's accounts or just those accounts paying for it; and

| any procedures the applicant used during the last fiscal year to direct client transactions to a particular broker in return for products and research services received.

13. Additional Compensation.

Does the applicant or a related person have any arrangements, oral or in writing, where it:

A. is paid cash by or receives some economic benefit (including commissions, equipment or non-research services) from a non-client in connection with giving advice to clients?

Yes No

☐☒

B. directly or indirectly compensates any person for client referrals?

Yes No

☐☒

(For each yes, describe the arrangements on Schedule F.)

14. Balance Sheet. Applicant must provide a balance sheet for the most recent fiscal year on Schedule G if applicant:

| has custody of client funds or securities unless applicant is registered or registering only with the Securities and Exchange Commission; or

| requires prepayment of more than \$500 in fees per client and 6 or more months in advance

Has applicant provided a Schedule G balance sheet?

Yes No

☐☒

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
5.	<p><u>Education and Business Standards</u></p> <p>Representatives of the Firm who are involved in the process of providing investment advice to clients must have at least an undergraduate degree or equivalent work experience in the financial services industry.</p> <p>The Firm requires that its investment advisor representatives be in good standing with TD Wealth Management and have the appropriate licenses and registrations. TD Wealth Management conducts training that satisfies all applicable regulatory requirements.</p>	
6.	<p><u>Education and Business Background</u></p> <p>Marvin S. Daley – President Marvin joined TD Wealth Management Services Inc in 2008. Prior to joining the Firm, Marvin was a Vice President of Business Development at TD Waterhouse Discount Brokerage from 2006-2008. He has also held positions at increasing leadership capacities at TD Bank since 1991. Marvin was born in 1968 and graduated with an Honors Bachelor of Commerce from the University of Windsor. Marvin holds his S-7, S-24, and S-63 securities licenses.</p> <p>Sid Vaidya, CFA, CAIA -- Senior Manager, Investment Management Services</p> <p>Sid joined TD Bank Financial Group in November 1996 and the Investment Management Services group in September 1999 as a Mutual Fund Analyst. Sid leads a team that is accountable for identifying, recommending and monitoring top portfolio management talent and investment companies for use in the construction of significant revenue generating managed products and services on TD's wealth management platforms. His is primarily responsible for the due diligence, oversight and investment advisers support for TD's Separately Managed Account Wrap and Unified Managed Account platforms. Sid graduated with a Bachelor of Commerce from the University of Toronto in 1995, earned the Chartered Financial Analyst designation in 2001 and the Chartered Alternative Investment Analyst designation in 2008. Sid was born in 1973</p> <p>Lori Stewart, CFA -- Senior Manager, Investment Management Services</p> <p>Lori joined TD Bank Financial Group in July 1999 as part of the Investment Management Services as a Mutual Fund Analyst. Lori leads a team that is accountable for providing ongoing due diligence and monitoring for investment products for TD Mutual Funds and TD Waterhouse Private Investment Council. She primarily responsible for the due diligence, oversight and investment advisers support for TD's Mutual Fund Account Wrap and Unified Managed Account platforms. Lori graduated with a HBA from the University of Western Ontario in 1993, earned the Chartered Financial Analyst designation in 1997. Lori was born in 1970.</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<p>Thierry Vallée, CFA - Senior Manager, Investment Management Services</p> <p>Thierry joined TD Bank Financial Group in February 1998 as part of the Investment Management Services as a Senior Analyst. Thierry is responsible and accountable for providing asset allocation research and portfolio construction recommendations using mutual funds, separately managed accounts and exchange-traded funds for the various channels of TD Wealth Management Inc. Thierry graduated with a M.Sc. Finance from the Université de Sherbrooke in 1994, earned the Chartered Financial Analyst (CFA) designation in 1998. Thierry was born in 1971.</p> <p>Eric Kaitola, CFA - Associate Vice-President, Investment Management Services</p> <p>Eric joined TD Bank Financial Group in 1998 following an early career in private investment management. Eric is responsible for overseeing the investment manager research team within TD Wealth Management. The team is responsible for the day-to-day oversight and management of investment managers on the Wealth distribution platforms within TD Bank Financial Group. The team covers products ranging from mutual funds and segregated strategies, to hedge funds; encompassing proprietary and third-party offerings. The team also extensively supports overall platform distribution strategies including the provision of sales channel support and consulting-type services where required. Key support partners include TD Mutual Funds, TD Waterhouse Discount Brokerage, TD Waterhouse Financial Planning, TD Waterhouse Private Investment Advice, TD Waterhouse Private Trust, and Wealth Management USA. He holds an M.A. in Economics from the University of Western Ontario, an MBA in Finance from York University, and has been awarded the Certified Investment Manager and Chartered Financial Analyst designations. Eric was born in 1968.</p>	
7.	<p><u>Other Business Activities</u></p> <p>While TD Wealth Management Services Inc., is dually registered as an investment adviser and broker-dealer with the SEC and FINRA, the Firm spends its time primarily engaged in broker-dealer activities.</p>	
8.	<p><u>Other Financial Industry Activities or Affiliations</u></p> <p>Investment products are offered through TDWMSI, a separate, wholly-owned, non-bank subsidiary of TD Bank, N.A. TD Bank, N.A., is a wholly-owned subsidiary of TD Bank US Holding Company, a multi-bank holding company headquartered in Portland, ME. The Toronto-Dominion Bank ("TD") is headquartered in Toronto, Canada, and its subsidiaries are collectively known as TD Bank Financial Group ("TDBFG"). Insurance products are offered through TDWMSI, TD Bank, N.A. may act as custodian for Client assets. TDWMSI is also a registered broker-dealer, a member of FINRA and the Securities Investor Protection Corporation ("SIPC"). Its representatives are all licensed to sell securities and may affect securities transactions for compensation for any Client. TDWMSI is not a bank and is a distinct legal entity from its bank affiliates. Securities products purchased or sold by TDWMSI for a Client are not insured by the Federal Deposit Insurance Corporation, are not deposits or other obligations of TD Bank, N.A., TD Bank US Holding Company, or TDBFG and are not guaranteed by any of such institutions. Any securities products purchased or sold by TDWMSI for a Client are subject to investment risks which may include loss of the principal invested.</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
9.	<p><u>Participation or Interests in Client Transactions</u></p> <p>Since the Firm is a registered broker-dealer, its representatives may affect securities transactions for any client. If TD Wealth Management representatives are involved in the executions of securities transactions, the broker-dealer must be the Firm. Transactions for clients participating in the Envestnet programs are affected through accounts at National Financial Services (NFS), with which TD Wealth Management maintains a fully-disclosed clearing arrangement.</p>	
	<p><u>Code of Conduct and Ethics</u></p> <p>TDBFG has established and adopted a Code of Conduct and Ethics for Employees and Directors (the "TDBFG Code"), which applies to every employee and director of all TDBFG wholly-owned subsidiaries around the world. The Board of Directors of TD Bank US Holding Company has established and adopted a U.S. Code of Conduct and Ethics (the "TDB Code"). The TDB Code sets forth certain specialized rules for business conduct and guidelines for its employees in the United States.</p> <p>If you would like a copy of the TDBFG Code or TDB Code, please send a written request to TD Wealth Management Services Inc., Attention: Chief Compliance Officer; 2005 Market Street, Suite 200, Philadelphia, PA 19103.</p> <p>The Code addresses issues including but not limited to</p> <ol style="list-style-type: none"> 1. Compliance with Laws, Rules and Regulations, 2. Recognizing and Avoiding Conflicts of Interest 3. Conducting Outside Activities and Managing Personal Finances – including but not limited to, Political Activity and Insider Trading, 4. Safeguarding Internal Records, Safeguarding Proprietary Information, Data Security, and 5. Maintaining Financial Records and Reports - including Books and Records. <p>Moreover, TD Wealth Management requires each officer and employee of the Firm with access to the investments or portfolio information of the Firm's Clients (each an "Access Person") to report quarterly and annually theirs and their immediate family member's securities holdings and transactions to the Firm's Compliance Department. Upon hire, and as necessary during employment, each Access Person and their immediate family member, who holds a securities' account at a broker-dealer or other financial institution shall notify the Compliance Department of the existence of such account. The Compliance Department personnel will send a Broker Confirmation Letter to each such broker-dealer or other financial institution directing them to provide TD Wealth Management with a duplicate copy of each confirmation and periodic account statement issued to such Access Person. Access Persons and their immediate families (parents, spouse, children, in-laws, siblings) are prohibited from purchasing IPOs. Access Persons requesting approval to engage in private securities transactions must obtain pre-approval from the Compliance Department prior to engaging in the transaction.</p>	
12. A	<p><u>Investment or Brokerage Discretion</u></p> <p>Subject to each client's established guidelines, limitations or restrictions, the Firm or the investment managers selected by us for the clients, generally have the authority to determine for each client:</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<p>(a) Which securities are to be bought or sold;</p> <p>(b) The total amount of securities to be bought or sold;</p> <p>(c) Through which broker(s) or dealer(s) those securities are to be bought or sold; and</p> <p>(d) The commission rates or spreads to be paid for each transaction.</p> <p><u>Best Execution</u></p> <p>In placing orders for purchase and sale of securities and selecting broker-dealers to effect these transactions, the Firm's primary objective is to obtain prompt execution of orders at the most favorable prices reasonably obtainable. In doing so, the Firm considers a number of factors, including, without limitation, the overall direct net economic result to the client (including commissions, which may not be the lowest available but which ordinarily will not be higher than the generally prevailing competitive range), the financial strength, reputation and stability of the broker, the efficiency with which the transaction is effected, the ability to effect the transaction at all, the availability of the broker to stand ready to execute possibly difficult transactions in the future and other matters involved in the receipt of brokerage and research services. The Firm has no obligation to deal with any particular broker-dealer in the execution of transactions in portfolio securities.</p> <p><u>Aggregation of Trades</u></p> <p>The Firm or the investment managers selected by us for the clients may aggregate orders for two or more clients (an "Aggregated Trade"). The Firm will aggregate trades only when it believes that doing so will result in a more favorable overall execution for all participating accounts. Aggregated Trades filled at different intervals or prices during the day will be allocated at the average price obtained. Partially filled orders will be allocated pro rata based on the size of the order placed by each client account.</p>	
12. B	<p><u>Selection of Broker-dealers</u></p> <p>In selecting broker-dealers for client transactions, the Firm considers a number of factors, including, for example, reputation, financial strength, stability, efficiency of execution and error resolution, access to research and qualified personnel, and the ability to execute difficult transactions.</p>	
	<p>IMPORTANT NOTICE TO CLIENTS</p> <p>To help the government fight the funding of terrorism and money laundering activities, Federal law requires all financial institutions to obtain, verify, and record information that identifies each person who opens an account. What this means for you: When you open an account, we will ask you for your name, address, date of birth and other information that will allow us to identify you. We may ask to see your driver's license or other identifying documents. Similarly, we will ask for identifying information and/or documents for accounts opened on behalf of an entity, rather than an individual (e.g. trusts, corporations). If you cannot provide the information or documentation we require, we may be unable to open an account or effect a transaction for you.</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<p>Privacy & Security Strong protection for your information</p> <p>Protecting Your Privacy</p> <p>Through our subsidiary bank and financial service companies, we provide a comprehensive line of banking, investment and insurance services. As a company, we are committed to protecting the confidentiality of personal information you provide to any of our subsidiary companies.¹ At the same time, the information you provide can help us introduce you to other products and services that we offer to help you meet your financial goals.</p> <p>Information We Collect</p> <p>The type of information we collect depends on the type of product or service you obtain from us. We may collect “nonpublic personal information” about you. “Nonpublic personal information” is information about you, which is not available from public sources, obtained in connection with providing you with a financial product or service. For example, nonpublic personal information includes information regarding your account balance, payment history and deposit account activity. It also includes your Social Security Number, account number and other information associated with you in particular through one or more identifiers. We may collect this nonpublic personal information from the following sources:</p> <ul style="list-style-type: none"> • Information we receive from you on applications or other forms you may complete and provide to us, such as your name, address, Social Security Number, date of birth, assets, income and, in the case of applications for insurance, health and medical information; • Information about your transactions with us, with members of our corporate family or others, such as your account balance, payment history, products and services used, credit card usage; and • Information such as your creditworthiness, payment history, and other information that we receive from outside companies or third parties, such as credit bureaus, that we require in order to provide the products or services you have requested. <p>In some cases, we may obtain “protected health information” about you. “Protected health information” is information provided by a third party such as an insurer, health plan, employer or health care provider that identifies you and relates to your health or health care, including payment for that care. Among other things, our insurance subsidiaries may obtain information regarding your medical condition if you apply for insurance coverage, and we may obtain information regarding medical treatment that you have received in the course of processing payments for that treatment.</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.	IRS Empl. Ident.No.: 23-2177819
--	---

Item of Form (identify)	Answer
	<p>Information We Disclose</p> <p>We share information with our affiliates² about our experiences or transactions with you or your account in order to help you complete financial transactions or make you aware of services and products from which you may benefit. The personal information we collect and share with affiliates may include your name, address, Social Security Number, policy number, account number, telephone number, account balance, payment history and deposit account activity.</p> <p>Except as permitted by law, we do not disclose nonpublic personal information that we have obtained from other sources to any of our affiliates.</p> <p>Under certain circumstances, we disclose personal information about you to “nonaffiliated third parties” (i.e., third parties that are not our affiliates or part of our corporate family). For example, we disclose personal information about you to third parties* to assist us in servicing your account, to government entities as required by law or regulation, or in response to subpoenas, and to credit bureaus. We will not disclose any nonpublic personal information about you to any other third parties, except as permitted by law.</p> <p>We may disclose all of the information we collect as described above, except protected health information, to companies that perform marketing services for us, financial institutions with which we have joint marketing agreements, or companies with which we jointly offer products or services such as credit cards or credit insurance.</p> <p>We will also provide nonpublic personal information to affiliates and other parties if you request us to do so or you give us your permission.</p> <p>If you decide to close your account(s) or become an inactive customer, we will continue to adhere to the privacy policies and practices described in this notice.</p> <p><i>* NFS, and Envestnet</i></p> <p>Medical Information</p> <p><i>This notice describes how medical information about you may be used and disclosed and how you can get access to this information. Please review it carefully.</i></p> <p>We do not frequently hold protected health information, but, for example, we may receive protected health information from a health care provider to assist in processing payments to that provider. Or, our insurance subsidiaries may collect protected health information and provide it to an insurer to assist in processing an insurance claim, or if you enroll to be a participant in a health plan. We are required to maintain the privacy of protected health information in accordance with the law and this notice, and to</p>

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<p>provide you with notice (including a paper notice upon request) of our legal duties and practices with respect to such information. We do not share protected health information among our affiliates or with third parties except to process transactions or to provide services you have requested or initiated. We may use or disclose protected health information in connection with the payment or collection of health care costs or insurance premiums, or for purposes of insurance claim processing, enrollment or underwriting. We will not use or disclose your protected health information for any other purpose without your written authorization, which you may revoke, or as otherwise required or permitted by law.</p> <p>You have the right to request restrictions on our use or disclosure of your protected health information, although we are not required to agree to a requested restriction. You have the right to request that we communicate your protected health information to you in a confidential manner. You have the right to inspect, copy and, if it is erroneous, amend your protected health information. And, you have the right to receive an accounting of disclosures of your protected health information, although that right does not apply to disclosures to you or for purposes of treatment, payment or health care operations.</p> <p>You may make any complaint about our use or disclosure of protected health information directly to us, or to the Secretary of Health and Human Services, and you will not be retaliated against for filing a complaint. If you wish to complain to us, or if you have any questions, please contact us as follows:</p> <p><i>TD Bank, Attention: Compliance Department, 2059 Springdale Road, Cherry Hill, NJ 08003 Tel: 888-751-9000</i></p> <p>or</p> <p><i>TD US Holding Company, Attention: Privacy Officer/Risk Contingency Management, P.O. Box 9540, Portland, ME 04112-9540 Tel: 800-211-1979</i></p> <p>Our Security Procedures</p> <p>Access to your personal and account information is restricted to those employees who need to know that information as part of their job, to service your account or to provide products and services to you. We maintain physical, electronic and procedural safeguards that are reasonably designed to guard your nonpublic personal information.</p> <p>Accuracy of Customer Information</p> <p>We recognize that the accuracy of your personal and account information is critical to you and, to that end, we follow procedures to reasonably ensure the accuracy of your information. If you find that any information we have on file or have reported to another party does not appear to be accurate, please</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<p>write to us at:</p> <p><i>TD Bank, Attention: Customer Service Center, P.O. Box 5400, Cherry Hill, NJ 08034-5400</i></p> <p>or</p> <p><i>TD US Holding Company, Attention: Loan and Account Research, 32 Chestnut St., Lewiston, ME 04240</i></p> <p>Please include your account or policy number.</p> <p>Internet Banking Privacy</p> <p>Safeguarding your personal information when interacting with us via the Internet is also extremely important. We apply the standards discussed above in caring for your personal information. When browsing our website, personal information, such as your e-mail address, is not collected. Some areas of our website require information, such as your e-mail address or your account number, to enable you to perform certain tasks (e.g., to review your accounts or correspond with us). In these cases, we collect the information necessary to interact with you.</p> <p>If you visit us on the Internet, we may place a “cookie” on your browser that records the number of visits made to our various web pages; however, personal information is not collected. If you use our Online Banking or eBillPay programs, you may receive additional cookies which contain your unique identifier, allowing you to view and manage your accounts. These cookies may be linked to personally identifiable information.</p> <p>E-mail sent within our online banking system is secure. The secure online transmission of information to us is only available from within your online banking account after you have established a secure connection using Secure Socket Layer (SSL) encryption. You may also contact us by phone, postal mail or in person.</p> <p>We preserve the content of your e-mail, your e-mail address and our response, so that we can more efficiently respond to any follow-up questions from you. We also retain this information to meet legal and regulatory requirements.</p> <p>Regular Internet E-mail is Not Secure</p> <p>Please do not send confidential information such as Social Security Numbers or account numbers to us via regular e-mail. In instances where e-mail addresses are provided, they are provided for information inquiries of a non-sensitive and non-confidential nature. Since an Internet e-mail response back to you</p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<p>would not be secure, we will not include confidential information in an e-mail response.</p> <p>Protecting Children Online</p> <p>In accordance with the Children's Online Privacy Protection Act, we will not knowingly collect, store, use or disclose personal information from children. We define children as persons under the age of 13.</p> <p>We do not accept applications directly from children, knowingly collect nor share personal information about them, unless the information has been provided by an adult in connection with opening a deposit account for or with the child. We won't send any unsolicited promotions to users who indicate they are less than 13 years of age unless the solicitation is in connection with an account opened by an adult.</p> <p>This does not prevent parents from opening deposit accounts on behalf of their children. We will obtain parental consent prior to the creation of an account on behalf of a child.</p> <p>Questions</p> <p>We're strongly committed to our relationship with you and want to be sure you understand the steps we have taken to protect your personal information. If you have any questions or comments, please call us at the appropriate number listed at the end of this document.</p> <p>The Problem of Identity Theft</p> <p>Identity theft is a growing crime in our country. Each day, thousands of people become victims of identity theft. Identity theft occurs when someone steals your personal information and uses it to establish credit, charge items, or borrow money using your name.</p> <p>Protect Your Identity</p> <ul style="list-style-type: none">• Shred unused credit offers and other documents containing personal or financial information before discarding them.• Guard your Social Security Number.• Don't release information to people you do not know, especially over the phone or Internet.• Review bank statements for accuracy.• If you are denied credit for no apparent reason, obtain a copy of your credit report. <p>If You Become a Victim</p> <ul style="list-style-type: none">• Contact your bank and all others with whom you have a financial relationship.	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<ul style="list-style-type: none"> • File a police report if you have had a loss. • Report the fraud to the major credit bureaus: <ul style="list-style-type: none"> ○ Equifax 800-525-6285 ○ Experian 888-397-3742 ○ Trans Union 800-680-7289 <p>For additional help, call the Federal Trade Commission at 1-877-ID-THEFT or visit their website at: www.ftc.gov/idtheft/.</p> <p>More information can be found at http://www.TDBank.com</p> <p>It's Your Choice</p> <p>Federal law gives you the right to limit some, but not all, marketing from our affiliates. Federal law also requires us to give you this notice to tell you about your choice to limit marketing from our affiliates.</p> <p>You may limit our affiliates² — which include, but are not limited to, banking, leasing, insurance, wealth management, securities brokerage and investment advisory affiliates — from marketing their products or services to you based on personal information that we may collect about you and share with them. This information includes your account history with us. Your choice to limit marketing offers from our affiliates will apply until you tell us to change your choice. You can opt back in at any time.</p> <p>To limit affiliate marketing offers, contact us either by:</p> <ul style="list-style-type: none"> • Phone: 888-937-1050 • Web: http://www.TDBank.com/opt • Mail: Complete and return the Opt-Out form provided in your Privacy Statement. To obtain a copy, please visit any TD Bank location or call 1-888-751-9000. <p>If you have previously informed us of your preference, you do not need to do so again.</p> <p><i>Note: Your preference will be processed within 30 days of receipt and will remain in place until you change your option. Please note your preference may not prevent you from being solicited with information that the affiliate had on file prior to the processing of your preference. Your selection(s) will be applied to your entire household, so if you opt-out, no one in your residence will receive notifications of special discounts, offers and promotions that are available.</i></p>	

**Schedule F of
Form ADV**

Continuation Sheet for Form ADV Part II

Applicant:	SEC File Number:	Date:
TD Wealth Management Services Inc.	801- 44569	11/12/2009

1. Full name of applicant exactly as stated in Item 1A of Part I of Form ADV: TD Wealth Management Services Inc.		IRS Empl. Ident.No.: 23-2177819
Item of Form (identify)	Answer	
	<p>TD Bank US Holding Company (effective November 1, 2009)</p> <p>This privacy statement applies to the following entities within the TD Bank US Holding Company family, including TD Bank USA, N.A., TD Bank, N.A. and its divisions and subsidiaries listed below.</p> <p>TD Bank USA, N.A.</p> <p>TD Bank, N.A. Divisions</p> <ul style="list-style-type: none"> • TD Bank Mortgage • TD Retail Card Services • Shoppers Charge Accounts Co. <p>TD Bank, N.A. Subsidiaries</p> <ul style="list-style-type: none"> • Bancnorth Investment Planning Group, Inc. • Bancnorth Investment and Insurance Agency, Inc. . • TD Aviation Finance, LLC • TD Equipment Finance, Inc. • TD Insurance Agency • TD Insurance, Inc. • TD Wealth Management Services Inc. <p>¹ A list of our divisions and subsidiaries is noted above.</p> <p>² Our affiliates include those companies that control, are controlled by or are under common control with TD Bank US Holding Company or The Toronto-Dominion Bank, including TD AMERITRADE, Inc., among others.</p> <p>This privacy statement applies to individuals and not to business entities or business transactions. It is effective upon publication. We reserve the right to make changes to this statement. A current version of this statement will be issued at least annually and can be requested at any time. This statement is for general guidance and does not constitute a contract, nor does it modify or amend any agreements we have with you.</p>	