

2010

TDb SPLIT CORP.
ANNUAL REPORT



This report may contain forward-looking statements about the Company. Forward-looking statements include statements that are predictive in nature, that depend upon or refer to future events or conditions, or that include words such as “expects”, “anticipates”, “intends”, “plans”, “believes”, “estimates” or negative versions thereof and similar expressions. In addition, any statement that may be made concerning future performance, strategies or prospects, and possible future Company action, is also forward-looking. Forward-looking statements are based on current expectations and projections about future events and are inherently subject to, among other things, risks, uncertainties and assumptions about the Company and economic factors.

Forward-looking statements are not guarantees of future performance, and actual events and results could differ materially from those expressed or implied in any forward-looking statements made by the Company. Any number of important factors could contribute to any divergence between what is anticipated and what actually occurs, including, but not limited to, general economic, political and market factors, interest and foreign exchange rates, global equity and capital markets, business competition, technology change, changes in government regulations, unexpected judicial or regulatory proceedings, and catastrophic events.

The above-mentioned list of important factors is not exhaustive. You should consider these and other factors carefully before making any investment decisions and you should avoid placing undue reliance on forward-looking statements. While the Company currently anticipates that subsequent events and developments may cause the Company’s views to change, the Company does not undertake to update any forward-looking statements.

TDb SPLIT CORP.**ANNUAL MANAGEMENT REPORT OF FUND PERFORMANCE**NOVEMBER 30, 2010

This is the annual Management Report of Fund Performance (MRFP) for the period ended November 30, 2010. This MRFP contains financial highlights but does not contain the complete financial statements of the Company. The annual financial statements and accompanying notes are attached to this report.

Investors may also obtain a copy of the Company's proxy voting policies and procedures, proxy voting disclosure record, or quarterly portfolio disclosure by visiting our website at www.tdbsplit.com or by writing to the Company at Investor Relations, Royal Trust Tower, 77 King Street West, P.O. Box 341, Toronto, Ontario, M5K 1K7.

These reports are available to view and download at www.tdbsplit.com or www.sedar.com.

INVESTMENT OBJECTIVES AND STRATEGIES

TDb Split Corp. invests primarily in common shares of the Toronto-Dominion Bank.

The Company offers two types of shares:

Priority Equity Shares

The investment objectives with respect to the Priority Equity shares are as follows:

1. To provide holders of Priority Equity Shares with fixed cumulative preferential monthly cash dividends in an amount of \$0.04375 per Priority Equity Share to yield 5.25% per annum on the original issue price; and
2. On or about December 1, 2014 (the termination date) to pay holders the original issue price (\$10) of those shares.

Class A Shares

The investment objectives with respect to the Class A shares are as follows:

1. To provide holders with regular monthly cash distributions targeted to be \$0.05 per Class A Share to yield 6.0% per annum on the original issue price; and
2. On or about December 1, 2014 (the termination date) to pay holders the original issue price (\$10) of those shares.

RISK

The risks of investing in the Company remain as discussed in the Annual Information Form dated February 23, 2011. In addition, Note 3 of the annual financial statements ("Management of Risk") contains disclosure on specific types of risks related to the financial investments held by the Company.

RESULTS OF OPERATIONS

The Net Asset Value per unit (consisting of one Priority Equity share and one Class A share) of the Company increased by \$0.55 to \$13.11 during the period. This was driven by the continued strong recovery in the common shares of TD Bank which closed the year at \$74.69 which was up 12.4% over the course of the year.

All dividends were paid at the targeted rate on the Priority Equity shares. Due to the Net Asset Value remaining below \$12.50 during part of the year, there were only 9 months of dividend payments made to Class A shareholders for a total of \$0.45 per share.

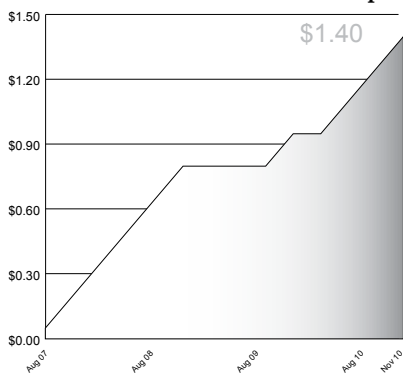
As at November 30, 2010, the Fund's had 90.3% of net assets invested in TD Bank common shares. TD Bank remains among the best managed and strongest capitalized in the world and appears to remain poised to benefit from any further recovery in the North American economies.

DISTRIBUTIONS

Class A Shares - Distributions

Class A shareholders are entitled to receive regular monthly cash dividends initially targeted to be \$0.05 per Class A Share to yield 6% per annum on the original issue price. Due to the Net Asset Value remaining below \$12.50 for the first 3 months of the year, there were only 9 months of dividend payments made for a total of \$0.45 per share. A total of \$1.40 per share in dividends have been since inception.

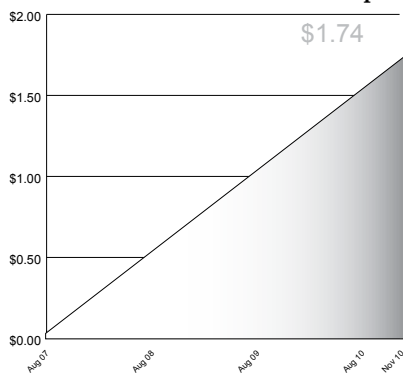
Cumulative Distributions since inception



Priority Equity Shares - Distributions

Priority Equity shareholders are entitled to receive regular monthly cash dividends in the amount of \$0.04375 per Priority Equity Share to yield 5.25% per annum on the original issue price. Dividends paid during the period were paid at the targeted rate for a total of \$0.525 per share.

Cumulative Distributions since inception



RECENT DEVELOPMENTS

At its January 2011 meeting, the Canadian Accounting Standards Board (AcSb) decided to extend the deferral of mandatory adoption of IFRS for Investment Companies to fiscal years beginning on or after January 1, 2013. The decision is in response to the International Accounting Standards Board's announcement in late 2010 that its Investment Company project is delayed and will not likely be issued before January 1, 2012, which is the current date of the mandatory adoption of IFRS for these entities. The AcSb expects to issue the amendment in March 2011.

The Company expects to report its financial results for the six month period ended May 31, 2014 prepared on an IFRS basis. The Company will also provide comparative data on an IFRS basis, including an operating balance sheet as at December 1, 2013.

The Company has not identified any changes that will impact Net Asset Value per unit as a result of the changeover to IFRS. The impact of IFRS on accounting policies and implementation decisions will mainly be in the areas of additional note disclosure and potentially different presentation of shareholder interests and other items in the financial statements of the Company. However this determination is subject to change as the Company finalizes its assessment of potential IFRS differences and as new standards are issued prior to the Company's adoption of IFRS.

RELATED PARTY TRANSACTIONS

Quadravest Capital Management Inc. ("Quadravest") as Investment Manager and Manager earns fees from the Company as described below in the Management Fees section.

MANAGEMENT FEES

Pursuant to the terms of the investment management agreement, Quadrainvest is entitled to a base management fee payable in arrears at an annual rate equal to 0.55% of the transactional net assets of the Company, which include the outstanding Priority Equity shares, calculated as at each monthly valuation date..

Pursuant to the administration agreement, Quadrainvest is entitled to an administration fee payable monthly in arrears at an annual rate equal to 0.1% of the transactional net assets of the Company, which includes the outstanding Priority Equity shares, calculated as at each monthly valuation date and an amount equal to the service fee payable to dealers on the Class A shares at a rate of 0.50% per annum. No service fee will be paid in any calendar quarter if regular dividends are not paid to holders of Class A shares in respect of each month in such calendar quarter.

Total management fees of \$137,302 paid for the year ended November 30, 2010 include the base management fee and the administration fee. The base management fee was used by Quadrainvest to provide investment analysis, make investment decisions and make brokerage arrangements for the purchase and sale of securities including the covered call writing program. The administration fee was used to provide or arrange administrative services required by the Company, which includes all operational, financial accounting, shareholder reporting and all regulatory reporting .

FINANCIAL HIGHLIGHTS

The following tables show selected financial information about the Company and are intended to help you understand the Company's financial performance. This information is derived from the Company's annual financial statements and previous annual audited financial statements. The Net Assets included in the Net Assets per unit table is from the Company's financial statements and calculated using bid prices while the Net Asset Value included in the Ratios/Supplemental data Table is for Transactional pricing purposes and calculated using closing prices (see Note 2 in the financial statements).

The Company's Net Assets per unit

	Years ended November 30			
	2010	2009	2008	2007 ⁽²⁾
Net assets per unit, beginning of the year ⁽¹⁾	12.56	11.35	19.77	18.80 ⁽³⁾
Increase (decrease) from operations				
Total revenue	0.41	0.37	0.61	0.15
Total expenses	(0.16)	(0.15)	(0.21)	(0.08)
Realized gains (losses) for the year	0.59	(4.70)	(1.72)	0.14
Unrealized gains (losses) for the year	0.70	6.33	(5.97)	1.03
Total increase (decrease) from operations ⁽⁴⁾	<u>1.54</u>	<u>1.85</u>	<u>(7.29)</u>	<u>1.24</u>
Distributions ⁽⁵⁾				
Taxable Dividends	(0.98)	(0.68)	(1.13)	(0.20)
Capital Gains	-	-	-	(0.17)
Total annual distributions	<u>(0.98)</u>	<u>(0.68)</u>	<u>(1.13)</u>	<u>(0.37)</u>
Net assets per unit, end of year	13.11	12.56	11.35	19.77
Net assets per Priority Equity share	10.00	10.00	10.00	10.00
Net assets per Class A share	<u>3.11</u>	<u>2.56</u>	<u>1.35</u>	<u>9.77</u>
Net assets per unit at end of year	13.11	12.56	11.35	19.77

(1) Net asset value per unit is the difference between the aggregate value of the assets of the Company and the aggregate value of the liabilities excluding the Priority Equity shares of the Company on that date divided by the number of units then outstanding.

(2) Initial period was from August 7, 2007 to November 30, 2007.

(3) Initial Net Asset Value per unit is after deducting all agents' fees and filing costs in connection with the initial public offering.

(4) Total increase from operations is calculated based on the weighted average number of units outstanding during the period.

(5) Distributions are to Priority Equity shares and Class A shares are based on the number of Priority Equity shares and Class A shares outstanding on the record date for each distribution and were paid in cash. Characterization of distributions is based on the tax treatment that is received by investors.

RATIOS AND SUPPLEMENTAL DATA

	Years ended November 30			
	2010	2009	2008	2007 ⁽¹⁾
Net assets (millions)	\$21.9	\$21.2	\$20.2	\$34.6
Number of units outstanding ⁽²⁾	1,667,260	1,684,460	1,750,000	1,750,000
Base Management expense ratio ⁽³⁾	1.26%	1.30%	1.25%	1.33%
Management expense ratio including one time initial offering expenses ⁽⁴⁾	1.26%	1.30%	1.25%	6.86%
Management expense ratio per Class A share ⁽⁵⁾	23.23%	44.22%	11.13%	13.82%
Portfolio turnover rate ⁽⁶⁾	21.2%	93.1%	13.2%	21.0%
Trading expense ratio ⁽⁷⁾	0.02%	0.12%	0.03%	0.08%
Closing market price (TSX): Priority Equity shares	\$10.01	\$9.48	\$6.75	\$10.15
Closing market price (TSX): Class A shares	\$5.44	\$4.00	\$4.39	\$8.25

(1) Results for the period August 7, 2007 (inception) to November 30, 2007.

(2) This information is provided as at November 30.

(3) A separate base management expense ratio has been presented to reflect the normal operating expenses of the Company excluding the one time initial offering expenses and performance fees. Management expense ratio is based on total expenses for the stated period and is expressed as an annualized percentage of average net assets during the period.

(4) Share issue expenses, representing all Agents' fees and other offering expenses are one time initial expenses connected with the launch of the Company.

(5) Management expense ratio for Class A shares is based on the requirements of National Instrument 81-106. This policy requires that all split share companies produce an expense ratio which allocates all operating expenses of the Company, all distributions on Priority Equity shares and all issuance costs to the Class A shares and expresses this as an annualized percentage of net assets applicable only to the Class A shares during the period. The management expense ratio per Class A share should not be interpreted as the required return necessary for the Company or the Class A share to cover the operating expenses of the Company. This calculation is based only on a portion of the Company's assets whereas the Company utilizes its entire assets to generate investment returns. Management believes that the base management expense ratio per unit disclosed in the table above is the most representative ratio in assessing the ongoing efficiency of the administration of the Company, making comparisons to the expense ratios of single unit mutual funds or determining the minimum investment returns necessary by the Company to achieve growth in Net Asset Value per unit.

(6) The Company's portfolio turnover rate indicates how actively the Company's portfolio advisor manages its portfolio investments. A portfolio turnover rate of 100% is equivalent to the Company buying and selling all of the securities in its portfolio once in the course of the year. The Company employs a covered call writing strategy which can cause the portfolio turnover rate to be higher than conventional mutual funds. The higher the Company's portfolio turnover rate in a year, the greater the trading costs payable by the Company in the year and the greater chance of an investor receiving taxable capital gains in the year. There is not necessarily a relationship between a high turnover rate and the performance of the Company.

(7) The trading expense ratio represents total commissions and other portfolio transaction costs expressed as an annualized percentage of daily average net assets during the period.

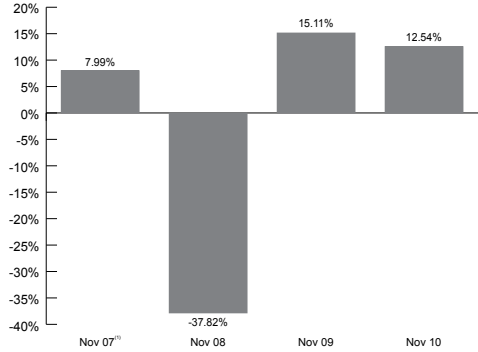
PAST PERFORMANCE

Year-by-Year Returns

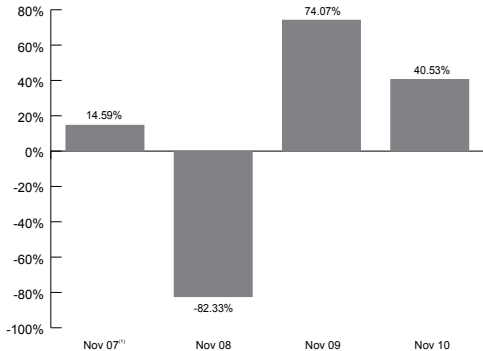
The past performance of 1) the Net Asset Value per unit; 2) the Priority Equity share on a Net Asset Value basis; and 3) the Class A share on a Net Asset Value basis for each 12 month period ended November 30 since inception are presented in the bar charts below. Each bar in the chart reflects the change in percentage terms of how a Unit, a Priority Equity share or a Class A share would have increased or decreased during the applicable period. In respect to the charts displayed below, please note the following:

- The performance information shown assumes that all cash distributions made by the Company during the periods shown were reinvested in the applicable additional securities of the Company;
- The performance information does not take into account sales, redemption, distribution or other optional charges that would have reduced returns or performance; and
- Past performance of the Company does not necessarily indicate how it will perform in the future.

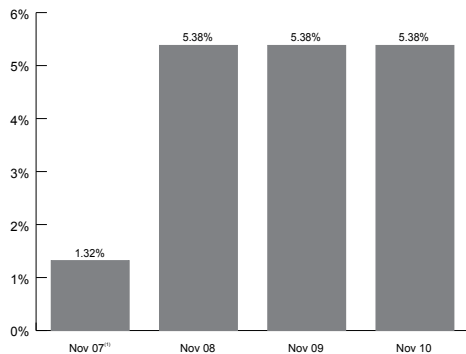
NET ASSET VALUE PER UNIT



CLASS A SHARE



PRIORITY EQUITY SHARE



⁽¹⁾ Based on initial year from August 7, 2007 to November 30, 2007

Annual Compound Performance

The following table shows the Company's annual compound return for the period ended November 30, 2010:

	One year	Three years	Since inception
TDb Split Corp. - Unit	12.54%	-6.95%	-4.13%
TDb Split Corp. - Priority equity share	5.38%	5.38%	5.38%
TDb Split Corp. - Class A share	40.53%	-24.38%	-19.08%

MARKET INDEX⁽¹⁾

S&P TSX Financial index	8.59%	-1.84%	-0.13%
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- (1) As a result of the Company being limited to specific stock and a covered call writing program that is implemented to generate additional income, and the impact of any activation of the Priority Equity Portfolio Protection Plan, the investment profile of the Company is quite unique and any comparisons with any other external market indices may not be appropriate.

SUMMARY OF INVESTMENT PORTFOLIO

All holdings as at November 30, 2010

Name	Weighting (%)
Toronto-Dominion Bank	90.3
Total long positions as a percentage of net assets	90.3
Other net assets	9.7

The summary of investment portfolio may change due to ongoing portfolio transactions of the Company or the activation of the Priority Equity Portfolio Protection Plan. Updates are available quarterly.

TDb SPLIT CORP.**MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING**

The financial statements of TDb Split Corp. (the "Company") and all the information in this annual report are the responsibility of management and have been approved by the Board of Directors of the Company.

The Company maintains appropriate procedures to ensure that relevant and reliable financial information is produced. Statements have been prepared in accordance with Canadian generally accepted accounting principles and may include certain amounts that are based on estimates and judgments. The significant accounting policies applicable to the Company are described in Note 2 to the financial statements.

The Board of Directors of the Company is responsible for ensuring that management fulfills its responsibilities for financial reporting and has reviewed and approved these financial statements.

The Company with the approval of its Board of Directors has appointed the external firm PricewaterhouseCoopers LLP as the auditors of the Company. They have audited the financial statements of the Company in accordance with Canadian generally accepted auditing standards to enable them to express to shareholders their opinion on the financial statements. The auditors have full and unrestricted access to the Audit Committee to discuss their findings.

AUDITOR'S REPORT
FEBRUARY 24, 2011

Independent Auditor's Report

To the Shareholders of TDb Split Corp. (the Company)

We have audited the accompanying financial statements of the Company, which comprise the statement of portfolio investments as at November 30, 2010, the statements of financial position as at November 30, 2010 and 2009 and the statements of operations and deficit, cash flow and changes in shareholders' equity for the years then ended, and the related notes including a summary of significant accounting policies.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian generally accepted accounting principles, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audits. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform an audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at November 30, 2010 and November 30, 2009 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

PricewaterhouseCoopers LLP

Chartered Accountants, Licensed Public Accountants

TDB SPLIT CORP.
STATEMENTS OF FINANCIAL POSITION

AS AT NOVEMBER 30

	2010 (\$)	2009 (\$)
ASSETS		
Investments - at fair value (note 2)	19,721,610	19,202,524
Cash	3,087,669	2,155,853
Interest, dividends and other receivables	<u>232</u>	<u>-</u>
Total Assets	<u>22,809,511</u>	<u>21,358,377</u>
LIABILITIES		
Fees and other accounts payable	37,006	36,712
Payable in respect of investments purchased	751,400	-
Dividends payable	156,306	157,918
Priority Equity shares (note 4)	<u>16,672,600</u>	<u>16,844,600</u>
	<u>17,617,312</u>	<u>17,039,230</u>
SHAREHOLDERS' EQUITY		
Class A and Class B shares (note 5)	14,862,773	15,016,102
Deficit	<u>(9,670,574)</u>	<u>(10,696,955)</u>
	<u>5,192,199</u>	<u>4,319,147</u>
TOTAL LIABILITIES & SHAREHOLDERS' EQUITY	<u>22,809,511</u>	<u>21,358,377</u>

Number of units (1 Priority Equity share and 1 Class A share) outstanding	1,667,260	1,684,460
Net assets per unit (note 2)	13.11	\$12.56
Net assets per Priority Equity share (note 2)	10.00	\$10.00
Net assets per Class A share (note 2)	3.11	\$2.56

Approved on behalf of the Board of Directors



WAYNE FINCH

Chairman, as Chief Executive Officer
and Chief Investment Officer



PETER CRUICKSHANK

Managing Director and
Chief Financial Officer

The accompanying notes are an integral part of these financial statements.

TDB SPLIT CORP.
STATEMENTS OF OPERATIONS AND DEFICIT
FOR THE YEARS ENDED NOVEMBER 30

	2010 (\$)	2009 (\$)
INCOME		
Dividends	677,344	622,871
Interest	-	2,509
	<u>677,344</u>	<u>625,380</u>
EXPENSES (note 6)		
Management fees	137,302	126,254
Service fees	3,438	-
Audit fees	19,992	19,692
Directors' fees	20,228	20,513
Independent Review Committee fees	3,531	3,531
Custodian fees	27,132	17,212
Legal fees	15,370	15,929
Shareholder reporting costs	7,011	13,575
Other operating expenses	20,381	26,472
Goods and services tax/harmonized sales tax	17,198	12,343
	<u>271,583</u>	<u>255,521</u>
Net investment income		
before distributions on Priority Equity shares	405,761	369,859
Distributions on Priority Equity shares (note 4 and 7)	<u>(876,064)</u>	<u>(895,832)</u>
Net investment loss for the year	<u>(470,303)</u>	<u>(525,973)</u>
Realized and unrealized gain (loss)		
on investments and options and transaction costs		
Net realized gain (loss) on investments and options	981,811	(8,011,640)
Change in unrealized appreciation of investments	1,160,327	10,806,736
Transaction costs on purchase and sale of investments (note 2)	<u>(3,630)</u>	<u>(22,912)</u>
Net gain on investments and options for the year	<u>2,138,508</u>	<u>2,772,184</u>
Increase in net assets from operations for the year	<u>1,668,205</u>	<u>2,246,211</u>
Deficit - Beginning of year	<u>(10,696,955)</u>	<u>(13,240,167)</u>
Net Allocations on retractions	108,443	549,935
Distributions on Class A shares (note 5 and 7)	<u>(750,267)</u>	<u>(252,934)</u>
Deficit - End of year	<u>(9,670,574)</u>	<u>(10,696,955)</u>
Increase in net assets from operations per Class A share	1.00	1.32

The accompanying notes are an integral part of these financial statements.

TDB SPLIT CORP.
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
 FOR THE YEARS ENDED NOVEMBER 30

	2010 (\$)	2009 (\$)
Shareholders' equity - Beginning of year	4,319,147	2,360,978
Increase (decrease) in net assets from operations for the year	1,668,205	2,246,211
Class A share redemptions	(153,329)	(585,043)
Net allocation on retractions	108,443	549,935
Distributions on Class A shares		
From net realized gains	(511,508)	-
From return of capital	(238,759)	(252,934)
	<u>(750,267)</u>	<u>(252,934)</u>
Increase (decrease) in shareholders' equity for the year	<u>873,052</u>	<u>1,958,169</u>
Shareholders' equity - End of year	<u>5,192,199</u>	<u>4,319,147</u>

The accompanying notes are an integral part of these financial statements.

TDB SPLIT CORP.
STATEMENTS OF CASH FLOW
 FOR THE YEARS ENDED NOVEMBER 30

	2010 (\$)	2009 (\$)
Cash flow from Operating activities		
Net investment loss for the year	(470,303)	(525,973)
Proceeds from sale of investments	5,805,013	19,292,208
Purchase of investments	(3,434,190)	(15,760,877)
Net change in interest, dividends and other receivable balances	(232)	-
Net change in fees, other accounts payable and dividends payable on Priority Equity shares	(459)	(4,162)
Cash flow from operations	<u>1,899,829</u>	<u>3,001,196</u>
Cash flow from Shareholder activities		
Amount paid on redemption of Class A shares and Preferred shares	(216,886)	(690,508)
Distributions on Class A shares	(751,127)	(256,211)
Cash flow from Shareholder activities	<u>(968,013)</u>	<u>(946,719)</u>
Net increase (decrease) in cash for the year	931,816	2,054,477
Cash, beginning of year	<u>2,155,853</u>	<u>101,376</u>
Cash, end of year	<u>3,087,669</u>	<u>2,155,853</u>
Supplemental information		
Distributions paid on Preferred shares	876,817	898,699

The accompanying notes are an integral part of these financial statements.

TDB SPLIT CORP.
STATEMENT OF PORTFOLIO INVESTMENTS

AS AT NOVEMBER 30, 2010

No. of shares	Description	Average Cost (\$) (Premiums received)	Market Value (\$)
	Core Holding		
	Canadian Common Equities		
264,600	Toronto-Dominion Bank	16,439,818	19,739,160
	Total Canadian Common Equities in Core Holding (100%)	<u>16,439,818</u>	<u>19,739,160</u>
No. of contracts	Canadian call options written (100 shares per contract)		
(150)	Toronto-Dominion Bank @ \$76 December 2010	(12,150)	(10,650)
(300)	Toronto-Dominion Bank @ \$78 December 2010	(19,500)	(6,900)
	Total Canadian call options written (-0.0%)	<u>(31,650)</u>	<u>(17,550)</u>
		<u>16,408,168</u>	<u>19,721,610</u>
	less adjustment for transaction costs	(8,601)	
	Total Investments (100%)	<u>16,399,567</u>	<u>19,721,610</u>

The Statement of Portfolio Investments is at November 30, 2010 and may or may not be indicative of the current portfolio. Due to tax considerations, the level of option premiums outstanding at year end may not be indicative of options outstanding during the year.

The accompanying notes are an integral part of these financial statements.

TDb SPLIT CORP.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

1. Incorporation

TDb Split Corp. (the "Company") is a mutual fund corporation established under the laws of the Province of Ontario on May 24, 2007 that began investment operations on August 7, 2007. The manager and the investment manager of the Company is Quadravest Capital Management Inc. ("Quadravest"). All Priority Equity and Class A shares outstanding on December 1, 2014, the termination date of the Company, will be redeemed by the Company on that date.

2. Summary of significant accounting policies

These financial statements, prepared in accordance with Canadian generally accepted accounting principles ("GAAP"), include estimates and assumptions by management that affect the reported amount of assets, liabilities, income and expenses during the reporting years. The following is a summary of the significant accounting policies followed by the Company. Actual results could differ from these estimates.

Valuation of investments

In accordance with Accounting Guideline 18, Investment Companies, investments are deemed to be categorized as held for trading, and are required to be recorded at fair value as defined in CICA Handbook-Accounting Section 3855, Financial Instruments-Recognition and Measurement ("Section 3855") for purposes of determining the Net Assets per unit reflected in the financial statements.

The fair value of investments as at the financial reporting date is determined as follows:

- Shares or other securities for which market quotations are readily available are valued at the closing bid price
- Call options written are valued at closing ask prices as reported on recognized exchanges
- Fixed income investments are based on the average bid quotations from recognized dealers

Section 14.2 of amended National Instrument 81-106 ("NI 81-106") issued by the Canadian Securities Administrators, that came into force on September 8, 2008, requires an investment fund to calculate its Net Asset Value for the purposes of any purchases or redemption of units based on the fair value of the investment fund's assets and liabilities (Net Asset Value or NAV).

The fair value of investments for purposes of calculating the bi monthly Net Asset Value used for the purposes of calculating the price paid on any redemptions received is determined as follows:

- Shares or other securities for which market quotations are readily available are valued at the last traded market price
- Call options written are valued at the last traded prices as reported on recognized exchanges
- Fixed income investments are based on the average bid quotations from recognized dealers

TDB SPLIT CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

In accordance with Section 3.6 (1) 5 of NI 81-106, the Net Asset Value per unit is compared to the Net Assets per unit and the difference is required to be disclosed in the notes to the financial statements. The following table is presented to show the differences between these amounts:

	Net Assets (GAAP NAV) per unit	Difference	Net Asset Value (Published NAV) per unit
November 30, 2010	\$13.11	\$0.02	\$13.13
November 30, 2009	\$12.56	\$0.01	\$12.57

Transaction costs

- Transaction costs, such as brokerage commissions, incurred in the purchase and sale of securities by the Company are recognized as an expense in the Statement of Operations and Deficit. The transaction costs for investments held at November 30, 2010 are shown separately on the Statement of Portfolio Investments

Investment transactions and income recognition

- Investment transactions are accounted for on the trade date
- Realized gains and losses on investment sales and unrealized appreciation or depreciation in investment values are calculated on the average cost basis
- Written call option income received is deferred and included in investments on the statements of financial position. Realized capital gains or losses are recognized in the statements of operations when options are exercised, expire or are closed out
- Deferred gains and losses on options are recognized in investments and as a component of net unrealized appreciation (depreciation) in the statements of operations
- Dividend income is recognized on the ex-dividend date. Interest income is recognized when earned
- Net realized gains and losses on investments include net realized gains or losses from foreign currency changes

Other Assets and Liabilities

For the purposes of categorization in accordance with Handbook – Accounting Section 3855, income receivable is designated as loans and receivables and recorded at cost or amortized cost. Similarly, accounts payable and accrued liabilities and dividends payable to shareholders are designated as financial liabilities and reported at cost or amortized cost. Cost or amortized cost approximates fair value for these assets and liabilities due to their short-term nature.

Redeemable Priority Equity shares

In accordance with their terms, each redeemable Priority Equity share is valued at the lesser of: (i) \$10.00; and (ii) the Net Assets of the Company divided by the number of Priority Equity shares outstanding. The Net Assets are equal to the difference between the aggregate value of the assets of the Company and the aggregate value of its liabilities, excluding Priority Equity shares of the Company.

TDB SPLIT CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

3. Management of Risk of Financial Instruments

Amended CICA Handbook – Accounting Section 3862, Financial Instruments–Disclosures (“Section 3862”) requires disclosure about the inputs to fair value measurements, including the classification with a hierarchy that prioritizes the inputs to fair value measurement. The three levels of the fair value hierarchy are:

Level 1 - Unadjusted quoted prices in active markets for identical assets or liabilities;

Level 2 - Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly; and

Level 3 - Inputs that are not based on observable market data.

The following table illustrates the classification of the Company’s financial instruments within the fair value hierarchy as at November 30, 2010 and 2009:

Financial assets at fair value as at November 30, 2010

	Level 1	Level 2	Level 3	Total
Equities	\$19,739,160	-	-	\$19,739,160
Options	(\$17,550)	-	-	(\$17,550)
	<u>\$19,721,610</u>	<u>-</u>	<u>-</u>	<u>\$19,721,610</u>

Financial assets at fair value as at November 30, 2009

	Level 1	Level 2	Level 3	Total
Equities	\$19,241,024	-	-	\$19,241,024
Options	(\$38,500)	-	-	(\$38,500)
	<u>\$19,202,524</u>	<u>-</u>	<u>-</u>	<u>\$19,202,524</u>

The Company’s investment activities expose it to a variety of financial risks: market risk (including price risk, interest rate risk and currency risk), credit risk and liquidity risk.

Any sensitivity analysis presented below may differ from actual results and the difference could be material.

Market Price Risk

All securities investments present a risk of loss of capital.

The market price risk is affected by three main components: price movements, interest rate risk and foreign currency movements.

Price risk

It would be reasonable to expect that the Company’s Portfolio will exhibit market price movements that are reflective and correlated with the market price of TD Bank common stock.

A 10% increase/decrease in the market price of the Portfolio would currently increase/decrease Net Assets of the Company by \$1,972,161 (November 30, 2009-\$1,920,252).

TDB SPLIT CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

Interest rate risk

As at November 30, 2010, the majority of the Company's financial assets and liabilities are non interest bearing and as such are not subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates (consistent with previous year). If a decline in the market price of TD Bank resulted in the Priority Protection Plan being reactivated, the Company would be subject to interest rate risk. The Priority Protection Plan provides that if the Net Asset Value of the Company declines below a specified level, Quadravest will liquidate a portion of TD Bank common shares held by the Company and use the net proceeds to acquire certain fixed income securities. The intent of this strategy is to help preserve capital and provide the Priority Equity shares with full repayment of the original issue price (\$10 per Priority Equity Share).

Currency risk

The Portfolio holding and other Net Assets are denominated in Canadian dollars and therefore there is no currency risk (consistent with previous year).

Other risks**Credit risk**

Credit risk is defined as the risk that a counterparty will be unable to pay amounts in full when due. All of the Company's transactions are in listed securities and options and are settled and paid for using approved brokers. The risk of default is considered minimal as delivery of securities sold is only made once the broker has received payment. Payment is made on purchase once the securities have been received by the broker.

Liquidity risk

Liquidity risk is the risk that the Company may not be able to settle or meet its obligations on time or at a reasonable price. The Company is exposed to liquidity risk primarily through its monthly and annual retractions of Class A shares and Priority Equity shares. The Company receives adequate notice for all redemption requests. The Company's Portfolio is invested in TD Bank which is a highly liquid large capitalization stock that trades on the Toronto Stock Exchange ("TSX") (consistent with previous year). All Class A shares and Priority Equity shares outstanding are redeemable on demand but are scheduled to be redeemed upon termination of the Company on December 1, 2014. All other financial liabilities are payable within three months from the end of the year.

Concentration risk

The Company's only equity holding is concentrated in the common stock of TD Bank and as such will be exposed to the specific factors that affect this stock (consistent with previous year).

TDB SPLIT CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

4. Priority Equity shares

The Company is authorized to issue an unlimited number of Priority Equity shares.

<u>Issued and outstanding</u>	November 30, 2010	November 30, 2009
1,667,260 Priority Equity shares (2009-1,684,460)	<u>16,672,600</u>	<u>\$16,844,600</u>

Priority Equity share transactions

Beginning of year	1,684,460	1,750,000
Redemptions during the year	<u>(17,200)</u>	<u>(65,540)</u>
End of year	<u>1,667,260</u>	<u>1,684,460</u>

Priority Equity shares are entitled to cumulative monthly cash dividends of \$0.04375 per Priority Equity share. All Priority Equity shares outstanding on December 1, 2014 will be redeemed by the Company on that date. The Priority Equity shares have been presented as liabilities in the financial statements.

Priority Equity shares trade under the symbol "XTD.PR.A" on the TSX. Priority Equity shares trading price on the TSX was \$10.01 as at November 30, 2010 (November 30, 2009-\$9.48). Priority Equity shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last day of each month. Shareholders who concurrently retract a Priority Equity share and a Class A share (together, a "unit") in the month of December in each year will be entitled to receive an amount equal to the Net Asset Value per unit calculated on the last day of December. Priority Equity shares retracted in any other month will receive a retraction price based on a discounted specified retraction formula. Under the terms of a Recirculation Agreement, the Company may, but is not obligated to, require the Recirculation Agent to use its best efforts to find purchasers for any Priority Equity shares or Class A shares tendered for retraction.

The Priority Equity shares rank in priority to the Class A shares with respect to the payment of dividends. Priority Equity shares rank in priority to the Class A shares upon termination of the Company.

5. Class A shares and Class B shares**Authorized**

An unlimited number of Class A shares
1,000 Class B shares

<u>Issued and outstanding</u>	November 30, 2010	November 30, 2009
1,667,260 Class A shares (2009-1,684,460)	\$14,861,773	\$15,015,102
1,000 Class B shares	<u>\$1,000</u>	<u>\$1,000</u>
	<u>\$14,862,773</u>	<u>\$15,016,102</u>

Class A share transactions

Beginning of year	1,684,460	1,750,000
Redemptions during the year	<u>(17,200)</u>	<u>(65,540)</u>
End of year	<u>1,667,260</u>	<u>1,684,460</u>

Class A shares were issued at \$10 per share. Class A share distributions are targeted at \$0.05 per month per share. All Class A shares outstanding on December 1, 2014 will be redeemed by the Company on that date. Class A shares trade under the symbol "XTD" on the TSX. Class A shares

TDb SPLIT CORP.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

trading price on the TSX was \$5.44 as at November 30, 2010 (November 30, 2009-\$4.00). Class A shares may be surrendered at any time for retraction at specified retraction amounts, but will be retracted only on the last day of each month. Shareholders who concurrently retract a Class A share and an Priority Equity share (together, a "unit") in the month of December in each year will be entitled to receive an amount equal to the Net Asset Value per unit calculated on the last day of December. Class A shares retracted in any other month will receive a retraction price based on a discounted specified retraction formula. Under the terms of a Recirculation Agreement, the Company may, but is not obligated to, require the Recirculation Agent to use its best efforts to find purchasers for any Priority Equity shares or Class A shares tendered for retraction.

The Priority Equity shares rank in priority to the Class A shares with respect to the payment of dividends. Upon the termination of the Company, Class A shareholders will receive an amount equal to the Net Asset Value per unit less \$10 (the redemption value of the Priority Equity shares).

The holders of Class B shares are not entitled to receive dividends. The Class B shares are retractable at a price of \$1.00 per share. Class B shareholders are entitled to one vote per share. On May 29, 2007, the Company issued \$1,000 Class B shares to TDb Split Corp. Holding Trust, for cash consideration of \$1,000.

The Deficit in the Statement of Financial Position includes contributed surplus of \$658,378 (November 30, 2009-\$549,935) in connection with amounts paid on the retractions of Class A shares. Contributed surplus arises when the amount of the retraction allocated to the Class A shares is less than the average cost of capital per share of the Class A shares.

6. Expenses

The Company is responsible for all expenses incurred in connection with the operation and administration of the Company, including, but not limited to, ongoing custodian, transfer agent, legal and audit expenses.

Pursuant to the administration agreement, Quadravest is entitled to an administration fee payable monthly in arrears at an annual rate of 0.10% of the Net Assets of the Company, which includes the outstanding Priority Equity shares, calculated as at each monthly valuation date and an amount equal to the service fee payable to dealers on the Class A shares at a rate of 0.50% per annum. No service fee will be paid in any calendar quarter if regular dividends are not paid to holders of Class A shares in respect of each month in such calendar quarter.

Pursuant to the terms of the investment management agreement, Quadravest is entitled to a base management fee payable in arrears at an annual rate equal to 0.55% of the Net Asset Value of the Company, which includes the outstanding Priority Equity shares, calculated as at each monthly valuation date.

Total management fees of \$137,302 (November 30, 2009-\$126,254) incurred during the year include the administration fee and base management fee.

The brokerage commissions paid during the year by the Company for its Portfolio transactions were \$3,630 (November 30, 2009-\$22,912).

TDB SPLIT CORP.**NOTES TO FINANCIAL STATEMENTS**FOR THE YEARS ENDED NOVEMBER 30, 2010 AND 2009

7. Distributions

The Company's investment objectives are to provide steady monthly distributions to both the Priority Equity and Class A shareholders while returning the original issue price to each shareholder on the termination date of the Company on December 1, 2014.

Distributions per share were as follows:

	November 30, 2010	November 30, 2009
Priority Equity shares	\$0.525	\$0.525
Class A shares	\$0.45	\$0.15

8. Capital Management

The Company considers its capital to consist of Class A, Class B and Priority Equity shares.

The Company's objectives in managing its capital are:

- i) to provide holders of Priority Equity shares with fixed cumulative preferential monthly cash dividends in an amount of \$0.04375 per Priority Equity share to yield 5.25% per annum on the original issue price and to return the original issue price on December 1, 2014; and
- ii) to provide holders of Class A shares with regular monthly cash distribution targeted to be \$0.05 per Class A share to yield 6.0% on the original issue price and return the original issue price on December 1, 2014.

In order to manage its capital structure, the Company may adjust the amount of dividends paid to shareholders or return capital to shareholders.

9. Income Taxes

The Company is a mutual fund corporation as defined in the Income Tax Act (Canada) (the "Act") and is subject to tax in respect of its net realized capital gains. This tax is refundable in certain circumstances. Also, the Company is generally subject to a tax of 33-1/3% under Part IV of the Act on taxable dividends received in the year. This tax is fully refundable upon payment of sufficient dividends.

The Company is also a financial intermediary corporation as defined in the Act and, as such, is not subject to tax under Part IV.1 of the Act on dividends received nor is it generally liable to tax under Part VI.1 on dividends paid on taxable Priority Equity shares.

Temporary differences between the carrying value of assets and liabilities for accounting and income tax purposes give rise to future income tax assets and liabilities. When the market value of a security in the Company exceeds its cost base, a future income tax liability arises. As capital gains taxes payable by the Company are refundable under the provisions of the Income Tax Act (Canada), the future tax liability is offset by these future refundable taxes. If the cost base exceeds the market value of the security, a future income tax asset is generated. A full valuation allowance is taken to offset this asset given the uncertainty that such future assets will ultimately be realized. Future income tax liabilities or assets are calculated using substantively enacted tax rates expected to apply in the period that the temporary differences are expected to reverse.

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The Company has estimated accumulated non capital losses for tax purposes of \$2,152,866 (November 30, 2009-\$1,501,312) that are available to lower taxable income in future years if required and expire after the scheduled termination date of the Company on December 1, 2014. The Company also has estimated accumulated capital losses for tax purposes of \$5,643,648 (November 30, 2009-\$5,643,648) which may be used to lower future capital gains if required.

10. Harmonized Sales Taxes

Effective July 1, 2010, goods and services tax ("GST") was replaced by the harmonized sales tax ("HST") in certain provinces and is imposed at higher rates than the GST. Since the applicable HST is being paid by the Company, it has resulted in an overall increase in expenses incurred by the Company since the effective date of implementation.

11. Comparative Financial Statements

Certain 2009 comparative figures have been reclassified from statements previously presented to conform to the presentation of the 2010 financial statements.

QUADRAVEST CAPITAL MANAGEMENT INC.

Quadravest Capital Management Inc. was formed in 1997 and is focused on the creation and management of enhanced yield products for retail investors. The investment strategy combines fundamental based equity investing with covered call writing. Guided by four key principles, Quadravest sets attainable investment objectives that allow the team to stay focused on a long-term investment strategy.

The four principles – innovation in financial products, discipline in investment management, solid results for investors, and excellence in client service – form the foundation of Quadravest. Each member of the firm’s tight-knit team is committed to upholding these principles, ensuring a coherence and dedication that is unique to the Company.

Quadravest has raised over \$2.5 billion in initial public offerings.

BOARD OF DIRECTORS

Wayne Finch,
Chairman and
Chief Investment Officer

Laura Johnson,
Managing Director and
Portfolio Manager

Michael W. Sharp
Blake, Cassels & Graydon LLP

Peter Cruickshank,
Managing Director and
Chief Financial Officer

William Thornhill,
President, William C.
Thornhill Consulting Inc.

John Steep
President, S. Factor Consulting Inc.

CORPORATE DETAILS

Auditors

PricewaterhouseCoopers LLP
77 King Street West, P.O. Box 82
Toronto, Ontario M5K 1G8

Transfer Agent

Computershare
100 University Avenue
Toronto, Ontario M5J 2Y1

Legal Counsel

Blake, Cassels & Graydon LLP
Commerce Court West
Toronto, Ontario M5L 1A9

Custodian

RBC Dexia Investor Services Trust
155 Wellington St. West
Toronto, Ontario M5V 3L3



77 King Street West,
P.O. Box 341, Toronto, ON
M5K 1K7

Tel: 416.304.4443

Toll: 877.4QUADRA

or 877.478.2372

Fax: 416.304.4441

info@quadrainvest.com

www.quadrainvest.com