

# The upside return potential of the stock market with principal guarantee

If you're tempted by the higher potential gains of Canadian stocks, but a little worried about the downside risk, consider the Scotiabank Index Powered GIC. With the Scotiabank Index Powered GIC you will benefit from the growth potential of the S&P/TSX60<sup>♦</sup> while enjoying the peace of mind that comes from knowing your principal is always guaranteed.

## Consider this investment if:

- You want a 100% principal guaranteed and CDIC eligible investment
- You are able to invest for a minimum of three years
- You want the potential to enhance your GIC returns
- You are willing to forgo the guaranteed return of a traditional GIC in exchange for the potential to earn a higher return

|                                 | Scotiabank Index Powered GIC                                                                                                                                                 |
|---------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Term</b>                     | 3 Years                                                                                                                                                                      |
| <b>Maximum Potential Return</b> |                                                                                                                                                                              |
| <b>Linked to</b>                | S&P/TSX60 <sup>♦</sup>                                                                                                                                                       |
| <b>Minimum investment</b>       | \$1,000 (Canadian Dollars Only)                                                                                                                                              |
| <b>Principal</b>                | 100% Principal Guaranteed                                                                                                                                                    |
| <b>CDIC eligible</b>            | Yes                                                                                                                                                                          |
| <b>Plan eligibility</b>         | Non-registered, RESP, RRSP, RRIF, TFSA                                                                                                                                       |
| <b>Issuers</b>                  | <ul style="list-style-type: none"> <li>• The Bank of Nova Scotia (BNS)</li> <li>• Montreal Trust Company of Canada (MTCC)</li> <li>• National Trust Company (NTC)</li> </ul> |

## What is the S&P/TSX60<sup>♦</sup>?

The S&P/TSX 60 Index is made up of 60 publicly traded companies in Canada, from a cross-section of major industry categories. Their stock values are tracked daily and reflected in the Index, which provides an indicator of market performance.

# Scotiabank Index Powered GIC

## How does the Scotiabank Index Powered GIC compare with other investments?

|                                        | Scotiabank Index Powered GIC               | Regular GIC              | Scotiabank Equity Powered GIC                           | Direct Market/Stock Investment          |
|----------------------------------------|--------------------------------------------|--------------------------|---------------------------------------------------------|-----------------------------------------|
| <b>Principal 100% guaranteed</b>       | Yes                                        | Yes                      | Yes                                                     | No                                      |
| <b>CDIC eligible</b>                   | Yes                                        | Yes                      | Yes                                                     | No                                      |
| <b>Can be redeemed?</b>                | No                                         | No                       | No                                                      | Varies                                  |
| <b>Offers minimum guaranteed rate?</b> | No                                         | Yes, full rate guarantee | Yes, for Canadian Income and Canadian Guaranteed Return | No                                      |
| <b>Return calculation</b>              | Linked to the performance of the S&P/TSX60 | Fixed interest rate      | Linked to a diversified Basket of Shares                | Determined by performance of investment |

## Can I redeem my Scotiabank Index Powered GIC prior to maturity? Can I transfer it?

No, a Scotiabank Index Powered GIC cannot be redeemed prior to maturity and it is a non-transferable investment.

## Are there any fees associated with a Scotiabank Index Powered GIC?

No, there are no fees.

## What is the process for purchasing a Scotiabank Index Powered GIC?

Please visit your local branch to purchase your Scotiabank Index Powered GIC. You will earn interim interest between the date you purchase a Scotiabank Index Powered GIC and the GIC's issue date, indicated in the Customer Agreement. When your Scotiabank Index Powered GIC is issued, the initial amount you invested, plus any interim interest you've earned, are added together and become the Scotiabank Index Powered GIC principal amount, which is fully guaranteed.

## How is the return calculated?

Your principal earns a potential return based on the percentage increase, if any, of the S&P/TSX 60 Index during the period that starts two business days after its issue date and ends two business days before your GIC's maturity date, up to a specified maximum return. If the closing value of the S&P/TSX 60 Index two business days before your GIC's maturity date, is equal to or less than the closing Index value two business days after your GIC's issue date, your return is 0%. However, your principal is always fully guaranteed and will be repaid at maturity.

## How do I keep track of the value of the Index?

The value of the S&P/TSX 60 Index is available daily from your Scotiabank branch representatives. You can also access the Index value on-line at [www.scotiabank.com](http://www.scotiabank.com). The value of the S&P/TSX 60 Index is also published daily in the business section of most major newspapers.

# Scotiabank Index Powered GIC

## Here are some hypothetical examples

The following examples demonstrate how the return will be calculated and are included for illustration purposes only. The index performance used to illustrate the calculation of the return is hypothetical and is not an estimate or forecast of future index performance or the amount actually payable. The actual index performance will be different from these examples and the difference may be material. We will assume that the Maximum Potential Return in these examples is 10%.

### Example 1: Overall Positive Performance

| Amount Invested | Issue date       | Starting index value (January 27, 2010) | Maturity date    | Final index value (January 23, 2013) | Change in value of the index | Maximum Potential Return | Return linked to the index paid to customer at maturity |
|-----------------|------------------|-----------------------------------------|------------------|--------------------------------------|------------------------------|--------------------------|---------------------------------------------------------|
| \$10,000        | January 25, 2010 | 664.08                                  | January 25, 2013 | 734.74                               | 10.64%                       | 10%                      | 10% or \$1,000                                          |

The difference between Starting and Ending Index Value is 10.64%. This return is greater than the Maximum Potential Return of 10%, therefore at maturity 10% is used to calculate the return. In this example, you would have received your \$10,000 original investment and \$1,000 return for a total of \$11,000 at maturity.

### Example 2: Overall Negative Performance

| Amount Invested | Issue date        | Starting index value (November 18, 2009) | Maturity date     | Final index value (November 14, 2012) | Change in value of the index | Maximum Potential Return | Return linked to the index paid to customer at maturity |
|-----------------|-------------------|------------------------------------------|-------------------|---------------------------------------|------------------------------|--------------------------|---------------------------------------------------------|
| \$10,000        | November 16, 2009 | 693.41                                   | November 16, 2012 | 681.90                                | -1.66%                       | 10%                      | 0% or \$0                                               |

The difference between Starting and Ending Index Value is -1.66%. This return is negative, thus return for this GIC is 0%. In this example you would have received your original \$10,000 investment at maturity.

**To make the Scotiabank Index Powered GIC part of your portfolio, talk to your Scotiabank advisor today.**

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# Customer Agreement for Scotiabank Index Powered GIC (Customer Copy)

This series is available

Purchase Amount: \_\_\_\_\_ Interim Interest Rate Per Annum: \_\_\_\_\_ ☐ The Bank of Nova Scotia  
Purchase Date: \_\_\_\_\_ Maximum Potential Return: \_\_\_\_\_ ☐ Montreal Trust Company of Canada  
Issue Date: \_\_\_\_\_ Term in years: \_\_\_\_\_ ☐ National Trust Company  
Maturity date: \_\_\_\_\_ Plan number: \_\_\_\_\_

**The following is a summary of selected components of the Terms & Conditions, which is also an integral part of the Fact Sheet.**

**The Terms & Conditions explains the following:**

1. **Interim Period:** Between the day you purchase the Scotiabank Index Powered GIC and the issue date, you will earn interest. The "Terms & Conditions" explain how this interim interest is calculated.
2. **Your Principal:** Your Principal ("Principal") is your purchase amount plus any interim interest earned between the purchase date and issue date. The principal is guaranteed and will be paid back to you at maturity. The Principal will include any interim interest earned between the purchase date and the issue date.

**Return:**

3. The potential for you to earn any return on your Scotiabank Index Powered GIC is calculated by measuring the percentage increase, if any, of the S&P/TSX60 Index during the period that starts two business days after the issue date and that ends two business days prior to the maturity date, up to a specified maximum return, the Maximum Potential Return. The maximum return for the term of your Scotiabank Index Powered GIC is not an annual rate or rate of return. There is no guaranteed rate of return, and there is a risk that you will not earn any return.

**Funds transferred to your account**

4. The interim interest rate, purchase date, maximum return for your Scotiabank Index Powered GIC will be based on the date that the funds are received by the issuer, which is not necessarily the date on which you requested the transfer of such funds or deposited your cheque.

**Suitability**

5. A Scotiabank Index Powered GIC is different from a fixed rate investment. Though your principal is always guaranteed, there is a greater level of risk associated with a Scotiabank Index Powered GIC than with a fixed rate investment because it does not provide a fully guaranteed rate of return (with the exception of interim interest earned until its issue date). The Scotiabank Index Powered GIC may not provide any return. Therefore, an investment in a Scotiabank Index Powered GIC is only suitable for investors prepared to assume risks related to the return.

**More Information**

6. Your Scotiabank Index Powered GIC is not redeemable before maturity, except in the event of your death. For more details, please see the Terms & Conditions.
7. Your Scotiabank Index Powered GIC will not be amended, except in cases specified in the Terms & Conditions.
8. After your Scotiabank Index Powered GIC is issued, the following information is available on request (a) the net asset value of your GIC on the date you specify and how that value is related to the return payable under your GIC; or (b) the last available measure before the date you specify of the S&P/TSX60 Index and how that measure is related to the return payable under your GIC. Complete information (including historical information about previously matured Scotiabank Index Powered GIC) is available at [www.scotiabank.com](http://www.scotiabank.com), at any Scotiabank branch or by mail by contacting your branch.
9. The manner in which Scotiabank Index Powered GICs are structured or administered does not place the issuer in a conflict of interest.
10. **Right of Cancellation:** You are entitled to a right of cancellation, which must be exercised within two days after the later of (a) the date on which this agreement to purchase is entered into and (b) the day on which the Fact Sheet is provided to you. Upon cancellation of the purchase of Scotiabank Index Powered GIC, you will be entitled to a refund of the principal invested. To exercise your right of cancellation, you may contact your branch advisor.

# Scotiabank Index Powered GIC

By signing below, you acknowledge that before entering this agreement to purchase your Scotiabank Index Powered GIC in person, you have received a completed copy of this Scotiabank Index Powered GIC Fact Sheet and that we have orally disclosed to you the information in the paragraphs numbered 1 to 10 above prior to or at the time of entering into this agreement. You further acknowledge that you have received and read a copy of the Investment Companion Booklet. You agree to be bound by all of the terms, conditions and other provisions in this Fact Sheet and those terms, conditions and other provisions in the Investment Companion Booklet that relate to your Scotiabank Index Powered GIC.

*Scotiabank Index Powered GICs* are not sponsored, endorsed, sold or promoted by Standard & Poor's ("S&P"), a division of The McGraw-Hill Companies Inc., or The Toronto Stock Exchange ("TSX"). S&P and the TSX make no representation, condition or warranty, expressed or implied, to the owners of *Scotiabank Index Powered GICs* or any member of the public regarding the advisability of investing in securities generally or in *Scotiabank Index Powered GICs* particularly, or regarding the usefulness of the S&P/TSX 60, in assessing or tracking stock market performance. S&P's and the TSX's only relationship to The Bank of Nova Scotia is the licensing (or sublicensing) of certain trade-marks and the trade names of S&P and the TSX and/or of the S&P/TSX 60, which are determined, composed and calculated by S&P without regard to The Bank of Nova Scotia or *Scotiabank Index Powered GICs*. S&P and the TSX have no obligation to take the needs of The Bank of Nova Scotia or the owners of *Scotiabank Index Powered GICs* into consideration in determining, composing or calculating the S&P/TSX 60. S&P and the TSX are not responsible for and have not participated in the determination of the timing of, prices at, or quantities of *Scotiabank Index Powered GICs* to be issued or in the determination or calculation of the equation by which *Scotiabank Index Powered GICs* are to be converted into cash. S&P and the TSX have no obligation or liability in connection with the administration, marketing or issuing of *Scotiabank Index Powered GICs*.

S&P and the TSX do not guarantee the accuracy and/or completeness of the S&P/TSX Indexes, or any data included therein, and S&P and the TSX shall have no liability for any errors, omissions or interruptions therein. S&P and the TSX make no warranty, condition or representation express or implied, as to results to be obtained by The Bank of Nova Scotia, owners of *Scotiabank Index Powered GICs*, or any other person or entity from the use of the S&P/TSX Indexes (or any data included therein). S&P and the TSX make no express or implied warranties, representations, or conditions and expressly disclaim all warranties or conditions of merchantability, merchantable quality or fitness for a particular purpose or use and any express or implied warranty or condition with respect to the S&P/TSX Indexes or any data therein. Without limiting any of the foregoing, in no event shall S&P or the TSX have any liability for any special, punitive, indirect, or consequential damages (including lost profits), even if notified of the possibility of such damages.

|                         |                              |
|-------------------------|------------------------------|
| Customer Name(s): _____ | Customer Signature(s): _____ |
| Branch Signature: _____ | Date: _____                  |

# Customer Agreement for Scotiabank Index Powered GIC (Branch Copy)

This series is available

Purchase Amount: \_\_\_\_\_ Interim Interest Rate Per Annum: \_\_\_\_\_ ☐ The Bank of Nova Scotia  
Purchase Date: \_\_\_\_\_ Maximum Potential Return: \_\_\_\_\_ ☐ Montreal Trust Company of Canada  
Issue Date: \_\_\_\_\_ Term in years: \_\_\_\_\_ ☐ National Trust Company  
Maturity date: \_\_\_\_\_ Plan number: \_\_\_\_\_

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2. **Your Principal:** Your Principal ("Principal") is your purchase amount plus any interim interest earned between the purchase date and issue date. The principal is guaranteed and will be paid back to you at maturity. The Principal will include any interim interest earned between the purchase date and the issue date.

**Return:**

3. The potential for you to earn any return on your Scotiabank Index Powered GIC is calculated by measuring the percentage increase, if any, of the S&P/TSX60 Index during the period that starts two business days after the issue date and that ends two business days prior to the maturity date, up to a specified maximum return, the Maximum Potential Return. The maximum return for the term of your Scotiabank Index Powered GIC is not an annual rate or rate of return. There is no guaranteed rate of return, and there is a risk that you will not earn any return.

**Funds transferred to your account**

4. The interim interest rate, purchase date, maximum return for your Scotiabank Index Powered GIC will be based on the date that the funds are received by the issuer, which is not necessarily the date on which you requested the transfer of such funds or deposited your cheque.

**Suitability**

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**More Information**

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8. After your Scotiabank Index Powered GIC is issued, the following information is available on request (a) the net asset value of your GIC on the date you specify and how that value is related to the return payable under your GIC; or (b) the last available measure before the date you specify of the S&P/TSX60 Index and how that measure is related to the return payable under your GIC. Complete information (including historical information about previously matured Scotiabank Index Powered GIC) is available at [www.scotiabank.com](http://www.scotiabank.com), at any Scotiabank branch or by mail by contacting your branch.
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# Scotiabank Index Powered GIC

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*Scotiabank Index Powered GICs* are not sponsored, endorsed, sold or promoted by Standard & Poor's ("S&P"), a division of The McGraw-Hill Companies Inc., or The Toronto Stock Exchange ("TSX"). S&P and the TSX make no representation, condition or warranty, expressed or implied, to the owners of *Scotiabank Index Powered GICs* or any member of the public regarding the advisability of investing in securities generally or in *Scotiabank Index Powered GICs* particularly, or regarding the usefulness of the S&P/TSX 60, in assessing or tracking stock market performance. S&P's and the TSX's only relationship to The Bank of Nova Scotia is the licensing (or sublicensing) of certain trade-marks and the trade names of S&P and the TSX and/or of the S&P/TSX 60, which are determined, composed and calculated by S&P without regard to The Bank of Nova Scotia or *Scotiabank Index Powered GICs*. S&P and the TSX have no obligation to take the needs of The Bank of Nova Scotia or the owners of *Scotiabank Index Powered GICs* into consideration in determining, composing or calculating the S&P/TSX 60. S&P and the TSX are not responsible for and have not participated in the determination of the timing of, prices at, or quantities of *Scotiabank Index Powered GICs* to be issued or in the determination or calculation of the equation by which *Scotiabank Index Powered GICs* are to be converted into cash. S&P and the TSX have no obligation or liability in connection with the administration, marketing or issuing of *Scotiabank Index Powered GICs*.

S&P and the TSX do not guarantee the accuracy and/or completeness of the S&P/TSX Indexes, or any data included therein, and S&P and the TSX shall have no liability for any errors, omissions or interruptions therein. S&P and the TSX make no warranty, condition or representation express or implied, as to results to be obtained by The Bank of Nova Scotia, owners of *Scotiabank Index Powered GICs*, or any other person or entity from the use of the S&P/TSX Indexes (or any data included therein). S&P and the TSX make no express or implied warranties, representations, or conditions and expressly disclaim all warranties or conditions of merchantability, merchantable quality or fitness for a particular purpose or use and any express or implied warranty or condition with respect to the S&P/TSX Indexes or any data therein. Without limiting any of the foregoing, in no event shall S&P or the TSX have any liability for any special, punitive, indirect, or consequential damages (including lost profits), even if notified of the possibility of such damages.

|                         |                              |
|-------------------------|------------------------------|
| Customer Name(s): _____ | Customer Signature(s): _____ |
| Branch Signature: _____ | Date: _____                  |

# TERMS & CONDITIONS

## The Scotiabank Equity Powered GIC.

The Scotiabank Index Powered GIC or ("GIC") is a non-redeemable, non-transferable guaranteed investment certificate whose rate of return, if any, is based on the performance of the S&P/TSX60 Index to a specified maximum. The Scotiabank Index Powered GIC is available as both a non-registered and registered deposit, subject to the terms of the particular plan. You should read the following summary and the detailed description of features contained in this Fact Sheet.

## Definitions

The Bank of Nova Scotia, Montreal Trust Company of Canada and National Trust Company are each referred to as the "Issuer."

"**Scotiabank**" means, collectively, The Bank of Nova Scotia and any of its affiliates.

"**You**", "**Your**" and "**Investor**" means the purchaser of the Scotiabank Index Powered GICs.

**Maturity Date** means the date on which the term for your Scotiabank Index Powered GIC ends, as specified on your Customer Agreement.

**Principal** means your purchase amount plus any interim interest you earn between the purchase date and issue date of your Scotiabank Index Powered GIC as specified in your Customer Agreement.

**Interim Interest Rate** means the regular 3 year non-redeemable GIC posted rate as set out in your Customer Agreement.

## General Terms

**Right of Cancellation:** You are entitled to a right of cancellation, which must be exercised within two days after the later of (a) the date on which this agreement to purchase is entered into and (b) the day on which the Fact Sheet is provided to you. Upon cancellation of the purchase of Scotiabank Index Powered GICs, you will be entitled to a refund of the principal invested. To exercise your right of cancellation, you may contact your branch advisor.

**Redemption Restrictions:** The term of your Scotiabank Index Powered GIC is stated on the Customer Agreement. Your Scotiabank Index Powered GIC is not redeemable before maturity, except in the event of your death. In that circumstance, your Scotiabank Index Powered GIC purchase amount will be paid together with interest calculated from your GIC purchase date to its redemption date at the regular 3 year non-redeemable GIC posted rate (see Customer Agreement).

**Currency:** All amounts will be deposited, calculated and are payable in Canadian dollars.

**Restrictions on Sale:** Your Scotiabank Index Powered GIC is only available for sale within Canada to Canadian residents.

## Calculation of your rate of return.

Your principal earns a potential return based on the percentage increase, if any, of the S&P/TSX60 Index during the period that starts two business days after your GIC issue date and that ends two business days prior to maturity date, up to a specified maximum return. Principal (the amount you initially invest) and any return earned will be paid at maturity. If the closing value of the S&P/TSX60 Index two business days prior to your GIC maturity date is equal to or less than the closing value of the S&P/TSX60 Index two business days after your GIC issue date, your return will be 0%.

## Your risks.

You must be aware of, and carefully consider, the following:

**Suitability.** Before purchasing a Scotiabank Index Powered GIC you should consider its suitability in relation to your investment objectives.

**Rate of return.** The return payable, if any, is based on the performance of the S&P/TSX60 Index. Stock market indices have, in the past, experienced significant movements and it is impossible to know their future direction. The Scotiabank Index Powered GIC will not yield any return if the closing index value of the S&P/TSX60 Index two business days prior to the GIC maturity date is less than or equal to the closing index value of the S&P/TSX60 Index two business days after the GIC issue date. Since your Principal is unconditionally guaranteed, you would receive only those amounts in this event. There is no guaranteed rate of return.

**Risks related to market indices.** All stock market indices have, in the past, experienced significant movements and it is impossible to know their future direction. Should the S&P/TSX60 Index cease calculation or publication for any reason, the Issuer may determine the rate of return, if any, on your Scotiabank Index Powered GIC as it deems appropriate, and in the course of such determination may consult with independent calculation.

**Extraordinary events.** There is always the possibility of a market disruption or other event beyond the reasonable control of the Issuer which may have a materially adverse effect on the Issuer's ability to calculate a rate of return on the Scotiabank Index Powered GIC, to manage the related risk, or otherwise perform its obligations. Should such an event occur, the Issuer may, acting reasonably, take such actions as it deems appropriate including, without limitation, adjusting or delaying calculation or payment of any return on the Scotiabank Index Powered GIC.

**Credit risk.** Because the obligation to make payments to investors is an obligation of Scotiabank, the likelihood that such investors will receive the payments owing to them in connection with the GICs will be dependent upon the financial health and creditworthiness of Scotiabank.

**Changes in legislation.** There can be no assurance that income tax, securities and other laws will not be amended or changed in a manner which adversely affects investors.

**Economic and regulatory issues.** Changes in economic conditions, including, for example, interest rates, inflation rates, commodity prices, industry conditions, competition, technological developments, political and diplomatic events and trends, war, tax laws and innumerable other factors, can affect substantially and adversely the closing prices of the Shares. None of these conditions are within the control of Scotiabank. The GICs are not subject to Canadian securities laws. Accordingly, investors do not have the same rights of action that a prospectus would provide. No securities commission or similar authority has in any way passed upon the merits of investing in the Scotiabank Index Powered GICs or any of the information that is being delivered to you.

## Tax considerations.

The following summarizes the principal Canadian federal income tax considerations generally applicable to an individual (other than a trust) who, for the purposes of the Income Tax Act (Canada) (the "Act"), deals at arm's length with the Issuer and holds a Scotiabank Index Powered GIC to maturity outside (an "investor"). This summary is based on the Act and the regulations made thereunder ("Regulations") as in force on the date of these Terms and Conditions, all specific proposals to amend the Act or Regulations publicly announced by the Minister of Finance prior to the date of these Terms and Conditions ("Tax Proposals") and the current administrative practices and policies of the Canada Revenue Agency. No assurance can be given that the Tax Proposals will be enacted as proposed or at all. This summary does not, except for the Tax Proposals, take into account or anticipate any changes in law or in the administrative practices and policies of the Canada Revenue Agency. Provincial, territorial and foreign income tax considerations are not addressed in this summary.

This summary is of a general nature only and is not intended to be legal or tax advice to any particular investor. No representation with respect to Canadian federal income tax considerations to any particular investor is made herein. You should consult your own tax advisor with respect to your particular circumstances.

This summary is generally applicable to an investor who, at all relevant times, for the purposes of the Act, is or is deemed to be, resident in Canada and holds a Scotiabank Index Powered GIC as capital property.

**When returns are to be included in income.** In general, the interest accrual rules under the Act and Regulations should not apply in respect of the holding of a Scotiabank Index Powered GIC, you should not be required to include in income for any year that ends prior to the determination of the closing index value two days prior to the maturity date, any imputed yield in respect of your Scotiabank Index Powered GIC. In general, any positive return, on a Scotiabank Index Powered GIC, will be included in your income in the year it is received or becomes receivable (depending on the method regularly followed by you in computing income) except to the extent that it was included in your income for a previous year.

Interest that accrued on your purchase amount between the purchase date and the issue date (interim interest) will be included in your income in the year in which your Scotiabank Index Powered GIC is issued.

**Information regarding registered plans.** A Scotiabank Index Powered GIC, if issued on the date of these Terms and Conditions, would be a qualified investment for trusts governed by registered retirement savings plans, registered retirement income funds, registered education savings plans, deferred profit sharing plans (other than a deferred profit sharing plan to which payments are made by the Issuer, Scotiabank or a corporation or partnership with which the Issuer or Scotiabank does not deal at arm's length within the meaning of the Act) and tax-free savings accounts (collectively, "Registered Plans") and may be held in such plans subject to the terms of the particular Registered Plan.