

**ANNUAL
MEETING**
OF SHAREHOLDERS

2023

**ASSEMBLÉE
ANNUELLE**
DES ACTIONNAIRES

Address to Shareholders

by Scott Thomson, President and CEO

April 4, 2023
(Check against delivery)

Scotiabank



SCOTT THOMSON

President and
Chief Executive Officer, Scotiabank

Good morning.

Thank you, Aaron, for that kind introduction.

And welcome to Scotiabank's 191st annual meeting of shareholders.

This meeting is particularly meaningful to me, as it is my first as President and CEO of the Bank.

I would like to recognize the warm welcome that I have received from colleagues, partners, customers, and shareholders since taking on this role.

I would also like to acknowledge the events that have taken place over the past month impacting the global banking sector.

We can all feel confident that the Canadian Banking system is widely recognized for its lending and risk management practices, diligent government oversight, and prudent regulation.

Scotiabank's financial position remains strong, and the Bank is highly diversified by geography, business segments, sectoral exposure and sources of funding.

Thank you to our shareholders for your continued trust in the Bank and in our leadership team during this time.

Trust is at the core of our business.

It sets the terms for how we engage with our stakeholders, and it is central to our purpose—to build a bank that is here for every future: for the futures of our customers, our employees, the communities in which we live and work, and you, our shareholders.

Our leadership team and I are working hard to create long-term value and improve returns for our shareholders, now and into the future.

I know that we have not delivered the level of total shareholder return that you should expect of us, and we've launched an enterprise-wide strategic refresh to ensure that we are delivering profitable and sustainable growth.

Looking across the entire bank, we are focusing on key aspects of our business, including purposefully allocating capital, and improving business mix and profitability, while meeting our customers' full suite of needs and prioritizing those areas where we can build solid, long-lasting, and mutually beneficial relationships.

At the core of our strategic refresh is a deepening of our focus on our customers—millions of whom rely on us to help them plan for their future each and every day.

Whether that's paying for tuition, purchasing their first home, growing their wealth, or raising capital.

Tens of millions more are looking for the right bank to support them in growing their business or achieving their financial goals.

We are only successful as a company in so far as our customers trust our institution, see the value in what we offer, and want to do business with us.

In the months since I started as CEO, I have spent time travelling in Canada and across our Americas footprint, meeting our teams across the Bank and witnessing first-hand the innovative work and best-in-class customer service that we are providing.

Our people are the lifeblood of our organization.

I am energized by the passion that I have seen from our team of 90,000 Scotiabankers, who bring their best selves to work each and every day to deliver for all of our stakeholders.

I have also spent a lot of time with my leadership team, and their leadership teams, to understand how we can work together to adopt a more customer-focused orientation.

An orientation that ensures we are delivering value for the whole customer and meeting them every step of the way along their journey, with the right products and advice to help them succeed.

We have a great foundation in place to build upon, and as a leadership team we recognize the immense opportunity in front of us.

Across the bank, we are already seizing opportunities to drive more value for our customers.

To share a few examples:

In Canada last year, the launch and expansion of Scene+ merged our long-standing Scotia Rewards loyalty program with the Scene program.

We introduced new segments and partners such as Empire Brands' suite of grocery, gas, and pharmacy retailers, which includes household names like Sobeys, Safeway, Foodland, and FreshCo.

This program has revolutionized the loyalty landscape in Canada, helping us to build a deeper and more meaningful relationship with our existing customers, and create a stronger value proposition for new and prospective customers.

I am proud to share that we have now completed our national rollout with Empire, having introduced the program in Quebec last month, including in IGA stores.

And this summer, Home Hardware—another iconic Canadian brand—will be joining Scene+.

This will add further value for the millions of members that enjoy the program today, by allowing them to earn and redeem points at more than 1,000 home improvement stores across the country.

Similarly, our Advice+ program is providing our customers with deeper insights on their spending patterns.

It is helping them find opportunities to save or invest, and connecting them with the right suite of products and services that can assist them in reaching their financial goals.

For our Wealth Management clients in Canada, customer satisfaction scores continue to be significantly higher among clients who receive our Total Wealth approach.

Total Wealth brings together investment, private banking, estate and trust, and planning capabilities in a team-based approach, to deliver comprehensive solutions for clients.

It is a key differentiator for us in the domestic marketplace.

We have now introduced Total Wealth in Chile, Peru, and Mexico, and we are seeing strong engagement from advisors and clients in those countries.

Across our business, we are also working hard to grow our presence in both Quebec and British Columbia, where we are underpenetrated, and have seen both good progress and continued opportunity.

And throughout the Bank, we are seeking out opportunities to break down silos in order to bring the whole bank to our customers.

In our international markets for example, our retail bank is continuing to share opportunities with our wealth management and capital markets teams.

This helps to ensure that our customers—whose needs often bridge more than one line of business—are receiving holistic service and are able to access our full suite of products to meet their needs now and into the future.

We are also the only one of our Canadian peers with this level of connectivity, from Canada through the US and into Mexico.

This is a clear differentiator for us.

Our Mexican business is one of the top five banks in terms of market share.

We have scale, with an enormous opportunity for continued growth.

Our strong presence in Mexico allows us to serve clients from across our lines of business that are operating throughout one of the world's largest free trade zones.

One that covers some 500 million people and accounts for approximately \$27 trillion in GDP.

Mexico and Canada are both deeply integrated into the US economy, where we already have a significant presence as one of the top 10 foreign banks by assets.

The US represents the largest export market by far for both Mexico and Canada, accounting for about a quarter of all US trade.

More than 75% of each country's exports go to the US, with approximately \$800 billion in trade flowing between both Canada and the US, and Mexico and the US.

The trading and commercial opportunities within the Canada-US-Mexico Agreement are enormous, and our footprint helps to enable our customers to seize those opportunities, by taking advantage of connectivity that is unique to Scotiabank.

This is even more relevant as an evolving geopolitical environment continues to drive increased focus on nearshoring opportunities in Mexico.

I see more potential for commercial banking to take advantage of these trade flows and grow our Mexican platform.

I see continued potential for our us to tap into this connectivity and grow our Wealth presence in Mexico.

And in wholesale banking, we know that there is strong opportunity to strengthen our platform when it comes to ancillary services across the Americas.

Further strengthening this connectivity will be a focus for us, as we strive to provide our customers with a more holistic offering.

We have also made, and will continue to make, progress in building and leveraging digital tools that help our customers succeed.

We benefit from our international platform, as we have taken learnings and best-practices developed in one jurisdiction, and applied them globally.

For our retail customers in Canada, last year we rolled out Scotia Smart Money.

This set of features in the Scotiabank mobile app gives our customers personalized insights, advice, and more control over their money.

We also launched the next generation of our iTRADE mobile app in Canada.

The new app allows clients to trade with greater ease, accessibility, and stability, and is backed by a powerful engine and a more intuitive interface.

And internationally, last year we launched ScotiaZero, which is the first chequing account in Chile with a fully digital onboarding process.

For our digital leadership in that country, Scotiabank Chile was recently recognized by LatinFinance as the Digital Bank of the Year in Latin America and the Caribbean.

We will continue to invest in the right tools and support to help our customers succeed, for whatever their futures may hold.

It is our purpose—for every future—that also drives us to be an advocate and act on issues of importance to communities across Canada and our global footprint.

ScotiaRISE is our 10-year, \$500 million community investment commitment to build economic resilience among disadvantaged individuals, families, and communities.

We invest in programs that help recipients adapt to change, overcome barriers, and fully participate in the economy.

In 2022, ScotiaRISE supported more than 200 community partners with \$34 million in community investments across our global footprint.

Our investments provided help through more than 400,000 critical moments in time.

These are moments where an individual or a group received support, training, or resources as a result of our contribution.

We are very proud that Scotiabank received *The Banker* magazine's Banking in the Community Award last year, which is a global award recognizing our impact.

Our employees continue working hard to give back to our communities, raising a record \$12 million last year through our annual employee giving campaign in Canada.

In a year marked by macroeconomic challenges and uncertainty, this represented our best year yet, with an impressive 11% percent increase in contributions year-over-year.

35,000 employees globally also logged more than 86,000 volunteer hours in their local communities throughout 2022.

At the same time, we continue to invest in becoming stronger allies to support a culture of inclusion and belonging.

We held our second annual Allyship Summit earlier this year, reinforcing our vision to be the employer of choice for diverse talent.

We strive to provide employees with an environment where everyone can belong and thrive, and bring their whole selves to work.

We aim to offer our customers and partners a bank experience that is free from bias, ensuring that our practices support and reflect the diverse communities and cultures we serve.

This includes through our Scotiabank Women Initiative.

The program continues to grow and provide access to capital, specialized education, advisory services, and mentorship to more women across the Americas, as we help them to succeed in business, in their careers, and in managing their wealth.

Last year we increased our commitment to deploy capital to women-owned and women-led businesses in Canada to \$10 billion and have deployed nearly \$6 billion to date.

The program also expanded internationally for the first time, with plans to expand across most of our footprint by 2025.

We are also advancing in our commitments to build a more sustainable planet.

We continue to play a role in the transition to net-zero, and we are also making important progress on our own decarbonization goals.

This includes securing 100% of our electricity from non-emitting sources in Canada by 2025—which we are well on our way to achieving, having secured 83% in 2022—and for our global operations by 2030.

To date, we have mobilized over \$100 billion in sustainable financing towards our goal of \$350 billion by 2030.

It is certainly a pivotal time to be at Scotiabank, and we have an exciting road ahead as we work hard to drive this bank to new heights.

I would like to sum up by reiterating three key points:

First, we can do better for our shareholders, and through our strategic refresh, we are taking important steps to improve the returns we deliver.

Second, we are shifting towards a stronger customer orientation, and bringing our entire enterprise in service of deepening our relationships with our customers.

And finally, we have a differentiated model with opportunities for further scale, and we will prioritize investing in those business lines and initiatives that can deliver sustainable, profitable growth for the long-term.

I would like to once again thank our employees, our Board, and all of our partners for their support and their enthusiasm.

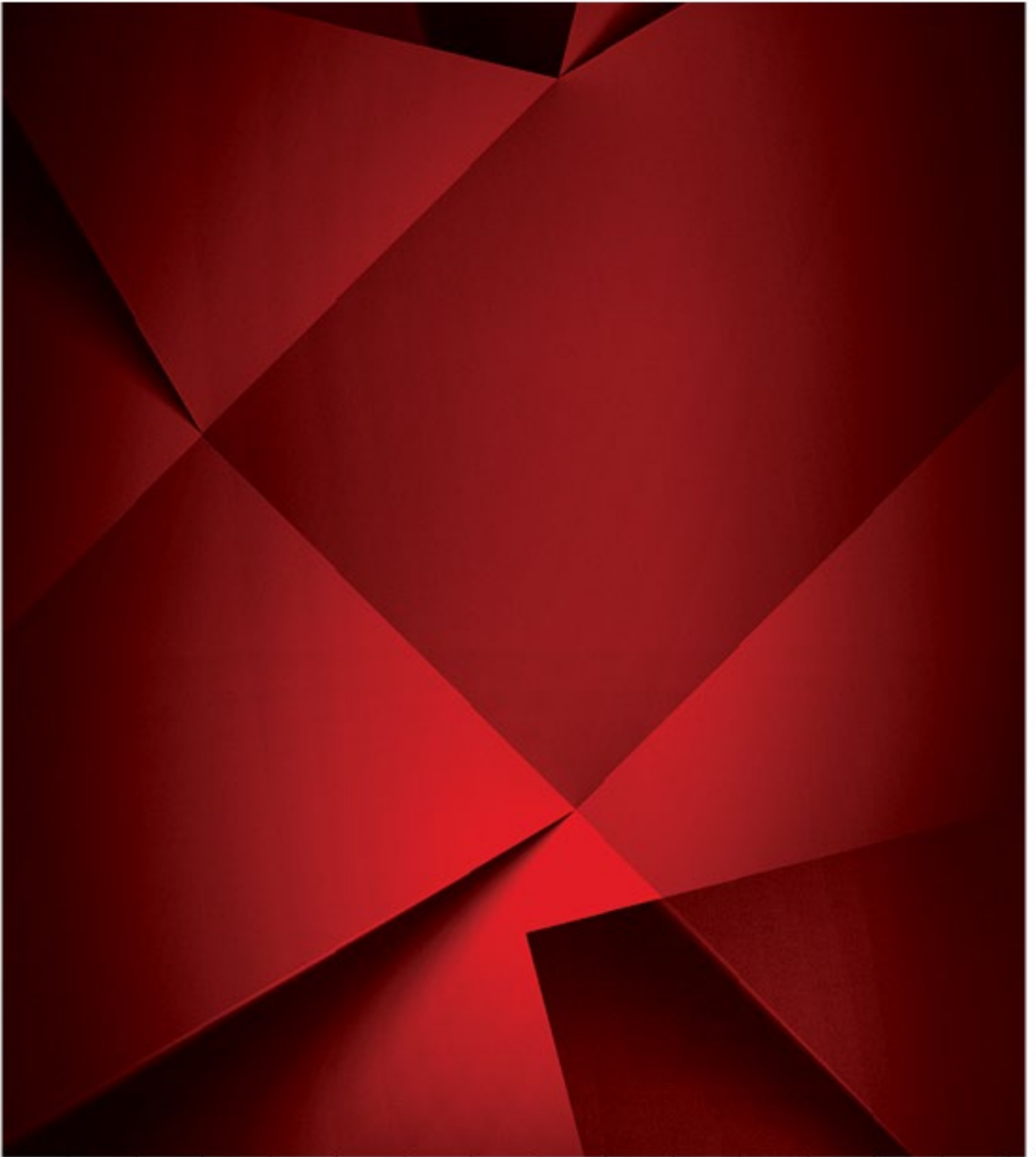
I would like to thank our customers for their ongoing business.

And I would like to thank you—our shareholders—for your continued engagement.

I know that I speak on behalf of all Scotiabankers when I say that I am optimistic about the future, and what all of us will build—together.

Thank you.

A handwritten signature in black ink, appearing to read "Brett". The signature is stylized and cursive, with a large initial letter 'B' and a long horizontal stroke extending to the right.



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