

**THIRD SUPPLEMENT DATED 29 SEPTEMBER 2022 TO THE PROSPECTUS
DATED 30 JUNE 2022, AS SUPPLEMENTED BY THE FIRST SUPPLEMENT DATED
26 JULY 2022 AND THE SECOND SUPPLEMENT DATED 23 AUGUST 2022**

Scotiabank[®]

THE BANK OF NOVA SCOTIA

(a Canadian chartered Bank)

U.S.\$30,000,000,000

Euro Medium Term Note Programme

Due from 1 month to 99 years from the date of original issue

The Bank of Nova Scotia (the “**Issuer**” or the “**Bank**”) issued a prospectus dated 30 June 2022 (as supplemented by the first supplement to such prospectus dated 26 July 2022 and the second supplement to such prospectus dated 23 August 2022) (such prospectus as supplemented, the “**Prospectus**”) which is a base prospectus for the purposes of Article 8 of the UK Prospectus Regulation (as defined below) in respect of notes to be admitted to the Official List of the Financial Conduct Authority and admitted to trading on the Main Market of the London Stock Exchange plc and Admission Particulars in respect of notes to be admitted to trading on the International Securities Market of the London Stock Exchange plc. This third supplement (the “**Third Supplement**”) constitutes a supplement in respect of the Prospectus for the purposes of Article 23 of the UK Prospectus Regulation and supplementary admission particulars in respect of the Admission Particulars for the purposes of the ISM Rulebook, and is prepared in connection with the U.S.\$30,000,000,000 Euro Medium Term Note Programme established by the Issuer (the “**Programme**”). When used in this Third Supplement, “**UK Prospectus Regulation**” means Regulation (EU) 2017/1129 as it forms part of UK domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended.

Terms defined in the Prospectus have the same meaning when used in this Third Supplement. This Third Supplement is supplemental to, and shall be read in conjunction with, the Prospectus and any other supplements to the Prospectus issued by the Issuer from time to time.

The Issuer accepts responsibility for the information contained in this Third Supplement. To the best of the knowledge of the Issuer, the information contained in this Third Supplement is in accordance with the facts and this Third Supplement makes no omission likely to affect its import.

1. Purpose of the Third Supplement

The purpose of this Third Supplement is to incorporate by reference the Bank’s press release dated 26 September 2022 relating to the retirement of Brian J. Porter as the Bank’s President and Chief Executive Officer with effect from 31 January 2023 and the appointment of Scott Thomson as the Bank’s Chief Executive Officer with effect from 1 February 2023 (the “**Press Release**”).

2. Document Incorporated by Reference

A copy of the Bank's Press Release has been filed with the Financial Conduct Authority and, by virtue of this Third Supplement is incorporated in, and forms part of, the Prospectus for the purposes of Article 8 of the UK Prospectus Regulation.

The Bank's press release announcing the change is available at the following link:

<https://www.scotiabank.com/corporate/en/home/media-centre/media-centre/news-release.html?id=3915&language=en>

To the extent that any document or information incorporated by reference in this Third Supplement itself incorporates any other documents or information by reference therein, either expressly or implicitly, such other documents or information will not form part of this Prospectus for the purposes of the UK Prospectus Regulation or the ISM Rulebook, except where such other documents or information are specifically incorporated by reference into or attached to this Third Supplement.

3. General Information

To the extent that there is any inconsistency between (a) any statement in this Third Supplement or any statement incorporated by reference into the Prospectus by way of this Third Supplement and (b) any other statement in, or incorporated by reference in, the Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Third Supplement and the Press Release incorporated by reference in the Prospectus by virtue of this Third Supplement, no significant new factor, material mistake or inaccuracy relating to the information included in the Prospectus which is capable of affecting the assessment of Notes issued under the Programme has arisen or been noted, as the case may be, since the approval by the FCA of the second supplement dated 23 August 2022.

Copies of this Third Supplement, the Prospectus and the document or information incorporated by reference in this Third Supplement and the Prospectus can be obtained on written request and without charge from (i) the principal executive offices of the Bank from the Executive Vice-President and General Counsel, The Bank of Nova Scotia, Scotia Plaza, 44 King Street West, Toronto, Ontario M5H 1H1, Canada, Telephone: +1 (416) 866-3672; (ii) may also be viewed free of charge on the website of the Issuer at <https://www.scotiabank.com/ca/en/about/investors-shareholders/funding-programs/euro-medium-term-notes.html>; (iii) on the website of the Regulatory News Service operated by the London Stock Exchange plc at <https://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> under the name of the Issuer; and (iv) will be available free of charge from the specified office of each Paying Agent set out at the end of the Prospectus.