

NO PROSPECTUS IS REQUIRED IN ACCORDANCE WITH DIRECTIVE 2003/71/EC (AS AMENDED) FOR THE ISSUE OF NOTES DESCRIBED BELOW AND THE TERMS OF SUCH NOTES ARE SET OUT IN A PRICING SUPPLEMENT THAT IS EXEMPT FROM THE REQUIREMENTS OF DIRECTIVE 2003/71/EC (AS AMENDED). THE UK LISTING AUTHORITY HAS NEITHER APPROVED NOR REVIEWED THIS PRICING SUPPLEMENT.

MIFID II PRODUCT GOVERNANCE / TARGET MARKET – Solely for the purposes of each manufacturer’s product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, “**MiFID II**”); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a “**distributor**”) should take into consideration the manufacturers’ target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers’ target market assessment) and determining appropriate distribution channels.

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (“**EEA**”). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, “**MiFID II**”); or (ii) a customer within the meaning of Directive 2002/92/EC, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Directive. Consequently no key information document required by Regulation (EU) No 1286/2014 (as amended, the “**PRIIPs Regulation**”) for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

Pricing Supplement dated February 8, 2019

The Bank of Nova Scotia
LEI: L319ZG2KFGXZ61BMYR72

Issue of USD 50,000,000 3.560% Fixed Rate Notes due February 2029 (Bail-inable note)
under the U.S.\$20,000,000,000
Euro Medium Term Note Programme

PART A – CONTRACTUAL TERMS

Any person making or intending to make an offer of the Notes may only do so in circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or to supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer.

This document constitutes the Pricing Supplement for the Notes described herein. This document must be read in conjunction with the prospectus dated July 6, 2018 as supplemented by the supplements dated July 20, 2018, August 29, 2018 and November 28, 2018 (the **Prospectus**). Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Prospectus as so supplemented. The Prospectus and the supplemental prospectuses are available for viewing during normal office hours at the office of the Fiscal Agent, Registrar and Transfer Agent and copies may be obtained from the principal office of the Issuer and may also be viewed on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> under the name of the Issuer .

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the “Conditions”) set forth in the Prospectus.

INVESTORS SHOULD REFER TO THE SECTION HEADED “RISK FACTORS” IN THE PROSPECTUS FOR A DISCUSSION OF CERTAIN MATTERS THAT SHOULD BE CONSIDERED WHEN MAKING A DECISION TO INVEST IN THE NOTES.

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| 1. | (i) | Issuer: | The Bank of Nova Scotia |
| | (ii) | Branch of Account: | Head Office, Toronto |
| | (iii) | Guarantor: | Not Applicable |
| 2. | (i) | Series Number: | 356 |
| | (ii) | Tranche Number: | 1 |
| 3. | | Specified Currency or Currencies: | United States Dollars (“USD”) |
| 4. | | Aggregate Principal Amount: | USD 50,000,000 |
| 5. | | Issue Price: | 100 per cent. of the Aggregate Principal Amount |
| | (i) | Specified Denomination(s): | USD 2,000 and integral multiples of USD 1,000 in excess thereof up to and including USD199,000. No Securities in definitive form will be issued with a denomination above USD199,000. |
| | (ii) | Calculation Amount: | USD 1,000 |
| 6. | (i) | Issue Date: | February 15, 2019 |
| | (ii) | Interest Commencement Date: | Issue Date |
| 7. | | Maturity Date: | February 15, 2029, subject to adjustment for payment purposes only in accordance with the Following Business Day Convention |
| 8. | | Interest Basis: | 3.560% per annum. Fixed Rate |
| 9. | | Redemption/Payment Basis: | Redemption at par |
| 10. | | Change of Interest or Redemption/Payment Basis: | Not Applicable |
| 11. | | Put/Call Options: | Not applicable |
| 12. | | Status of the Notes: | Senior Notes |
| 13. | | Bail-inable Notes: | Yes |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 14. | Fixed Rate Note Provisions: | Applicable |
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(i)	Interest Rate:	3.560 per cent. per annum payable in arrears
(ii)	Interest Payment Date(s):	February 15 and August 15 in each year commencing on August 15, 2019 up to and including the Maturity Date subject to adjustment for calculation of interest and for payment purposes in accordance with the Business Day Convention set out in paragraph (iii) below
(iii)	Business Day Convention:	Following Business Day Convention
(iv)	Business Centre(s):	Tokyo, London, New York, and Toronto
(v)	Fixed Coupon Amount:	USD 17.8 per Calculation Amount payable on each Interest Payment Date
(vi)	Broken Amount(s):	Not Applicable
(vii)	Day Count Fraction:	30/360 unadjusted
(viii)	Calculation Agent:	The Bank of Nova Scotia, London Branch
(ix)	Other terms relating to the method of calculating interest for Fixed Rate Notes which are Exempt Notes:	None
15.	Floating Rate Note Provisions	Not Applicable
16.	Zero Coupon/High Interest/Low Interest Note Provisions	Not Applicable
17.	Other terms or special conditions relating to the determination of interest:	Not Applicable
PROVISIONS RELATING TO REDEMPTION		
18.	Issuer Option (Call)	Not Applicable
19.	Noteholder Option (Put)	Not Applicable
20.	Bail-inable Notes - TLAC Disqualification Event Call:	Not Applicable
21.	Final Redemption Amount of each Note	USD 1,000 per Calculation Amount
22.	Early Redemption Amount	
	Early Redemption Amount(s) of each Note payable on redemption for taxation reasons, or on event of default :	USD 1,000 per Calculation Amount

23.

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24.	Form of Notes:	Bearer Notes: Temporary Bearer Global Note exchangeable for a Permanent Bearer Global Note which is exchangeable for definitive Notes in the limited circumstances specified in the Permanent Bearer Global Note
25.	New Global Note (in respect of Bearer Notes) or New Safekeeping Structure (in the case of Registered Notes):	Yes
26.	Financial Centre(s) or other special provisions relating to Payment Dates: (Condition 6(h))	Tokyo, London, New York, and Toronto
27.	Talons for future Coupons or Receipts to be attached to definitive Notes (and dates on which such Talons mature):	No
28.	Unmatured Coupons to become void on early redemption:	Yes
29.	Details relating to Instalment Notes: Instalment Amount, Instalment Date, Maximum Instalment Amount, Minimum Instalment Amount:	Not Applicable
30.	Redenomination	Not Applicable
31.		

Signed on behalf of the Issuer:

By: _____

Duly authorised

PART B – OTHER INFORMATION

- 1. LISTING** Not Applicable
- 2. RATINGS**
- Ratings: The Notes to be issued are expected to be rated:
Moody's Canada Inc.: A2
Fitch Ratings, Inc.: AA-
- 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER**
- Save for any fees payable to the Manager, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer. The Manager and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.
- 4. TEFRA RULES**
- Whether TEFRA D or TEFRA C rules applicable or TEFRA rules not applicable: TEFRA D
- 5. OPERATIONAL INFORMATION**
- (i) ISIN Code: XS1952159520
- (ii) Common Code: 195215952
- (iii) Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of additional Paying Agents (if any): Not Applicable
- 6. DISTRIBUTION**
- (i) Method of distribution: Non-syndicated
- (ii) If syndicated, names of Managers: Not Applicable
- (iii) Stabilisation Manager(s) (if any): Not Applicable
- (iv) If non-syndicated, name of relevant Dealer: Deutsche Bank AG, London Branch
- (v) Prohibition of Sales to EEA Retail Investors: Applicable

(vi)	Prohibition of Sales to Belgian Consumers:	Not Applicable
(vii)	U.S. Selling Restrictions:	Reg. S Compliance Category 2; TEFRA D
(viii)	Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation “yes” simply means that the Notes are intended upon issue to be deposited with one of the international central securities depositories (“ICSDs”) as common safekeeper [(and registered in the name of a nominee of one of the ICSDs acting as common safekeeper)][include this text for Registered Notes] and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intraday credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that the Eurosystem eligibility criteria have been met.
7.	ADDITIONAL INFORMATION	Not Applicable
8.	USE OF PROCEEDS	As specified in the Prospectus