The Bank of Nova Scotia
Final Term Sheet
Floored Floating Rate Note

Issuer:	The Bank of Nova Scotia ("BNS")
Issue:	Floating Rate Note with coupon payments floored at 2.00% per annum (the "Note")
Ratings:	The Notes have not been rated. As of the date of this Indicative Termsheet, the Bank's deposit liabilities with a term of more than one year were rated AA by DBRS, A+ by S&P, AA− by Fitch and Aa3 by Moody's. There can be no assurance that if the Notes were specifically rated by these rating agencies that they would have the same rating as such other deposit liabilities. A rating is not a recommendation to buy, sell or hold investments, and may be subject to revision or withdrawal at any time by the relevant rating agency.
Agent:	Scotia Capital Inc.
Principal Amount:	$32,200,000.00
Pricing Date:	August 23, 2017
Issue Date:	August 31, 2017
Maturity Date:	August 31, 2023
Issue Price:	C$100.00 per Note
Selling Agents Commission:	C$0.50 per Note
Coupon:	3 Month CDOR floored at 2.00% paid quarterly in arrears calculated as follows:

Principal x MAX (Coupon Floor, 3 Month CDOR) * Day Count Fraction

If 3 Month CDOR is:	Coupon for that Period
At or Below 2.00%	2.00% x Day Count Fraction
Above 2.00%	3 Month CDOR x Day Count Fraction

Coupon Floor:	2.00%
CDOR:	The Canadian Dealer Offered Rate ("CDOR"), is determined daily from a survey of nine market makers in bankers' acceptances (BA's), including; BMO Nesbitt Burns, CIBC World Markets, Deutsche Bank, HSBC Bank Canada, Merrill Lynch Canada, National Bank Financial, RBC Dominion Securities, Scotia Capital Inc and TD Securities Inc. The high and low rates are removed from the survey and a simple arithmetic average is calculated for the remaining survey rates. The survey is conducted at 10:00 am each business day, with the results being quoted on the Reuters page "CDOR", at 10:15am on the same day. Investors can find more information on CDOR at https://financial.thomsonreuters.com/en/products/data-

	analytics/market-data/financial-benchmarks/benchmarks-in-canada.html.
Rate Setting:	The 3 Month Bankers Acceptance rate calculated as the average 3 month Bankers Acceptance rate, rounded to the nearest 0.00001% (with 0.000005% rounded up), of quotes shown on Reuters page "CDOR" as at the dates outlined under Coupon Payment Dates, with the initial setting on August 31, 2017.
Coupon Payment Dates:	Quarterly on the 30th of November, 28th of February, the 31st of May and the 31st of August, with the first payment occurring on November 30th, 2017 and the last payment occurring on August 31st, 2023. If the Payment Date is not a Toronto Business Day, interest shall be paid on the next Toronto Business Day, without adjustment for period end dates.
Calculation Periods:	The initial Calculation Period shall run from (and including) the Issue Date up to (but excluding) the first Coupon Payment Date**.** Thereafter Calculation Periods shall run from (and including) the previous Coupon Payment Date up to (but excluding) the Coupon Payment Date.
Day Count Fraction:	The Day Count Fraction for a Calculation Period is defined as the actual number of days in that period divided by 365.
Calculation Agent:	Scotia Capital Inc.
Non-Redeemable:	The Note shall not be redeemable by the holder or the Issuer prior to the Maturity Date.
Status:	The Note will constitute a direct, unsecured obligation of the Issuer ranking pari passu with all other unsecured and unsubordinated indebtedness and obligations of the Issuer outstanding from time to time.
CDIC:	The Notes do not constitute deposits insured under the *Canada Deposit Insurance Corporation Act* or under any other deposit insurance regime.
US Selling Restrictions:	The Notes have not been and will not be registered under the United States Securities Act of 1933, as amended (the "1933 Act") or any state securities law and, subject to certain exceptions, may not be offered or sold, directly or indirectly, within the United States or for the account or benefit of U.S. persons. SCI agrees that neither it, nor its affiliates(s), nor any persons acting on its behalf have engaged or will engage in any directed selling efforts (within the meaning of Regulation S of the 1933 Act) in the United States with respect to the Notes.
Book Entry Only System:	The Note will be issued by way of a single global certificate registered in the name of a nominee of CDS and deposited with CDS. Registration of interests in and transfers of the Notes will be made only through the Book Entry Only (BEO) system of CDS. The Notes must be purchased either directly or indirectly through a participant in the CDS BEO system. No holder will be entitled to any Note or other instrument from the Issuer or CDS evidencing the ownership thereof, and no holder will be shown on the records maintained by CDS except through an agent who is a participant of CDS.
Toronto Business Day:	Any day (other than a Saturday or Sunday) on which commercial banks are open for Business in Toronto, Ontario, Canada.
Minimum Subscription:	C$5,000.00 and C$1,000.00 increments thereafter.
Secondary Market:	The Notes will not be listed on any securities exchange or quotation system. SCI will use reasonable efforts under normal market conditions to provide a secondary

market for the sale of the Notes, but reserves the right not to do so in its sole and absolute discretion, without providing prior notice to noteholders. The secondary market price of the Notes will be dependent on a number of factors, in particular prevailing interest rates. An investor who sells a Note prior to the Maturity Date may receive sale proceeds that are less than the Principal Amount.

CUSIP:	064151YW7

Additional Information to Investors about the Notes:

Investors in the Notes should be aware that they are subject to certain risk factors. Potential investors in the Notes are urged to consult his or her own legal, accounting and tax advisors in order to determine the consequences of an investment in the Notes and to make an independent evaluation of such investment. Specific risk factors include, but are not limited to:

Non-Standard Investments: The Notes have certain investment characteristics that differ from traditional fixed income securities. Specifically, the performance of the Notes will not track the same price movements as traditional interest rate products. A person should reach a decision to invest in the Notes after carefully considering, with his or her advisors, the suitability of the Notes in light of his or her investment objectives and the information set out in the above terms of the offering. Neither the Issuer, nor SCI makes any recommendation as to whether the Notes are a suitable investment for any person.

Secondary Market: SCI will endeavour to maintain a secondary market for the Notes, but reserves the right not to do so in its sole discretion, without providing notice to Noteholders. The secondary market price of the Notes will be dependent on a number of factors, in particular prevailing interest rates. An investor who sells a Note prior to the Maturity Date may receive sale proceeds that are less than the Principal Amount.

Proposed Bail-in Regulations: On June 22, 2016, legislation came into force amending the Bank Act (Canada) (the "Bank Act") and the Canada Deposit Insurance Corporation Act (Canada) (the "CDIC Act") and certain other federal statutes pertaining to banks to create a bail-in regime for Canada's domestically systemically important banks, which include the Bank. On June 17, 2017, the Government of Canada published in draft for public comment regulations under the CDIC Act and the Bank Act providing the final details of the conversion, issuance and compensation regimes for bail-in instruments issued by domestic systemically important banks, including the Bank (collectively, the "Bail-In Regulations"). Pursuant to the CDIC Act, in circumstances where the Superintendent of Financial Institutions has determined that the Bank has ceased, or is about to cease, to be viable, the Governor in Council may, upon a recommendation of the Minister of Finance that he or she is of the opinion that it is in the public interest to do so, grant an order directing CDIC to convert all or a portion of certain shares and liabilities of the Bank into common shares of the Bank (a "Bail-In Conversion").

The Bail-In Regulations prescribe the types of shares and liabilities that will be subject to a Bail-In Conversion. In general, any senior debt with an initial or amended term to maturity (including explicit or embedded options) greater than 400 days, that is unsecured or partially secured and has been assigned a CUSIP or ISIN or similar identification number would be subject to a Bail-In Conversion. Shares, other than common shares, and subordinated debt would also be subject to a Bail-In Conversion, unless they are non-viability contingent capital. Assuming the draft Bail-In Regulations come into force in their current form, any shares and liabilities issued before the date the Bail-In Regulations come into force, including the Notes, would not be subject to a Bail-In Conversion, unless, in the case of a liability, including the Notes, the terms of such liability are, on or after that day, amended to increase its principal amount or to extend its term to maturity and the liability, as amended, meets the requirements to be subject to a Bail-In Conversion.

The draft Bank Recapitalization (Bail-in) Conversion Regulations and the Bank Recapitalization (Bail-in) Issuance Regulation provide that they will come into force 180 days after the regulations are finalized.