

TD BANKNORTH INC.  
Form 4  
October 30, 2006

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TORONTO DOMINION BANK

(Last) (First) (Middle)

TORONTO DOMINION CENTRE,, P O BOX 1

(Street)

TORONTO, ONTARIO, CANADA M5K 1A2

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TD BANKNORTH INC. [BNK]

3. Date of Earliest Transaction (Month/Day/Year)  
10/26/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common stock, par value \$0.01 per share	10/26/2006		P		2,200	A	\$ 29.53
Common stock, par value \$0.01 per share	10/26/2006		P		2,400	A	\$ 29.54
	10/26/2006		P		2,200	A	129,875,311

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Common stock, par value \$0.01 per share					\$ 29.55		
Common stock, par value \$0.01 per share	10/26/2006	P	1,300	A	\$ 29.56	129,876,611	D
Common stock, par value \$0.01 per share	10/26/2006	P	700	A	\$ 29.57	129,877,311	D
Common stock, par value \$0.01 per share	10/26/2006	P	500	A	\$ 29.58	129,877,811	D
Common stock, par value \$0.01 per share	10/26/2006	P	2,100	A	\$ 29.59	129,879,911	D
Common stock, par value \$0.01 per share	10/26/2006	P	6,300	A	\$ 29.6	129,886,211	D
Common stock, par value \$0.01 per share	10/26/2006	P	400	A	\$ 29.61	129,886,611	D
Common stock, par value \$0.01 per share	10/26/2006	P	300	A	\$ 29.62	129,886,911	D
Common stock, par value \$0.01 per share	10/26/2006	P	100	A	\$ 29.63	129,887,011	D
	10/26/2006	P	1,300	A		129,888,311	D

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Common stock, par value \$0.01 per share					\$ 29.64		
Common stock, par value \$0.01 per share	10/26/2006	P	500	A	\$ 29.65	129,888,811	D
Common stock, par value \$0.01 per share	10/26/2006	P	2,300	A	\$ 29.66	129,891,111	D
Common stock, par value \$0.01 per share	10/26/2006	P	1,200	A	\$ 29.67	129,892,311	D
Common stock, par value \$0.01 per share	10/26/2006	P	200	A	\$ 29.68	129,892,511	D
Common stock, par value \$0.01 per share	10/26/2006	P	3,700	A	\$ 29.69	129,896,211	D
Common stock, par value \$0.01 per share	10/26/2006	P	200	A	\$ 29.7	129,896,411	D
Common stock, par value \$0.01 per share	10/26/2006	P	3,600	A	\$ 29.71	129,900,011	D
Common stock, par value \$0.01 per share	10/26/2006	P	800	A	\$ 29.72	129,900,811	D
	10/26/2006	P	15,300	A		129,916,111	D

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Common stock, par value \$0.01 per share					\$ 29.73		
Common stock, par value \$0.01 per share	10/26/2006	P	3,000	A	\$ 29.74	129,919,111	D
Common stock, par value \$0.01 per share	10/26/2006	P	100	A	\$ 29.75	129,919,211	D
Common stock, par value \$0.01 per share	10/26/2006	P	300	A	\$ 29.76	129,919,511	D
Common stock, par value \$0.01 per share	10/26/2006	P	800	A	\$ 29.77	129,920,311	D
Common stock, par value \$0.01 per share	10/26/2006	P	2,300	A	\$ 29.78	129,922,611	D
Common stock, par value \$0.01 per share	10/26/2006	P	500	A	\$ 29.8	129,923,111	D
Common stock, par value \$0.01 per share	10/26/2006	P	100	A	\$ 29.83	129,923,211	D
Common stock, par value \$0.01 per share	10/26/2006	P	1,400	A	\$ 29.84	129,924,611	D
	10/26/2006	P		A	Ⓣ		D



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- (1) 38,900 consists of the following trades: 300@\$29.85; 400@\$29.88; 2,800@\$29.95; 5,700@\$29.96; 700@\$29.97; 600@\$29.98; 4,600@\$29.99; and 23,800@\$30.00.
- (2) 129,963,511 includes 2,699,483 shares acquired pursuant to the issuer's dividend reinvestment program since the date of the reporting person's last filing on Form 4 on March 7, 2006.

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