

PIZZAGALLI ANGELO A  
Form 4  
February 03, 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 \*  
PIZZAGALLI ANGELO A

(Last) (First) (Middle)

C/O TD BANKNORTH INC., TWO  
PORTLAND SQUARE

(Street)

PORTLAND, ME 04112

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/02/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	02/02/2006		M		1,825 A \$ 17.54	D	
Common Stock	02/02/2006		M		2,000 A \$ 19.8	D	
Common Stock	02/02/2006		M		2,000 A \$ 26.34	D	
Common Stock	02/02/2006		M		2,000 A \$ 23.37	D	
Common Stock					3,557	I	By corporation

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock option (right to buy)	\$ 17.54	02/02/2006		M	1,825	12/23/1997 12/23/2007	Common Stock	1,825
Stock option (right to buy)	\$ 19.8	02/02/2006		M	2,000	04/24/2001 04/24/2011	Common Stock	2,000
Stock option (right to buy)	\$ 26.34	02/02/2006		M	2,000	04/23/2002 04/23/2012	Common Stock	2,000
Stock option (right to buy)	\$ 23.37	02/02/2006		M	2,000	04/22/2003 04/22/2013	Common Stock	2,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PIZZAGALLI ANGELO A C/O TD BANKNORTH INC. TWO PORTLAND SQUARE PORTLAND, ME 04112	X			

## Signatures

/s/ Geoffrey W. Ryan, Power of  
Attorney

02/03/2006

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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