

AMERITRADE HOLDING CORP

Form SC TO-C

September 15, 2005

As filed with the Securities and Exchange Commission on September 15, 2005

**SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

**SCHEDULE TO
Tender Offer Statement under Section 14(d)(1) of the Securities Exchange Act of 1934
AMERITRADE HOLDING CORPORATION
(Name of Subject Company (issuer))
THE TORONTO-DOMINION BANK
(Name of Filing Person (offeror))
Common Stock, par value \$0.01 per share
(Title of Class of Securities)
03074K100
(CUSIP Number of Class of Securities)**

**Christopher A. Montague, Esq.
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with a copy to:

**Lee Meyerson, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, New York 10017
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**(Name, Address and Telephone Number of Person Authorized to Receive
Notices and Communications on Behalf of the Person(s) Filing Statement)**

Check box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

third-party tender offer subject to Rule 14d-1

issuer tender offer subject to Rule 13e-4

going-private transaction subject to Rule 13e-3

amendment to Schedule 13D under Rule 13d-2

Check the following box if the filing is a final amendment reporting the results of the tender offer:

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Presentation Slides relating to the investor conference call held on June 22, 2005, as revised September 14, 2005. |