

TORONTO DOMINION HOLDINGS USA INC

Form 4/A

March 12, 2018

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
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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 Investments, Inc.2. Issuer Name and Ticker or Trading  
Symbol  
Nuveen Municipal Credit Income  
Fund [NZF]5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

31 W 52ND STREET

(Street)

NEW YORK, NY 10019

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/15/20174. If Amendment, Date Original  
Filed(Month/Day/Year)  
02/21/2018\_\_\_\_ 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  
\_X\_ 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount (A) or (D)	Price		
MuniFund Preferred Shares	02/16/2018		P		1,550	A \$ 100,000	3,050 <sup>(1)</sup>	D <sup>(2)</sup>

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Toronto Dominion Investments, Inc.  
31 W 52ND STREET  
NEW YORK, NY 10019

TORONTO DOMINION HOLDINGS USA INC  
31 W 52ND STREET  
NEW YORK, NY 10019

TD GROUP US HOLDINGS LLC  
251 LITTLE FALLS DRIVE  
WELLINGTON, DE 19808

TORONTO DOMINION BANK  
TORONTO-DOMINION CENTRE, P.O. BOX 1  
TORONTO, A6 M5K 1A2

## Signatures

/s/ Nancy Haraf, Vice President & Treasurer, on behalf of Toronto Dominion Investments, Inc.

03/12/2018

\_\_Signature of Reporting Person

Date

/s/ Paul Beltrame, Vice President & Chief Operating Officer, on behalf of Toronto Dominion Holdings (U.S.A.), Inc.

03/12/2018

\_\_Signature of Reporting Person

Date

/s/ Geoffrey Ryan, Assistant Corporate Secretary, on behalf of TD Group US Holdings LLC.

03/12/2018

\_\_Signature of Reporting Person

Date

/s/ Paul Beltrame, Vice President, on behalf of The Toronto-Dominion Bank

03/12/2018

\_\_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).
- (1) Includes 1,500 Series A MuniFund Preferred Shares and 1,550 Series B MuniFund Preferred Shares.  
The MuniFund Preferred Shares are owned directly by TDI. Toronto Dominion Holdings (U.S.A.), Inc. ("TDH") is the sole owner of
- (2) TDI and TD Group US Holdings LLC ("TD GUS") is the sole owner of TDH. The Toronto-Dominion Bank is the sole owner of TD GUS.

### Remarks:

Note: Toronto Dominion Investments, Inc. ("TDI") previously filed a Form 4 with the Securities and Exchange Commission o

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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