

TORONTO DOMINION HOLDINGS USA INC
 Form 3/A
 March 14, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Toronto Dominion Investments, Inc.			(Month/Day/Year)	NUVEEN VIRGINIA QUALITY MUNICIPAL INCOME FUND [NYSE: NPV]	
(Last)	(First)	(Middle)	01/26/2017		
31 W 52ND STREET			4. Relationship of Reporting Person(s) to Issuer		
(Street)			(Check all applicable)		
NEW YORK, Â NY Â 10019			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)		
			02/06/2017		
			6. Individual or Joint/Group Filing(Check Applicable Line)		
			<input type="checkbox"/> Form filed by One Reporting Person		
			<input checked="" type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Variable Rate Demand Preferred Shares	1,280 ⁽¹⁾	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
---	---	---	--	---	--

Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
---------------------	--------------------	----------------------------------	----------------------------------

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, ON M5K 1A2	^	^	^	^

Signatures

/s/ Nancy Haraf, Vice President & Treasurer, on behalf of Toronto Dominion Investments, Inc.	03/14/2018
__Signature of Reporting Person	Date
/s/ Paul Beltrame, Vice President & Chief Operating Officer, on behalf of Toronto Dominion Holdings (U.S.A.), Inc.	03/14/2018
__Signature of Reporting Person	Date
/s/ Geoffrey Ryan, Assistant Corporate Secretary, on behalf of TD Group US Holdings LLC.	03/14/2018
__Signature of Reporting Person	Date
/s/ Paul Beltrame, Vice President, on behalf of The Toronto-Dominion Bank	03/14/2018
__Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The Variable Rate Demand Preferred Shares are owned directly by TDI. Toronto Dominion Holdings (U.S.A.), Inc. ("TDH") is the sole owner of 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 3 with the Securities and Exchange Commission.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.