

---

---

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

---

**FORM 6-K**

---

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of November 2018

Commission File Number: 1-31349

---

**THOMSON REUTERS CORPORATION**

(Translation of registrant's name into English)

---

333 Bay Street, Suite 400  
Toronto, Ontario M5H 2R2, Canada  
(Address of principal executive office)

---

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F       Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

The information contained in Exhibits 99.1 and 99.2 of this Form 6-K is incorporated by reference into, or as additional exhibits to, as applicable, the registrant's outstanding registration statements.

Thomson Reuters Corporation is voluntarily furnishing certifications by its Chief Executive Officer and Chief Financial Officer pursuant to Sections 302 and 906 of the Sarbanes-Oxley Act of 2002 as Exhibits 99.3-99.6 of this Form 6-K.

---

---

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**THOMSON REUTERS CORPORATION**  
(Registrant)

By: /s/ Marc E. Gold

Name: Marc E. Gold

Title: Assistant Secretary

Date: November 8, 2018

---

**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Description</u>
99.1	Management's Discussion and Analysis
99.2	Unaudited Consolidated Financial Statements
99.3	Certification of the Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
99.4	Certification of the Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002
99.5	Certification of the Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002
99.6	Certification of the Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

# Management's Discussion and Analysis

*This management's discussion and analysis is designed to provide you with a narrative explanation through the eyes of our management of how we performed, as well as information about our financial condition and future prospects. We recommend that you read this in conjunction with our consolidated interim financial statements for the three and nine months ended September 30, 2018, our 2017 annual consolidated financial statements and our 2017 annual management's discussion and analysis. This management's discussion and analysis contains forward-looking statements, which are subject to risks and uncertainties that could cause our actual results to differ materially from the forward-looking statements. Forward-looking statements include, but are not limited to, our 2018 outlook, statements regarding the new Refinitiv strategic partnership that we formed in connection with the closing of the Financial & Risk (F&R) transaction, and our expectations related to general economic conditions and market trends and their anticipated effects on our business segments. For additional information related to forward-looking statements and material risks associated with them, please see the "Outlook" and "Additional Information – Cautionary Note Concerning Factors That May Affect Future Results" sections of this management's discussion and analysis. This management's discussion and analysis is dated as of November 5, 2018.*

**We have organized our management's discussion and analysis in the following key sections:**

• <a href="#">Executive Summary</a> – a brief overview of our business, a summary of the F&R strategic partnership transaction and key financial highlights	2
• <a href="#">Results of Operations</a> – a comparison of our current and prior-year period results	8
• <a href="#">Liquidity and Capital Resources</a> – a discussion of our cash flow and debt	16
• <a href="#">Outlook</a> – our current financial outlook for 2018	22
• <a href="#">Related Party Transactions</a> – a discussion of transactions with our principal and controlling shareholder, The Woodbridge Company Limited (Woodbridge), and others	23
• <a href="#">Subsequent Events</a> – a discussion of material events occurring after September 30, 2018 and through the date of this management's discussion and analysis	23
• <a href="#">Changes in Accounting Policies</a> – a discussion of changes in our accounting policies and recent accounting pronouncements	25
• <a href="#">Critical Accounting Estimates and Judgments</a> – a discussion of critical estimates and judgments made by our management in applying accounting policies	25
• <a href="#">Additional Information</a> – other required disclosures	25
• <a href="#">Appendix</a> – supplemental information and discussion	27

Unless otherwise indicated or the context otherwise requires, references in this discussion to "we," "our," "us" and "Thomson Reuters" are to Thomson Reuters Corporation and our subsidiaries.

## **Basis of presentation**

We prepare our consolidated financial statements in U.S. dollars in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board (IASB).

In this management's discussion and analysis, we discuss our results from continuing operations on both an IFRS and non-IFRS basis. Both bases, except for cash flow, exclude the results of our former F&R business, which was reported as a discontinued operation for the third quarter and first nine months of 2018, and include the results of acquired businesses from the date of purchase.

## **Use of non-IFRS financial measures**

We use non-IFRS measures as supplemental indicators of our operating performance and financial position as well as for internal planning purposes and our 2018 business outlook. We believe non-IFRS financial measures provide more insight into our performance. Non-IFRS measures do not have standardized meanings prescribed by IFRS and therefore are unlikely to be comparable to the calculation of similar measures used by other companies and should not be viewed as alternatives to measures of financial performance calculated in accordance with IFRS.

Our non-IFRS financial measures include:

- Adjusted EBITDA and the related margin;
- Adjusted EBITDA less capital expenditures and the related margin;
- Adjusted earnings and adjusted earnings per share (EPS);
- Net debt; and
- Free cash flow.

We also report changes in our revenues, operating expenses, adjusted EBITDA and the related margin, and adjusted EPS before the impact of foreign currency or at “constant currency”. These measures remove the impacts from changes in foreign currency exchange rates in order to provide better comparability of our business trends from period to period.

See Appendix A of this management’s discussion and analysis for a description of our non-IFRS financial measures, including an explanation of why we believe they are useful measures of our performance, including our ability to generate cash flow. Refer to sections of this management’s discussion and analysis entitled “Results of Operations-Continuing Operations”, “Liquidity and Capital Resources” and Appendix B for reconciliations of our non-IFRS financial measures to the most directly comparable IFRS measures.

### Glossary of key terms

We use the following terms in this management’s discussion and analysis.

Term	Definition
bp	Basis points – one basis point is equal to 1/100th of 1%; “100bp” is equivalent to 1%
constant currency	A measure derived by applying the same foreign currency exchange rates to the financial results of the current and equivalent prior-year period
EPS	Earnings (loss) per share
F&R	Our former Financial & Risk business, now known as Refinitiv
F&R transaction or F&R strategic partnership transaction	Our sale of a 55% interest in F&R to private equity funds managed by Blackstone, which closed on October 1, 2018
n/a	Not applicable
n/m	Not meaningful
organic or organically	A measure expressing growth of our existing businesses excluding impacts from acquisitions, dispositions and IFRS 15*
Refinitiv	The new name of our former F&R business as of the closing of the F&R transaction
\$ and US\$	U.S. dollars

\* We adopted IFRS 15 in 2018 without restatement of prior periods. For the purpose of our organic growth calculation, we remove the distortive impact of this adoption methodology.

## Executive Summary

### Our company

We are a leading source of news and information for professional markets. Our customers rely on us to deliver the intelligence, technology and expertise they need to find trusted answers. Our worldwide network of journalists and specialist editors keep customers up to speed on global developments, with a particular focus on legal, regulatory and tax changes.

We live at a time when the amount of data is overwhelming, the regulatory environment is complex, markets move at breakneck speed and connectivity is expanding around the world. Our customers count on the accuracy of our information, the reliability of our systems and the relevance of our insights to help them navigate the changing worlds of commerce and regulation. We believe our workflow solutions make our customers more productive, by streamlining how they operate. Reuters is renowned for the integrity of its news. The principles of freedom from bias and access to information govern everything that we do.

We derive the majority of our revenues from selling solutions to our customers, primarily electronically and on a subscription basis. Many of our customers utilize our solutions as part of their workflows. We believe this is a significant competitive advantage as it has led to strong customer retention. Over the years, our business model has proven to be capital efficient and cash flow generative, and it has enabled us to maintain leading and scalable positions in our chosen market segments.

As of September 30, 2018, our continuing business was organized as three reportable segments supported by a corporate center:



**Legal**

A provider of critical online and print information, decision tools, software and services that support legal, investigation, business and government professionals around the world.



**Tax & Accounting**

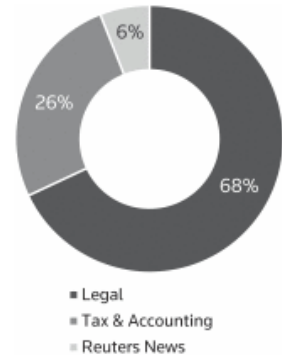
A provider of integrated tax compliance and accounting information, software and services for professionals in accounting firms, corporations, law firms and government.



**Reuters News**

A provider of real-time, multimedia news and information services to newspapers, television and cable networks, radio stations and websites around the globe, as well as to our F&R business, which was classified as a discontinued operation (see the "F&R Strategic Partnership Transaction" section below).

**Third Quarter 2018 Revenues**



We also operated:

- A Global Growth Organization (GGO) that worked across our business units to combine our global capabilities and to expand our local presence and development in countries and regions where we believe the greatest growth opportunities exist. GGO supported our businesses in: Latin America, China, India, the Middle East, Africa, the Association of Southeast Asian Nations, North Asia, Russia and countries comprising the Commonwealth of Independent States and Turkey. We included the results of GGO within our reportable segments.
- An Enterprise Technology & Operations (ET&O) group that drives the transformation of our company into a more integrated enterprise by unifying infrastructure across our organization, including technology platforms, data centers, real estate, products and services.

**Recent Organizational Changes**

Effective October 1, 2018, we transitioned from a product-centric structure to a customer-centric structure. This marks a substantive change in our approach to move decision making closer to the customer so we can better serve our customers with our full suite of offerings. We appointed a Co-Chief Operating Officer to oversee our customer-facing operations, and we remapped our businesses into the following reportable segments, which we will begin to present with our fourth-quarter 2018 results:

- Legal Professionals
- Tax Professionals
- Corporates
- Global Print
- Reuters News

We also appointed a Co-Chief Operating Officer with responsibility for Operations & Enablement, who manages commercial and technology operations, including those around our sales capabilities, digital customer experience and product and content development.

**F&R Strategic Partnership Transaction**

On October 1, 2018, we closed the sale of a 55% interest in our F&R business to private equity funds managed by Blackstone. An affiliate of Canada Pension Plan Investment Board and an affiliate of GIC invested alongside Blackstone. The F&R business is now known as Refinitiv. We received approximately \$17 billion in gross cash proceeds at the closing, which remain subject to future purchase price adjustments, and retained a 45% interest in the business. Beginning with our results for the fourth quarter of 2018, Thomson Reuters' IFRS results will include the company's 45% share of Refinitiv's results reported in a single line item on the company's consolidated income statement titled "Share of post-tax earnings in equity method investments". Thomson Reuters' non-IFRS measures, including adjusted earnings, will exclude its share of post-tax earnings in equity method investments.

We maintained full ownership of our Legal, Tax & Accounting and Reuters News businesses. The F&R transaction enables us to focus on expanding our business and accelerating revenue growth in the legal, tax and accounting and regulatory market segments.

We are in the process of returning \$10 billion of the proceeds of the F&R transaction to our shareholders.

- In October 2018, we returned approximately \$6.5 billion to shareholders pursuant to a substantial issuer bid/tender offer, under which we purchased and cancelled approximately 138 million common shares at U.S. \$47.00 per share. Our principal shareholder (Woodbridge) participated pro rata in the substantial issuer bid/tender offer, maintaining its equity ownership in Thomson Reuters at approximately 64% upon completion of the SIB.
- Since announcing the F&R transaction on January 30, 2018, we have returned approximately \$1 billion to shareholders through open market share repurchases under our normal course issuer bid.
- We also plan to return approximately \$2.5 billion to shareholders through a return of capital transaction, which was announced on October 8, 2018 and is expected to be completed on or about November 27, 2018. The transaction, which is subject to shareholder and court approval, consists of a cash distribution of \$4.45 per common share and a share consolidation, or "reverse stock split", which will reduce the number of outstanding common shares on a basis that is proportional to the cash distribution.

In October, we used approximately \$4 billion of the F&R transaction cash proceeds to repay debt, allowing us to remain substantially below our target leverage ratio (net debt/adjusted EBITDA) of 2.5:1).

Refer to the "Subsequent Events" section of this management's discussion and analysis for additional information about these transactions.

We intend to use \$2 billion of the proceeds from the F&R transaction to fund strategic, targeted acquisitions to bolster our positions in key growth segments of our Legal Professionals, Tax Professionals and Corporate businesses. We expect to use the remaining \$1 billion for cash taxes, pension contributions, bond redemption costs and other fees and outflows related of the transaction. These funds include \$500 million to \$600 million of spend to eliminate stranded costs as well as investments to reposition the company following the separation of the business.

Effective October 1, 2018, Reuters News and Refinitiv entered into a 30-year agreement for Reuters News to supply news and editorial content to the Refinitiv partnership for a minimum of \$325 million per year. For the duration of the news agreement, we will grant the Refinitiv partnership a license to permit it to brand its products/services and company name with the "Reuters" mark, subject to applicable limitations and restrictions set forth in a trademark license agreement.

When the F&R transaction closed, we split our global workforce of 47,000 employees between Thomson Reuters and Refinitiv with approximately 20,000 employees transferred from Thomson Reuters to Refinitiv, including staff from our Corporate functions. Corporate staff was primarily from ET&O and GGO, but also included staff from our Finance, Human Resources, Legal, Strategy and Communications functions. To facilitate the separation, Refinitiv and Thomson Reuters are providing certain transition services to each other for a specified period, including technology and administrative services.

The strategic partnership highlights our efforts and the success that we have had investing to stabilize and grow our financial services business over the last several years. We believe that our 45% equity stake in a well-positioned financial business with a strong strategic partner will also allow us to participate in the future upside for the business. We believe that Blackstone brings a deep understanding of the financial services ecosystem and a global footprint, and that it is well-positioned to identify and shape trends in the financial services industry, navigate ongoing industry consolidation and drive further efficiencies in the Refinitiv business. We also believe that Blackstone has capacity and flexibility to invest for the long-term, both organically and inorganically. Blackstone and the Refinitiv partnership believe that through adoption of innovative technologies to increase automation, other efficiency initiatives and effective cost management, they can achieve a cost savings run rate of up to \$650 million by the end of 2020. Additionally, Refinitiv expects to invest in growth initiatives.

The information in this section is forward-looking and should be read in conjunction with the section entitled "Cautionary Note Concerning Factors That May Affect Future Results".

### **Future Growth Opportunities for Thomson Reuters**

As mentioned above, we recently began to transition from a product-centric structure to a customer-centric structure. One of our strategic priorities is to position new Thomson Reuters for accelerated growth. This will require fundamental changes to how we operate.

We believe that we have significant opportunities to grow our new Legal Professionals, Tax Professionals and Corporates businesses by blending deep domain knowledge with cutting edge software and automation tools. Many of our customers operate on a global scale and their work continues to get more complex, time pressured and economically constrained. We are focused on empowering them with the content, technology and solutions that they need to thrive and become more efficient, enabling them to focus on higher value activities and provide high quality advice and insight to their colleagues and customers. We believe that many of our customers have longstanding relationships with Thomson Reuters and trust us because of our history and dependability, our deep understanding of their businesses and industries, and our provision of services that they can rely on for navigating a rapidly changing, and increasingly complex, digital world.

By redefining our customer segments, we are identifying the key areas where we believe we can create additional and meaningful value for our customers. We are building a dynamic, customer-centric organization and operating model with an aligned talent strategy to better inform how we design our offerings and our go-to-market approach. To become more time and cost efficient, we plan to pursue new internal process and customer-facing simplification initiatives. We are also focused on developing a greater platform approach for our various products and services and are increasingly utilizing artificial intelligence, analytics and the cloud to increase leverage, efficiency, speed and scale, both for our company and our customers. As part of these efforts, we are also concentrating on providing our customers with more digital opportunities to interact and work with us, as well as to improve retention, sales efficiency and the overall customer experience. In line with the new operating model, we are also building a flatter and more productive organization with talent that is expected to be more agile.

Our Legal Professionals, Tax Professionals and Corporates segments comprised approximately 80% of our 2017 revenues from continuing operations and collectively grew 4% organically. To effectively serve our customers and empower their success, we plan to increase investment both organically and through acquisitions in our Legal Professionals, Tax Professionals and Corporate segments. Our already strong positions in these segments, together with increased investment, should result in these segments comprising an increasing percentage of our total revenues, which is expected to lead to higher overall revenue growth for Thomson Reuters.

The information in this section is forward-looking and should be read in conjunction with the section in this document entitled "*Cautionary Note Concerning Factors That May Affect Future Results*".

### **Discontinued Operations**

F&R was classified as a discontinued operation for the third quarter and first nine months of the year. To facilitate a comparison with our 2017 results, prior-year period amounts in this management's discussion and analysis have been restated to conform to the current period's presentation. See the "Results of Discontinued Operations" section of this management's discussion and analysis for additional information.

### **Seasonality**

Our revenues and operating profit on a consolidated basis do not tend to be significantly impacted by seasonality as we record a large portion of our revenues ratably over a contract term and our costs are generally incurred evenly throughout the year. However, the performance of the Tax & Accounting segment from quarter to consecutive quarter can be impacted by the release of certain tax products, which tend to be concentrated in the fourth quarter and, to a lesser extent, in the first quarter of the year. Additionally, the seasonality of our operating profit may be further impacted by the timing of our corporate costs, as we expect to incur significant costs to reposition our business following the closing of the F&R transaction (see the "Outlook" section of this management's discussion and analysis).



## Key Financial Highlights

Below are financial highlights from our third-quarter 2018 results, which are on a continuing operations basis, except where otherwise noted.

(millions of U.S. dollars, except per share amounts and margins)	Three months ended September 30,			
	2018	2017	Change	
			Total	Constant Currency
<b>IFRS Financial Measures</b>				
Revenues	1,292	1,272	2%	
Operating profit	162	288	(44%)	
Diluted EPS (includes discontinued operations)	\$ 0.37	\$ 0.46	(20%)	
Cash flow from operations (includes discontinued operations)	850	808	5%	
<b>Non-IFRS Financial Measures(1)</b>				
Revenues	1,292	1,272	2%	3%
Adjusted EBITDA	302	388	(22%)	(21%)
Adjusted EBITDA margin	23.4%	30.5%	(710)bp	(710)bp
Adjusted EPS	\$0.11	\$ 0.27	(59%)	(59%)
Free cash flow (includes discontinued operations)	599	531	13%	

(1) Refer to Appendix A for additional information on non-IFRS financial measures.

Our revenues increased 2% in total and 3% in constant currency, due to higher recurring revenues. Operating profit, adjusted EBITDA and the related margin declined due to higher expenses, which included investments to reposition our business following the separation of the F&R business from the rest of the company as well as additional expenses within the business segments. Operating profit was further impacted by higher depreciation and because the prior period included a gain on the sale of a portion of an investment. Diluted EPS decreased as lower operating profit and higher income tax expense from continuing operations more than offset higher net earnings from the F&R business, which increased primarily because F&R assets held for sale are not depreciated. Adjusted EPS, which excludes discontinued operations among other items, decreased primarily due to lower adjusted EBITDA.

The increase in cash flow from operations was primarily due to favorable working capital movements within discontinued operations. The increase in free cash flow reflected the same factor as well as lower capital expenditures.

Our 2018 priorities have been to:

- **Separate the F&R business from Thomson Reuters.** On October 1, 2018 we closed the F&R transaction, separating the F&R business (now known as Refinitiv) and Thomson Reuters. Thomson Reuters and Refinitiv are now operating as two stand-alone businesses, facilitated by certain transitional service arrangements from each company to the other for a specified period.
- **Reposition Thomson Reuters.** As part of our efforts to accelerate the revenue growth of our continuing business, we are repositioning our company by building a more customer-centric operating model. We are focusing on delivering solutions that can apply advanced analytics to the combined data of our company, customers and third parties. We will continue to automate knowledge work by incorporating artificial intelligence, machine learning and cognitive computing. Effective October 1, 2018, we are operating in our new customer-centric operating model. Additionally, as a result of the F&R transaction, we have started to realign our cost base for our remaining smaller company.
- **Grow through Digital Evolution.** We believe that we can drive revenue growth from improved customer analytics and a more effective digital sales model. We plan to build a digital customer experience and sales channel for smaller tax and legal firms that make up a significant portion of our customer base. We are focused on making it easier for customers to buy our products and services. We also are prioritizing investing and expanding our position in the corporate market segment.

**2018 Outlook:**

We recently reaffirmed our 2018 full-year business outlook that we originally communicated in May 2018, except for an update to our adjusted EBITDA and full year effective tax rate on adjusted earnings. The following table sets forth our 2018 full-year business outlook for our continuing operations. For comparative purposes, 2017 actual amounts provided below have been restated to exclude the F&R business, which was classified as a discontinued operation for the third quarter and first nine months of the year.

Total Corporate costs are expected to be between \$500 million and \$600 million in 2018. In addition to core corporate costs, we expect to incur the following as part of our overall corporate costs:

- Stranded costs, which we define as costs that will not be eliminated with the sale of the 55% interest in the F&R business, as well as costs due to dis-synergies from losing certain benefits of scale from the transaction; and
- Costs and investments to reposition the ongoing Thomson Reuters business following the separation of the F&R business from the rest of the company.

Non-IFRS Financial Measures <sup>(1)</sup>	2017 Actual <sup>(2)</sup>	2018 Outlook
Revenues	\$5.3 billion	Low single digit growth (excludes any fourth quarter 2018 payments to Reuters News from Refinitiv following the closing of the F&R transaction)
Adjusted EBITDA	\$1.6 billion	Approximately \$1.3 billion including the corporate costs referred to below (previously between \$1.2 billion and \$1.3 billion)
Total Corporate costs	\$244 million	Between \$500 million and \$600 million (including stranded costs and investments to reposition our company following the separation of the F&R business from the company)
Depreciation and amortization of computer software	\$496 million	Between \$500 million and \$525 million
Capital expenditures, as a percentage of revenues	9.9%	Approximately 10% of revenues
Effective tax rate on adjusted earnings	11.4%	Between 17% and 19% (previously between 14% and 16%)

(1) Refer to Appendix A for additional information on non-IFRS financial measures.

(2) Refer to Appendix C for details of our 2017 revenues and adjusted EBITDA as reported in our 2017 annual management's discussion and analysis, and as revised to exclude our F&R business.

Our 2018 outlook assumes constant currency rates relative to 2017. The 2018 outlook does not factor in the impact of any acquisitions or divestitures that may occur during the year except for our sale of a 55% interest in the F&R business.

Additional information is provided in the "Outlook" section of this management's discussion and analysis.

The information in this section is forward-looking and should also be read in conjunction with the section of this management's discussion and analysis entitled "Cautionary Note Concerning Factors That May Affect Future Results".

## Results of Operations—Continuing Operations

## Consolidated results

(millions of U.S. dollars, except per share amounts and margins)	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Change		2018	2017	Change	
			Total	Constant Currency			Total	Constant Currency
<b>IFRS Financial Measures</b>								
Revenues	1,292	1,272	2%		3,982	3,883	3%	
Operating profit	162	288	(44%)		634	780	(19%)	
Diluted EPS from continuing operations	(\$0.08)	\$0.20	n/m		\$0.36	\$0.46	(22%)	
<b>Non-IFRS Financial Measures(1)</b>								
Revenues	1,292	1,272	2%	3%	3,982	3,883	3%	3%
Adjusted EBITDA	302	388	(22%)	(21%)	1,080	1,183	(9%)	(9%)
Adjusted EBITDA margin	23.4%	30.5%	(710)bp	(710)bp	27.1%	30.5%	(340)bp	(330)bp
Adjusted EBITDA less capital expenditures	192	228	(16%)		660	791	(17%)	
Adjusted EBITDA less capital expenditures margin	14.9%	17.9%	(300)bp		16.6%	20.4%	(380)bp	
Adjusted EPS	\$0.11	\$0.27	(59%)	(59%)	\$0.55	\$0.71	(23%)	(23%)

(1) Refer to Appendix A for additional information on non-IFRS financial measures. Refer to Appendix B for a reconciliation of earnings of continuing operations to adjusted EBITDA and adjusted EBITDA less capital expenditures.

## Foreign currency effects

As set forth in the table above, fluctuations in foreign exchange rates impact our results given our currency mix of revenues and expenses around the world. Average foreign exchange rates for the most significant foreign currencies that we transact in were as follows:

(U.S. dollars per unit)	Three months ended September 30,			Nine months ended September 30,		
	2018	2017	U.S. Dollar Strengthened/ (Weakened) vs. Foreign Currency	2018	2017	U.S. Dollar Strengthened/ (Weakened) vs. Foreign Currency
British pound sterling	1.303	1.309	0.5%	1.352	1.276	(6.0%)
Euro	1.163	1.175	1.0%	1.195	1.113	(7.4%)
Canadian dollar	0.765	0.798	4.1%	0.777	0.766	(1.4%)
Argentine peso	0.032	0.058	44.8%	0.042	0.062	32.3%
Brazilian real	0.253	0.316	19.9%	0.280	0.315	11.1%

## Revenues

(millions of U.S. dollars)	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Change		2018	2017	Change	
			Total	Constant Currency			Total	Constant Currency
Recurring revenues	980	947	3%	5%	2,970	2,846	4%	4%
Transactions revenues	146	147	(1%)	1%	503	509	(1%)	(1%)
Print revenues	169	180	(6%)	(3%)	516	533	(3%)	(3%)
Eliminations	(3)	(2)			(7)	(5)		
Revenues	1,292	1,272	2%	3%	3,982	3,883	3%	3%

In both periods, revenues increased in total and in constant currency as higher recurring revenues were partly offset by a decline in print revenues. In the nine-month period, transactions revenues declined on both bases.

**Operating profit, adjusted EBITDA and adjusted EBITDA less capital expenditures**

Operating profit decreased in both periods as higher expenses and higher depreciation more than offset higher revenues. The prior period also benefited from the sale of a portion of an investment.

Adjusted EBITDA and the related margin declined as higher expenses more than offset higher revenues.

In the third quarter, adjusted EBITDA less capital expenditures and the related margin decreased as lower adjusted EBITDA was partly offset by lower capital expenditures. In the nine-month period, the declines in these measures were due to lower adjusted EBITDA and higher capital expenditures.

**Operating expenses**

(millions of U.S. dollars)	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Change		2018	2017	Change	
			Total	Constant Currency			Total	Constant Currency
Operating expenses	985	888	11%	14%	2,901	2,698	8%	7%
Remove fair value adjustments <sup>(1)</sup>	5	(4)			1	2		
<b>Operating expenses, excluding fair value adjustments</b>	<b>990</b>	<b>884</b>	<b>12%</b>	<b>14%</b>	<b>2,902</b>	<b>2,700</b>	<b>7%</b>	<b>7%</b>

(1) Fair value adjustments primarily represent gains or losses due to changes in foreign currency exchange rates on intercompany balances that arise in the ordinary course of business.

Operating expenses, excluding fair value adjustments, increased in total and on a constant currency basis in the third quarter and nine-month period primarily due to investments to reposition our business following the separation of the F&R business from the rest of the company, including acceleration of digital strategies, replication of capabilities that we lost with the separation from Refinitiv and severance. The increase in expenses also reflected higher employee-related expenses and costs associated with new products. The nine-month period included charges associated with a long-term contract in Tax & Accounting's Government business.

**Depreciation and amortization**

(millions of U.S. dollars)	Three months ended September 30,			Nine months ended September 30,		
	2018	2017	Change	2018	2017	Change
<b>Depreciation</b>	<b>24</b>	<b>23</b>	<b>4%</b>	<b>83</b>	<b>85</b>	<b>(2%)</b>
<b>Amortization of computer software</b>	<b>96</b>	<b>76</b>	<b>26%</b>	<b>294</b>	<b>265</b>	<b>11%</b>
<b>Subtotal</b>	<b>120</b>	<b>99</b>	<b>21%</b>	<b>377</b>	<b>350</b>	<b>8%</b>
<b>Amortization of other identifiable intangible assets</b>	<b>26</b>	<b>33</b>	<b>(21%)</b>	<b>83</b>	<b>103</b>	<b>(19%)</b>

- In the third quarter, \$13 million of the increase in depreciation and amortization of computer software on a combined basis reflected a cumulative true-up for our final accounting of the assets transferred with the F&R business. In the nine-month period, the increase was primarily due to higher depreciation and amortization of computer software associated with our investments in digital and customer experience initiatives.
- Amortization of other identifiable intangible assets decreased in both periods primarily due to the completion of amortization for certain identifiable intangible assets acquired in previous years.

**Other operating gains, net**

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Other operating gains, net</b>	<b>1</b>	<b>36</b>	<b>13</b>	<b>48</b>

In the nine-month period of 2018, other operating gains, net, included a gain on the sale of a Canadian wholly-owned subsidiary to a company affiliated with our principal shareholder, Woodbridge (see the "Related Party Transactions" section of this management's discussion and analysis for additional information). Both periods in 2017 included a gain from the sale of a portion of an investment.

**Net interest expense**

(millions of U.S. dollars)	Three months ended September 30,			Nine months ended September 30,		
	2018	2017	Change	2018	2017	Change
<b>Net interest expense</b>	<b>82</b>	89	(8%)	<b>241</b>	270	(11%)

Net interest expense decreased in both periods as certain long-term debt obligations were refinanced with commercial paper and credit facility borrowings, which bear lower interest rates.

**Other finance costs (income)**

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Other finance costs (income)</b>	<b>11</b>	57	<b>(10)</b>	145

Other finance costs (income) included gains or losses related to changes in foreign exchange contracts and gains or losses on the impact of fluctuations of foreign currency exchange rates on certain intercompany funding arrangements. The significant change in both periods of 2018 reflects the settlement of certain of these arrangements in the second half of 2017, as well as changes in foreign exchange rates.

**Tax expense**

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Tax expense</b>	<b>128</b>	-	<b>152</b>	26

Tax expense in both periods of 2018 included \$95 million of charges associated with the separation of F&R from the rest of our company. The tax expense in each period reflected the mix of taxing jurisdictions in which pre-tax profits and losses were recognized. Because the geographical mix of pre-tax profits and losses in interim periods may be different from that for the full year, tax expense or benefit in interim periods is not necessarily indicative of tax expense for the full year.

Additionally, the comparability of our tax expense was impacted by various transactions and accounting adjustments during each period. The following table sets forth certain components within income tax expense (benefit) that impact comparability from period to period, including tax expense (benefit) associated with items that are removed from adjusted earnings:

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Tax expense (benefit)</b>				
<b>Tax items impacting comparability:</b>				
Net tax charges related to restructuring <sup>(1)</sup>	<b>95</b>	-	<b>95</b>	-
Corporate tax rates <sup>(2)</sup>	<b>19</b>	5	<b>5</b>	6
Deferred tax adjustments	<b>(2)</b>	(10)	<b>-</b>	(5)
Subtotal	<b>112</b>	(5)	<b>100</b>	1
<b>Tax related to:</b>				
Fair value adjustments	<b>1</b>	1	<b>1</b>	(1)
Amortization of other identifiable intangible assets	<b>(8)</b>	(9)	<b>(20)</b>	(28)
Other items	<b>-</b>	16	<b>1</b>	17
Subtotal	<b>(7)</b>	8	<b>(18)</b>	(12)
<b>Total</b>	<b>105</b>	3	<b>82</b>	(11)

(1) Relates to internal restructuring of our existing businesses in preparation for the sale of a 55% interest in our F&R business.

(2) Relates to changes in U.S. state deferred tax liabilities resulting from changes in apportionment factors and changes associated with the sale of a 55% interest in the F&R business.

Because the items described above impact the comparability of our tax expense or benefit for each period, we remove them from our calculation of adjusted earnings, along with the pre-tax items to which they relate. The computation of our adjusted tax expense is set forth below:

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Tax expense</b>	<b>128</b>	<b>-</b>	<b>152</b>	<b>26</b>
Remove: Items from above impacting comparability	(105)	(3)	(82)	11
Other adjustment:				
Interim period effective tax rate normalization <sup>(1)</sup>	2	6	-	8
<b>Total tax expense on adjusted earnings</b>	<b>25</b>	<b>3</b>	<b>70</b>	<b>45</b>

(1) Adjustment to reflect income taxes based on estimated full-year effective tax rate. Earnings or losses for interim periods under IFRS generally reflect income taxes based on the estimated effective tax rates of each of the jurisdictions in which we operate. The non-IFRS adjustment reallocates estimated full-year income taxes between interim periods, but has no effect on full-year income taxes.

#### (Loss) earnings and diluted EPS from continuing operations

(millions of U.S. dollars, except per share amounts)	Three months ended September 30,			Nine months ended September 30,		
	2018	2017	Change	2018	2017	Change
<b>(Loss) earnings from continuing operations</b>	<b>(58)</b>	<b>143</b>	<b>n/m</b>	<b>256</b>	<b>335</b>	<b>(24%)</b>
<b>Diluted EPS from continuing operations</b>	<b>(\$ 0.08)</b>	<b>\$ 0.20</b>	<b>n/m</b>	<b>\$ 0.36</b>	<b>\$ 0.46</b>	<b>(22%)</b>

(Loss) earnings from continuing operations and the related per share amount decreased in the third quarter and the nine-month period as lower operating profit and higher income tax expense were partly offset by benefits from other finance costs and lower interest expense. Additionally, diluted EPS in the nine-month period benefited from lower outstanding common shares due to share repurchases (see the "Liquidity and Capital Resources – Share Repurchases" section of this management's discussion and analysis for additional information).

#### Adjusted earnings and adjusted EPS

(millions of U.S. dollars, except per share amounts and share data)	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Change		2018	2017	Change	
			Total	Constant Currency			Total	Constant Currency
<b>Net earnings</b>	<b>291</b>	<b>348</b>	<b>(16%)</b>		<b>637</b>	<b>868</b>	<b>(27%)</b>	
<b>Adjustments to remove:</b>								
Fair value adjustments	(5)	4			(1)	(2)		
Amortization of other identifiable intangible assets	26	33			83	103		
Other operating gains, net	(1)	(36)			(13)	(48)		
Other finance costs (income)	11	57			(10)	145		
Share of post-tax (earnings) losses in equity method investments	(1)	(1)			(5)	4		
Tax on above items <sup>(1)</sup>	(7)	8			(18)	(12)		
Tax items impacting comparability <sup>(1)</sup>	112	(5)			100	1		
Earnings from discontinued operations, net of tax	(349)	(205)			(381)	(533)		
Interim period effective tax rate normalization <sup>(1)</sup>	(2)	(6)			-	(8)		
Dividends declared on preference shares	(1)	(1)			(2)	(2)		
<b>Adjusted earnings</b>	<b>74</b>	<b>196</b>	<b>(62%)</b>		<b>390</b>	<b>516</b>	<b>(24%)</b>	
<b>Adjusted EPS</b>	<b>\$0.11</b>	<b>\$0.27</b>	<b>(59%)</b>	<b>(59%)</b>	<b>\$0.55</b>	<b>\$0.71</b>	<b>(23%)</b>	<b>(23%)</b>
<b>Diluted weighted-average common shares (millions)</b>	<b>702.3</b>	<b>716.9</b>			<b>708.1</b>	<b>722.5</b>		

(1) See the "Tax expense" section above for additional information.

Adjusted earnings and the related per share amount decreased in both periods primarily due to lower adjusted EBITDA. In the nine-month period, adjusted EPS also reflected a benefit from lower outstanding common shares due to share repurchases.

**Segment results**

The following is a discussion of our three reportable segments for our continuing business for the three and nine months ended September 30, 2018: Legal, Tax & Accounting and Reuters News. Beginning in the first quarter of 2018, Reuters News became a reportable segment. The Regulatory Intelligence and Compliance Learning businesses, which were previously reported as part of the F&R business and generated approximately \$69 million of annual revenues in 2017, were retained after the closing of the F&R strategic partnership transaction and are reported as part of the Legal segment.

We assess the performance of our reportable segments as follows:

*Revenues*

We present segment revenue growth at both actual foreign exchange rates and in constant currency. We assess revenue performance for each reportable segment, as well as the businesses within each segment, before the impact of currency (or at “constant currency”). We also analyze our revenue by three types, recurring, transactions and print, reflecting the nature of our business model. While much of our print revenues are recurring, we segregate our revenues from print products to highlight that our print revenues are steadily declining due to our customers’ preference for online products.

*Segment adjusted EBITDA and segment adjusted EBITDA margin*

- Segment adjusted EBITDA represents earnings from continuing operations before tax expense or benefit, net interest expense, other finance costs or income, depreciation, amortization of software and other identifiable intangible assets, the company’s share of post-tax earnings or losses in equity method investments, other operating gains and losses, certain asset impairment charges, fair value adjustments, and corporate related items.
- The company does not consider these excluded items to be controllable operating activities for purposes of assessing the current performance of the reportable segments.
- Each segment includes an allocation of costs for centralized support services such as technology, editorial, real estate and certain global transaction processing functions that are based on usage or other applicable measures.
- Segment adjusted EBITDA margin is segment adjusted EBITDA expressed as a percentage of revenues.

Our “Corporate” category includes expenses for corporate functions.

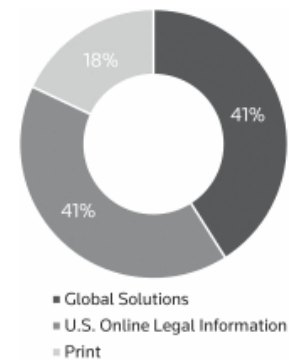
**Legal**

	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Change		2018	2017	Change	
			Total	Constant Currency			Total	Constant Currency
(millions of U.S. dollars, except margins)								
<b>Recurring revenues</b>	<b>649</b>	618	5%	5%	<b>1,926</b>	1,835	5%	5%
<b>Transactions revenues</b>	<b>78</b>	74	5%	7%	<b>233</b>	228	2%	2%
<b>Print revenues</b>	<b>156</b>	168	(7%)	(4%)	<b>478</b>	496	(4%)	(4%)
<b>Revenues</b>	<b>883</b>	860	3%	4%	<b>2,637</b>	2,559	3%	3%
<b>Segment adjusted EBITDA</b>	<b>327</b>	345	(5%)	(5%)	<b>967</b>	984	(2%)	(2%)
<b>Segment adjusted EBITDA margin</b>	<b>37.0%</b>	40.1%	(310)bp	(330)bp	<b>36.7%</b>	38.5%	(180)bp	(180)bp

On a constant currency basis, revenues increased 4% in the third quarter and 3% in the nine-month period. In both periods, higher recurring and transactions revenues more than offset lower print revenues. An acquisition in the first quarter of 2018 contributed 1% to revenue growth in both periods. Excluding print, Legal’s revenues increased 5% in the third quarter and 4% in the nine-month period.

Revenue performance by line of business in constant currency was as follows:

Third Quarter 2018 Revenues by Line of Business



- **Global Solutions revenues** include non-U.S. legal information and global software and services businesses. Global Solutions revenues increased 9% in the third quarter driven by 9% growth in recurring revenues (82% of the Global Solutions business) and 10% growth in transactions revenues. In the nine-month period, Global Solutions increased 6% driven by 7% growth in recurring revenues and 2% growth in transactions revenues. In both periods, revenues increased for U.K. Practical Law, FindLaw, Investigative & Public Records, Tracker and Elite, while revenues in Legal Managed Services were lower;
- **U.S. Online Legal Information** revenues increased 2% in both periods, due to growth in U.S. Practical Law. Our recent launch of Westlaw Edge continues to be well received by our customers and we expect to continue to enhance its capabilities; and
- **Print revenues**, which include U.S. and international print businesses, decreased 4% in both periods, including the contribution from a business acquired in the first quarter of 2018.

Legal's segment adjusted EBITDA and the related margins decreased on a constant currency basis in both periods as higher revenues were more than offset by higher expenses. The increase in expenses included investments related to the July 2018 launch of Westlaw Edge, a new legal research platform that utilizes advanced artificial intelligence, and higher employee-related costs. For the full-year, we expect Legal's margin to be comparable to the nine-month period of 2018.

**Tax & Accounting**

(millions of U.S. dollars, except margins)	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Change		2018	2017	Change	
			Total	Constant Currency			Total	Constant Currency
<b>Recurring revenues</b>	<b>272</b>	267	2%	5%	<b>859</b>	824	4%	6%
<b>Transactions revenues</b>	<b>56</b>	62	(10%)	(5%)	<b>240</b>	247	(3%)	(2%)
<b>Print revenues</b>	<b>13</b>	12	8%	8%	<b>38</b>	37	3%	3%
<b>Revenues</b>	<b>341</b>	341	-	3%	<b>1,137</b>	1,108	3%	4%
<b>Segment adjusted EBITDA</b>	<b>93</b>	95	(2%)	(2%)	<b>331</b>	339	(2%)	(1%)
<b>Segment adjusted EBITDA margin</b>	<b>27.3%</b>	27.9%	(60)bp	(140)bp	<b>29.1%</b>	30.6%	(150)bp	(160)bp

Revenues increased 3% and 4% on a constant currency basis in the third quarter and nine-month period, respectively, as growth in recurring and print revenues were partly offset by a decline in transactions revenues.

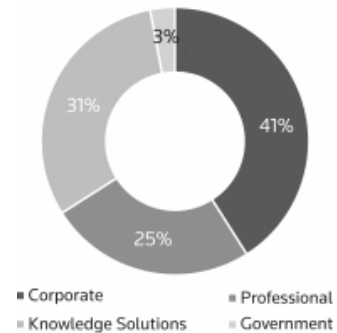
Recurring and total revenue growth in the third quarter included a 1% negative impact from the January 1, 2018 adoption of a new accounting standard, IFRS 15. IFRS 15 did not impact revenue growth in the nine-month period, and we continue to expect a nominal impact from the accounting standard on Tax & Accounting's revenues for the full year.



### Third Quarter 2018 Revenues by Line of Business

Revenue performance by line of business in constant currency was as follows:

- **Corporate** includes revenues from federal, state, local and international tax compliance, planning and management software and services. Corporate revenues increased 3% and 4% in the third quarter and nine-month period, respectively, primarily due to growth in the ONESOURCE global tax compliance solutions, partly offset by lower transactional revenues;
- **Professional** includes revenues from tax, accounting, payroll, document management, and practice management software and services. Professional revenues increased 5% and 7% in the third quarter and nine-month period, respectively, primarily from growth in CS Professional Suite solutions for accounting firms and higher revenues in Latin America;
- **Knowledge Solutions** includes revenues from information, research, and certified professional education tools for tax and accounting professionals. Knowledge Solutions revenues increased 2% and 1% in the third quarter and nine-month period, respectively, due to growth in Checkpoint and print revenues; and
- **Government**, which represents only 3% of Tax & Accounting's revenues, includes integrated property tax management and land registry solutions. Government revenues increased 3% and 2% in the third quarter and nine-month period, respectively.



Tax & Accounting's segment adjusted EBITDA and the related margins decreased on a constant currency basis in both periods as the impact of higher expenses more than offset higher revenues. The increase in expenses in both periods included higher employee-related expenses. The nine-month period also included charges associated with a long-term contract in Tax & Accounting's Government business.

Tax & Accounting is a more seasonal business relative to our other businesses, with a higher percentage of its segment adjusted EBITDA historically generated in the fourth quarter and to a slightly lesser extent, the first quarter, due to the release of certain tax products. Small movements in the timing of revenues and expenses can impact quarterly margins. Full-year margins are more reflective of the segment's performance. We expect Tax & Accounting's full-year 2018 margin to be in line with, or marginally higher than the prior year.

#### Reuters News

	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Total	Change	2018	2017	Total	Change
(millions of U.S. dollars, except margins)				Constant Currency				Constant Currency
<b>Recurring revenues</b>	<b>59</b>	62	(5%)	(5%)	<b>185</b>	187	(1%)	(4%)
<b>Transactions revenues</b>	<b>12</b>	11	9%	-	<b>30</b>	34	(12%)	(12%)
<b>Revenues</b>	<b>71</b>	73	(3%)	(4%)	<b>215</b>	221	(3%)	(5%)
<b>Segment adjusted EBITDA</b>	<b>6</b>	7	(14%)	(17%)	<b>22</b>	29	(24%)	(29%)
<b>Segment adjusted EBITDA margin</b>	<b>8.5%</b>	9.6%	(110)bp	(110)bp	<b>10.2%</b>	13.1%	(290)bp	(310)bp

In both periods, revenues decreased on a constant currency basis primarily due to lower recurring revenues, which comprise the majority of Reuters News' revenues. Transaction revenues were essentially unchanged in the third quarter and decreased in the nine-month period on a constant currency basis.

Segment adjusted EBITDA and the related margin for Reuters News decreased on a constant currency basis due to lower revenues.

Reuters News supplies news and editorial content to Refinitiv. When we owned all of the F&R business, the costs to produce this content were allocated to the F&R business and therefore included as part of discontinued operations, rather than as a component of Reuters News' adjusted EBITDA. Beginning in the fourth quarter, Reuters News will report these costs as part of its adjusted EBITDA. At the same time, Reuters News will begin to recognize revenue of \$325 million per year under a new 30-year agreement to continue to supply news and editorial content to the Refinitiv strategic partnership. The revenue is expected to be largely offset by the associated expenses within the results of Reuters News.

**Corporate costs**

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Corporate costs</b>	<b>124</b>	<b>59</b>	<b>240</b>	<b>169</b>

The increase in corporate costs reflected investments to reposition our business following the separation of the F&R business from the rest of our company, including acceleration of digital strategies, replication of capabilities that we lost with the separation from Refinitiv and severance.

**Results of Discontinued Operations**

Earnings from discontinued operations, net of tax, includes the following:

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>F&amp;R</b>	<b>358</b>	<b>206</b>	<b>397</b>	<b>532</b>
<b>Intellectual Property &amp; Science (IP &amp; Science)</b>	<b>(9)</b>	<b>(1)</b>	<b>(16)</b>	<b>1</b>
<b>Earnings from discontinued operations, net of tax</b>	<b>349</b>	<b>205</b>	<b>381</b>	<b>533</b>

In the third quarter of 2018, earnings from the discontinued operations of the F&R business increased primarily because there was no depreciation and amortization expense, as F&R assets held for sale were not depreciated. Earnings from discontinued operations also included a benefit from fair value adjustments associated with foreign currency derivatives embedded in certain customer contracts. These increases were partly offset by an additional tax charge of approximately \$90 million associated with the sale of a 55% interest in the F&R business.

In the nine-month period of 2018, earnings from the discontinued operations of the F&R business reflected an \$850 million deferred tax charge, most of which was recorded in the first quarter of 2018, associated with the sale of a 55% interest in that business. The \$850 million deferred tax charge includes \$38 million that was recorded in the third quarter, which resulted from an increase in state tax rates expected to apply to the F&R transaction. These deferred taxes were not required before 2018 as the F&R business was not considered held for sale until January 2018. This deferred tax liability will be remeasured upon closing of the transaction and will remain deferred until such time as we dispose of our 45% interest in the new partnership. The company estimates that cash tax payments of approximately \$125 million will be required in connection with the F&R transaction. The majority of these tax payments will be made in the fourth quarter of 2018.

Excluding the impact of the tax charge, the results of discontinued operations increased in the nine-month period reflecting the benefit from the treatment of depreciation and amortization, as well as a benefit from fair value adjustments and higher revenues.

Refer to the "F&R" section below for additional details.

Amounts related to our former IP & Science business include residual expense and income items that were borne by our company following the sale in October 2016.

**F&R**

Due to the significance of the F&R business to our company, supplemental information about its performance is provided below. As our retained 45% interest in the Refinitiv partnership will remain significant to our company, we plan to continue to provide information about Refinitiv's performance and financial condition in future periods.

(millions of U.S. dollars, except margins)	Three months ended September 30,				Nine months ended September 30,			
	2018	2017	Change		2018	2017	Change	
			Total	Constant Currency			Total	Constant Currency
<b>Recurring revenues</b>	<b>1,186</b>	1,175	1%	2%	<b>3,595</b>	3,486	3%	2%
<b>Transactions revenues</b>	<b>239</b>	230	4%	5%	<b>730</b>	669	9%	9%
<b>Recoveries revenues</b>	<b>116</b>	120	(3%)	-	<b>352</b>	356	(1%)	(3%)
<b>Revenues</b>	<b>1,541</b>	1,525	1%	2%	<b>4,677</b>	4,511	4%	2%
<b>Segment adjusted EBITDA</b>	<b>482</b>	461	5%	6%	<b>1,480</b>	1,380	7%	6%
<b>Segment adjusted EBITDA margin</b>	<b>31.3%</b>	30.2%	110bp	100bp	<b>31.6%</b>	30.6%	100bp	120bp
<b>Cash flow from operations</b>	<b>583</b>	413	41%		<b>1,244</b>	935	33%	
<b>Free cash flow(1)</b>	<b>442</b>	296	49%		<b>822</b>	565	45%	
<b>Capital expenditures</b>	<b>116</b>	96	21%		<b>362</b>	318	14%	

(1) Refer to Appendix A for additional information on non-IFRS financial measures.

In the third quarter, revenues increased 2% on a constant currency basis, all of which was organic. In the nine-month period revenues increased 2% on a constant currency basis as 3% organic growth was partly offset by a 1% negative impact from the January 1, 2018 adoption of IFRS 15. The revenue increases in both periods were primarily due to growth in recurring revenues, all of which was organic, and in transactions revenues. In the third quarter, transactions revenues increased 5% on a constant currency basis, comprised of 4% organic growth and 1% from a positive impact from IFRS 15. In the nine-month period, transactions revenues increased 11% organically, which was partly offset by a 2% negative impact from IFRS 15. Both periods reflected growth in Tradeweb and higher foreign exchange trading revenues.

Segment adjusted EBITDA and the related margin increased in both periods as higher revenues and lower technology costs more than offset costs of separating the F&R business from the company. The third quarter of 2018 included \$39 million of costs to separate the F&R business from the company. Excluding these costs, segment adjusted EBITDA increased 13% and the margin increased 360bp in the third quarter. In the nine-month period, segment adjusted EBITDA included \$83 million of costs to separate the F&R business from Thomson Reuters. Excluding these costs, segment adjusted EBITDA increased 13% and the margin increased 280bp in the nine-month period. Foreign currency positively impacted segment adjusted EBITDA margin by 10bp in the third quarter, but negatively impacted segment adjusted EBITDA margin by 20bp in the nine-month period, compared to the prior-year periods.

Cash flow from operations increased in both periods primarily due to favorable working capital movements. Free cash flow increased in both periods reflecting the same factors as cash flow from operations, which were partly offset by higher capital expenditures.

**Liquidity and Capital Resources**

Our principal sources of liquidity are cash on hand, cash provided by our operations, our commercial paper programs and credit facilities. From time to time, we also issue debt securities. Our principal uses of cash are for debt repayments, debt servicing costs, dividend payments, capital expenditures, share repurchases and acquisitions. We believe that our existing sources of liquidity will be sufficient to fund our expected cash requirements in the normal course of business for the next 12 months.

On October 1, 2018, we closed the sale of a 55% interest in our F&R business to private equity funds managed by Blackstone. An affiliate of Canada Pension Plan Investment Board and an affiliate of GIC invested alongside Blackstone. The F&R business is now known as Refinitiv. We received approximately \$17 billion in gross cash proceeds at the closing, which remain subject to future purchase price adjustments, and retained a 45% interest in the business. We plan to use the proceeds in a balanced manner, as follows:

We are in the process of returning \$10 billion of the F&R transaction proceeds to our shareholders.

- In October 2018, we returned approximately \$6.5 billion to shareholders pursuant to a substantial issuer bid/tender offer. Our principal shareholder (Woodbridge) participated pro rata in the substantial issuer bid/tender offer.
- Since announcing the F&R transaction on January 30, 2018, we have returned approximately \$1 billion to shareholders through open market share repurchases under our normal course issuer bid (NCIB).
- We plan to return approximately \$2.5 billion to shareholders through a return of capital transaction, which was announced on October 8, 2018 and is expected to be completed on or about November 27, 2018. The transaction, which is subject to shareholder and court approval, consists of a cash distribution of \$4.45 per common share and a share consolidation, or “reverse stock split”, which will reduce the number of outstanding common shares on a basis that is proportional to the cash distribution.

In October, we used approximately \$4 billion of the F&R transaction cash proceeds to repay debt, reducing our debt from approximately \$7 billion to \$3 billion and allowing us to remain substantially below our target leverage ratio (net debt/adjusted EBITDA) of 2.5:1.

Refer to the “Subsequent Events” section of this management’s discussion and analysis for additional information about these transactions.

We intend to use \$2 billion of the proceeds from the F&R transaction to fund strategic, targeted acquisitions to bolster our positions in key growth segments of our Legal Professionals, Tax Professionals and Corporate businesses. We expect to use the remaining \$1 billion for cash taxes, pension contributions, bond redemption costs and other fees and outflows related of the transaction. These funds include \$500 million to \$600 million of spend to eliminate stranded costs as well as investments to reposition the company following the separation of the business.

### Cash flow

#### Summary of consolidated statement of cash flow

The following discussion relates to the total cash flows of our business, including discontinued operations.

(millions of U.S. dollars)	Three months ended September 30,			Nine months ended September 30,		
	2018	2017	\$ Change	2018	2017	\$ Change
<b>Net cash provided by operating activities</b>	<b>850</b>	808	42	<b>2,072</b>	1,274	798
<b>Net cash used in investing activities</b>	<b>(245)</b>	(218)	(27)	<b>(784)</b>	(813)	29
<b>Net cash used in financing activities</b>	<b>(861)</b>	(468)	(393)	<b>(1,169)</b>	(1,945)	776
<b>Increase (decrease) in cash and bank overdrafts</b>	<b>(256)</b>	122	(378)	<b>119</b>	(1,484)	1,603
<b>Translation adjustments</b>	<b>(9)</b>	4	(13)	<b>(21)</b>	9	(30)
<b>Cash and bank overdrafts at beginning of period</b>	<b>1,231</b>	766	465	<b>868</b>	2,367	(1,499)
<b>Cash and bank overdrafts at end of period</b>	<b>966</b>	892	74	<b>966</b>	892	74
<b>Cash and bank overdrafts at end of period comprised of:</b>						
<b>Cash and cash equivalents</b>	<b>507</b>	898	(391)	<b>507</b>	898	(391)
<b>Cash and cash equivalents in assets held for sale</b>	<b>461</b>	-	461	<b>461</b>	-	461
<b>Bank overdrafts</b>	<b>(2)</b>	(6)	4	<b>(2)</b>	(6)	4

**Operating activities.** Net cash provided by operating activities increased in the third quarter primarily due to favorable working capital movements in discontinued operations. Net cash provided by operating activities increased in the nine-month period primarily because the prior-year period included a \$500 million pension contribution and higher severance payments. Favorable working capital movements in discontinued operations also contributed to the increase.

**Investing activities.** Net cash used in investing activities increased in the third quarter as higher acquisition spending more than offset lower capital expenditures and proceeds from the disposal of a portion of an investment in the prior period. Net cash used in investing activities decreased in the nine-month period as lower acquisition spending, proceeds from the sale of a building in 2018 and the partial sale of an investment in 2017 more than offset higher capital expenditures. In the nine-month period of 2018, acquisition spending was \$60 million compared to \$184 million in the prior-year period. The acquisition spending in the prior-year period occurred primarily within the F&R business, which was classified as a discontinued operation.

**Financing activities.** Net cash used in financing activities increased in the third quarter primarily due to lower net borrowings, partly offset by lower share repurchases. The decrease in net cash used in financing activities in the nine-month period was due to lower net repayments of debt and lower share repurchases. We returned \$0.4 billion (2017—\$0.5 billion) and \$1.2 billion (2017—\$1.5 billion) to our common shareholders through dividends and share repurchases in the third quarter and nine-month period, respectively.

Additional information about our debt, dividends and share repurchases is as follows:

- **Commercial paper programs.** Our \$2.0 billion commercial paper programs provide cost-effective and flexible short-term funding. Issuances of commercial paper reached a peak of \$2.0 billion during the nine-month period of 2018, of which \$1.7 billion was outstanding at September 30, 2018. Refer to the “Subsequent Events” section of this management’s discussion and analysis for commercial paper repayments made in October 2018.
- **Credit facilities.** The company has a \$2.4 billion credit facility that matures in November 2021 and may be used to provide liquidity for general corporate purposes (including support for our commercial paper programs). In the nine-month period of 2018, we borrowed and repaid \$370 million under this credit facility. There were no borrowings under this credit facility at September 30, 2018. Based on our current credit ratings, the cost of borrowing under the agreement is priced at LIBOR/EURIBOR plus 100 basis points. We may request an increase in the lenders’ commitments up to a maximum amount of \$3.0 billion, subject to approval by applicable lenders.

The company had a \$1.5 billion credit facility that was comprised of a \$0.5 billion term loan facility and a \$1.0 billion revolving credit facility, which was cancelled on October 1, 2018. We had no borrowings under either facility at September 30, 2018. During the nine-month period of 2018, we borrowed and repaid \$1.0 billion under the revolving credit facility.

In the event that our debt rating is downgraded by Moody’s or Standard & Poor’s, our facility fees and borrowing costs may increase, although availability would be unaffected. Conversely, an upgrade in our ratings may reduce our facility fee and borrowing costs. We monitor the lenders that are party to our facilities and believe they continue to be able to lend to us.

We guarantee borrowings by our subsidiaries under the credit facilities. We must also maintain a ratio of net debt as of the last day of each fiscal quarter to EBITDA as defined in the credit agreements (earnings before interest, income taxes, depreciation and amortization and other modifications described in the credit agreements) for the last four quarters ended of not more than 4.5:1. We were in compliance with this covenant at September 30, 2018.

- **Debt shelf prospectus.** In July 2018, we filed a debt shelf prospectus under which we may issue up to \$3.0 billion principal amount of debt securities from time to time through August 2020. We have not issued any debt securities under the prospectus.
- **Long-term debt.** We repaid the following notes in the nine months ended September 30, 2017:

Month/Year	Transaction	Principal Amount (in millions)
	<b>Notes repaid</b>	
September 2017	1.65% Notes, due 2017	US\$550
February 2017	1.30% Notes, due 2017	US\$550

Refer to the “Subsequent Events” section of this management’s discussion and analysis for debt repayments made in October 2018 following the closing of the F&R transaction.

- **Credit ratings.** Our access to financing depends on, among other things, suitable market conditions and the maintenance of suitable long-term credit ratings. Our credit ratings may be adversely affected by various factors, including increased debt levels, decreased earnings, declines in customer demand, increased competition, a further deterioration in general economic and business conditions and adverse publicity. Any downgrades in our credit ratings may impede our access to the debt markets or result in significantly higher borrowing rates.

In October 2018 following the closing of the F&R transaction, Standard and Poor’s downgraded our long-term debt from BBB+ to BBB. As of the date of this management’s discussion and analysis, there have been no other changes to our credit ratings. Our credit ratings continue to be subject to change in the future.

The following table sets forth the credit ratings that we have received from rating agencies in respect of our outstanding securities as of the date of this management’s discussion and analysis:

	Moody’s	Standard & Poor’s	DBRS Limited	Fitch
<b>Long-term debt</b>	Baa2	BBB	BBB (high)	BBB+
<b>Commercial paper</b>	P-2	A-2	R-2 (high)	F2
<b>Trend/Outlook</b>	Negative Outlook	Stable	Stable	Stable

These credit ratings are not recommendations to purchase, hold, or sell securities and do not address the market price or suitability of a specific security for a particular investor.

- **Dividends.** Dividends on our common shares are declared in U.S. dollars. In our consolidated statement of cash flow, dividends paid on common shares are shown net of amounts reinvested in our company under our dividend reinvestment plan (DRIP). Registered holders of common shares may participate in our DRIP, under which cash dividends are automatically reinvested in new common shares.

Details of dividends declared per common share and dividends paid on common shares are as follows:

(millions of U.S. dollars, except per share amounts)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Dividends declared per share</b>	\$ 0.345	\$ 0.345	\$ 1.035	\$ 1.035
<b>Dividends declared</b>	242	246	732	746
<b>Dividends reinvested</b>	(10)	(9)	(25)	(26)
<b>Dividends paid</b>	232	237	707	720

In October 2018, we increased our annualized dividend rate to \$1.40 per common share effective with the quarterly dividend payable in December 2018. Refer to the “Subsequent Events” section of this management’s discussion and analysis for additional information.

- **Share repurchases.** We may buy back shares (and subsequently cancel them) from time to time as part of our capital strategy. Share repurchases are effected under our NCIB. In May 2018, we renewed our NCIB for an additional 12 months. Under the renewed NCIB, we may repurchase up to 35.5 million common shares between May 30, 2018 and May 29, 2019 in open market transactions on the Toronto Stock Exchange (TSX), the New York Stock Exchange (NYSE) and/or other exchanges and alternative trading systems, if eligible, or by such other means as may be permitted by the TSX and/or NYSE or under applicable law, including private agreement purchases if we receive an issuer bid exemption order from applicable securities regulatory authorities in Canada for such purchases. The price that our company will pay for shares in open market transactions under the NCIB will be the market price at the time of purchase or such other price as may be permitted by TSX. There were no private agreement purchases in 2018. In the nine-month period of 2017, we privately repurchased 6.0 million common shares at a discount to the then-prevailing market price.

Details of share repurchases were as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Share repurchases (millions of U.S. dollars)</b>	129	230	488	808
<b>Shares repurchased (number in millions)</b>	3.1	5.0	12.2	18.5
<b>Share repurchases—average price per share in U.S. dollars</b>	\$ 41.13	\$ 46.03	\$ 39.95	\$ 43.60

Decisions regarding any future repurchases will depend on factors such as market conditions, share price and other opportunities to invest capital for growth. We may elect to suspend or discontinue our share repurchases at any time, in accordance with applicable laws. From time to time when we do not possess material nonpublic information about ourselves or our securities, we may enter into a pre-defined plan with our broker to allow for the repurchase of shares at times when we ordinarily would not be active in the market due to our own internal trading blackout periods, insider trading rules or otherwise. Any such plans entered into with our broker will be adopted in accordance with applicable Canadian securities laws and the requirements of Rule 10b5-1 under the U.S. Securities Exchange Act of 1934, as amended. In August 2018, we entered into such a plan with our broker to allow for repurchases following the expiry of the substantial issuer bid/tender offer in October 2018. In connection with entering into this plan, we recorded a \$512 million liability in “Other financial liabilities” within current liabilities at September 30, 2018 with a corresponding amount recorded in equity in the consolidated statement of financial position.

Refer to the “Subsequent Events” section of this management’s discussion and analysis for additional details on our NCIB and SIB.

**Free cash flow**

The following discussion relates to the total cash flows of our business, including discontinued operations.

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Net cash provided by operating activities</b>	<b>850</b>	808	<b>2,072</b>	1,274
<b>Capital expenditures</b>	<b>(110)</b>	(160)	<b>(420)</b>	(392)
<b>Proceeds from disposals of property and equipment</b>	<b>-</b>	-	<b>27</b>	-
<b>Capital expenditures from discontinued operations</b>	<b>(116)</b>	(96)	<b>(362)</b>	(318)
<b>Other investing activities</b>	<b>1</b>	1	<b>19</b>	16
<b>Other investing activities from discontinued operations</b>	<b>-</b>	(2)	<b>-</b>	(2)
<b>Dividends paid on preference shares</b>	<b>(1)</b>	(1)	<b>(2)</b>	(2)
<b>Dividends paid to non-controlling interests from discontinued operations</b>	<b>(25)</b>	(19)	<b>(60)</b>	(50)
<b>Free cash flow</b>	<b>599</b>	531	<b>1,274</b>	526

Free cash flow increased in the third quarter primarily due to higher cash flow from operating activities and lower capital expenditures. Despite higher capital expenditures in the nine-month period, free cash flow increased due to significantly higher cash flow from operating activities.

**Financial position**

Our total assets were \$26.7 billion at September 30, 2018, an increase of \$0.3 billion from December 31, 2017. The increase was primarily due to capital expenditures, including within our F&R business, which more than offset depreciation of fixed assets and amortization of computer software and identifiable intangible assets. The increase partly reflected that F&R assets held for sale were not depreciated.

At September 30, 2018, the carrying amounts of our total current liabilities (excluding liabilities associated with assets held for sale) exceeded the carrying amounts of our total current assets (excluding assets held for sale) by \$3.1 billion. Of this amount, current liabilities included \$2.1 billion of current indebtedness, which we repaid with the proceeds from the sale of a 55% interest in our F&R business in October 2018 (refer to the "Subsequent Events" section of this management's discussion and analysis). Current liabilities also include \$0.7 billion of deferred revenue, which arises from the sale of subscription-based products and services that many customers pay for in advance. The cash received from these advance payments is used to currently fund the operating, investing and financing activities of our business. However, for accounting purposes, these advance payments must be deferred and recognized over the term of the subscription. As such, we typically reflect a negative working capital position in our consolidated statement of financial position. In the ordinary course of business, deferred revenue does not represent a cash obligation, but rather an obligation to perform services or deliver products. Therefore, we believe this portion of our negative working capital position at September 30, 2018 was not indicative of a liquidity issue, but rather an outcome of the required accounting for our business model.

**Net debt(1)**

(millions of U.S. dollars)	September 30,	December 31,
	2018	2017
<b>Current indebtedness</b>	<b>2,127</b>	1,644
<b>Current indebtedness in liabilities associated with assets held for sale</b>	<b>1</b>	-
<b>Long-term indebtedness</b>	<b>4,955</b>	5,382
<b>Total debt</b>	<b>7,083</b>	7,026
<b>Swaps</b>	<b>285</b>	246
<b>Total debt after swaps</b>	<b>7,368</b>	7,272
<b>Remove fair value adjustments for hedges(2)</b>	<b>15</b>	9
<b>Total debt after currency hedging arrangements</b>	<b>7,383</b>	7,281
<b>Remove transaction costs and discounts included in the carrying value of debt</b>	<b>51</b>	59
<b>Less: cash and cash equivalents(3)</b>	<b>(507)</b>	(874)
<b>Less: cash and cash equivalents in assets held for sale(4)</b>	<b>(461)</b>	-
<b>Net debt</b>	<b>6,466</b>	6,466

(1) Net debt is a non-IFRS financial measure, which we define in Appendix A of this management's discussion and analysis.

(2) Represents the interest-related fair value component of hedging instruments that are removed to reflect net cash outflow upon maturity.

(3) Includes cash and cash equivalents of \$20 million and \$126 million at September 30, 2018 and December 31, 2017, respectively, held in subsidiaries which have regulatory restrictions, contractual restrictions or operate in countries where exchange controls and other legal restrictions apply and are therefore not available for general use by our company.

(4) Includes \$112 million of cash and cash equivalents at September 30, 2018 that is not available for general use by our company due to the same restrictions described in note (3) above.

At September 30, 2018, our total debt position (after swaps) was \$7.4 billion. The maturity dates for our term debt are well balanced with no significant concentration in any one year. At September 30, 2018, the average maturity of our term debt (total debt excluding commercial paper and credit facilities) was approximately nine years at an average interest rate (after swaps) of less than 5%. In October 2018, we repaid approximately \$4 billion of debt using the proceeds from the sale of a 55% interest in the F&R business. Refer to the "Subsequent Events" section of this management's discussion and analysis for additional information. After these debt repayments, the average maturity of our term debt was approximately twelve years at an average interest rate (after swaps) of less than 5%, all of which is fixed, and we remain well below our target leverage ratio of net debt to adjusted EBITDA of 2.5:1.

**Off-balance sheet arrangements, commitments and contractual obligations**

For a summary of our other off-balance sheet arrangements, commitments and contractual obligations please see our 2017 annual management's discussion and analysis. There were no material changes to these arrangements, commitments and contractual obligations during the nine months ended September 30, 2018.

**Contingencies*****Lawsuits and legal claims***

We are engaged in various legal proceedings, claims, audits and investigations that have arisen in the ordinary course of business. These matters include, but are not limited to, employment matters, commercial matters, defamation claims and intellectual property infringement claims. The outcome of all of the matters against us is subject to future resolution, including the uncertainties of litigation. Based on information currently known to us and after consultation with outside legal counsel, management believes that the ultimate resolution of any such matters, individually or in the aggregate, will not have a material adverse impact on our financial condition taken as a whole.

***Uncertain tax positions***

We are subject to taxation in numerous jurisdictions and we are routinely under audit by many different taxing authorities in the ordinary course of business. There are many transactions and calculations during the course of business for which the ultimate tax determination is uncertain, as taxing authorities may challenge some of our positions and propose adjustments or changes to our tax filings.

As a result, we maintain provisions for uncertain tax positions that we believe appropriately reflect our risk. These provisions are made using our best estimate of the amount expected to be paid based on a qualitative assessment of all relevant factors. We review the adequacy of these provisions at the end of each reporting period and adjust them based on changing facts and circumstances. Due to the uncertainty associated with tax audits, it is possible that at some future date, liabilities resulting from such audits or related litigation could vary significantly from our provisions. However, based on currently enacted legislation, information currently known to us and after consultation with outside tax advisors, management believes that the ultimate resolution of any such matters, individually or in the aggregate, will not have a material adverse impact on our financial condition taken as a whole.

For additional information, please see the "Risk Factors" section of our 2017 annual report, which contains further information on risks related to tax matters.



## Outlook

The information in this section is forward-looking and should be read in conjunction with the part of the “Additional Information” section below entitled “Cautionary Note Concerning Factors That May Affect Future Results”.

We recently reaffirmed our 2018 full-year business outlook that was originally communicated in May 2018, except for an update to our adjusted EBITDA and full-year estimated effective tax rate on adjusted earnings. Consistent with prior years, our guidance is provided before currency. Our outlook for revenue growth and adjusted EBITDA:

- Assumes constant currency rates relative to 2017;
- Excludes the F&R business, which was classified as a discontinued operation through the closing of the F&R transaction; and
- Does not factor in the impact of acquisitions or divestitures that may occur during the year except for the sale of a 55% interest in the F&R business.

The following table sets forth our 2018 financial outlook for revenue growth and adjusted EBITDA, as well as the material assumptions and the material risks that may cause actual performance to differ materially from our expectations for those measures.

<b>Revenues expected to grow low single digits (excludes any fourth quarter 2018 payments to Reuters News from Refinitiv following the October 1, 2018 closing of the F&amp;R strategic partnership transaction)</b>	
<b>Material assumptions</b>	<b>Material risks</b>
<ul style="list-style-type: none"> <li>• Gross domestic product (GDP) growth in most of the countries where we operate</li> <li>• Continued demand for products and services that help customers navigate changing geopolitical, economic and regulatory environments</li> <li>• An increase in demand for information and workflow solutions</li> <li>• Accelerated growth in Legal &amp; Tax &amp; Accounting businesses due to increased focus</li> </ul>	<ul style="list-style-type: none"> <li>• Global economic uncertainty due to factors including continued regulatory reform around the world, changes in the political environment may limit business opportunities for our customers, lowering their demand for our products and services</li> <li>• Demand for our products and services could be reduced by changes in customer buying patterns, or our inability to execute on key product or customer support initiatives</li> <li>• Pressure on certain customers, in developed markets in particular, may constrain the number of professionals employed</li> <li>• Competitive pricing actions could impact our revenues</li> <li>• Our sales and product initiatives may be insufficient to retain customers or generate new sales</li> </ul>
<b>Adjusted EBITDA of approximately \$1.3 billion, including the corporate costs referred to below (previously between \$1.2 billion and \$1.3 billion)</b>	
<b>Material assumptions</b>	<b>Material risks</b>
<ul style="list-style-type: none"> <li>• Revenues expected to grow at low single digits</li> <li>• Business mix continues to shift to higher-growth product offerings</li> <li>• Continued investment in growth markets, customer service, product development and digital capabilities</li> <li>• The costs to separate the F&amp;R business from Thomson Reuters, as well as our ability to reduce our cost base, are in line with our estimates</li> </ul>	<ul style="list-style-type: none"> <li>• Same as the risks above related to the revenue outlook</li> <li>• The costs of required investments exceed expectations or actual returns are below expectations</li> <li>• Acquisition and disposal activity may dilute adjusted EBITDA</li> <li>• Our estimate of costs to separate our businesses as well as our estimates regarding the reduction of our cost base may be inaccurate</li> </ul>

For the full year of 2018, we expect corporate costs to be between \$500 million and \$600 million and that they will increase over the balance of the year. The 2018 estimate is comprised of:

- Approximately \$140 million of core corporate costs;
- Approximately \$150 million of stranded costs, which we define as costs that will not be eliminated with the sale of the 55% interest in the F&R business, as well as costs due to dis-synergies from losing certain benefits of scale from the F&R transaction; and
- Between \$200 million and \$300 million for investments to reposition the ongoing Thomson Reuters business following the separation of the F&R business from the rest of the company, including reducing the stranded costs, replacing operating and technology capabilities lost through the sale of a 55% interest in the F&R business, and investments to better position Thomson Reuters for the future.

Additionally, we expect that our corporate costs in 2019 and 2020 will be impacted by the following:

- Stranded costs should gradually decline to approximately \$100 million in 2019 and to \$50 million or less by the end of 2020; and
- In 2019, we expect to spend an additional \$250 million to \$300 million to separate and reposition the remaining business.

We expect depreciation and amortization of computer software to be between \$500 million and \$525 million, capital expenditures to approximate 10% of revenues, and our 2018 effective tax rate to be between 17% and 19% (previously between 14% and 16%), assuming no material changes in current tax laws or treaties to which we are subject. Our expectation for the full-year tax rate reflects the impact of anticipated spending in the second half of 2018 to separate and reposition our business in connection with the disposition of a 55% interest in the F&R business.

Our Outlook contains various non-IFRS financial measures. For Outlook purposes only, we are unable to reconcile these non-IFRS measures to the most comparable IFRS measures because we cannot predict, with reasonable certainty, the 2018 impact of changes in foreign exchange rates which impact (i) the translation of our results reported at average foreign currency rates for the year and (ii) other finance income or expense related to foreign exchange contracts and intercompany financing arrangements. Additionally, we cannot reasonably predict the occurrence or amount of other operating gains and losses, which generally arise from business transactions we do not anticipate.

### **Related Party Transactions**

As of November 5, 2018, Woodbridge beneficially owned approximately 66% of our shares.

In April 2018, we sold a Canadian wholly-owned subsidiary to a company affiliated with Woodbridge for \$16 million. The subsidiary's assets consisted of accumulated losses that management did not expect to utilize against future taxable income prior to their expiry. As such, no tax benefit for the losses had been recognized in our consolidated financial statements. Under Canadian law, certain losses may only be transferred to related companies, such as those affiliated with Woodbridge. We recorded a gain of \$16 million within "Other operating gains, net" within the consolidated income statement. In connection with this transaction, our board of directors' Corporate Governance Committee obtained an independent fairness opinion. We utilized the independent fairness opinion to determine that the negotiated price between us and the purchaser was reasonable. After receiving the recommendation of the Corporate Governance Committee, the board of directors approved the transaction. Directors who were not considered independent because of their positions with Woodbridge refrained from deliberating and voting on the matter at both the committee and board meetings.

In October 2018, we returned approximately \$6.5 billion to our shareholders pursuant to a substantial issuer bid/tender offer under which we repurchased approximately 138 million shares at a price of \$47 per share. As part of this transaction, Woodbridge sold approximately 88.9 million shares through a proportionate tender which allowed it to maintain its equity ownership in Thomson Reuters of approximately 64%. Refer to the "Subsequent Events" section of this management's discussion and analysis for additional information.

Except for the above transactions, there were no new significant related party transactions during the nine months ended September 30, 2018. Please refer to the "Related Party Transactions" section of our 2017 annual management's discussion and analysis, which is contained in our 2017 annual report, as well as note 29 of our 2017 annual consolidated financial statements for information regarding related party transactions.

### **Subsequent Events**

#### ***F&R Strategic Partnership Transaction***

On October 1, 2018, we closed the sale of a 55% interest in our F&R business to private equity funds managed by Blackstone. An affiliate of Canada Pension Plan Investment Board and an affiliate of GIC invested alongside Blackstone. We retained a 45% interest in the business, which is now known as Refinitiv. Beginning with its results for the fourth quarter of 2018, Thomson Reuters' IFRS results will include the company's 45% share of Refinitiv's results reported in a single line item on the company's consolidated income statement titled "Share of post-tax earnings in equity method investments". Thomson Reuters' non-IFRS measures, including adjusted earnings, will exclude its share of post-tax earnings in equity method investments. To facilitate the separation, Refinitiv and Thomson Reuters are providing certain transition services to each other for a specified period, including technology and administrative services.

We received approximately \$17 billion in gross proceeds at closing, which remain subject to purchase price adjustments, and expect to record a post-tax gain of approximately \$3.0 billion from the transaction.

Since the closing of the F&R transaction, we have repaid approximately \$4 billion of debt from the proceeds of the F&R transaction, including through a recently completed debt redemption and debt tender offer. The repayments were as follows:

Full / Partial Redemption	Notes Repaid	Principal Amount (in millions)
Full Redemption	3.369% Notes, due 2019	C\$500 <sup>(1)</sup>
Full Redemption	4.35% Notes, due 2020	C\$750 <sup>(2)(3)</sup>
Full Redemption	4.70% notes, due 2019	\$500 <sup>(3)</sup>
Partial Redemption	3.95% notes, due 2021	\$211 million repaid of \$350 million principal amount <sup>(3)</sup>
Partial Redemption	3.85% notes, due 2024	\$208 million repaid of \$450 million principal amount <sup>(3)</sup>
Partial Redemption	4.50% notes, due 2043	\$231 million repaid of \$350 million principal amount <sup>(3)</sup>

(1) Converted to US\$478 million principal amount at an interest rate of 2.852% after cross-currency swap agreements that were designated as cash flow hedges.

(2) Converted to US\$731 million principal amount at an interest rate of 3.911% after cross-currency swap agreements that were designated as cash flow hedges.

(3) The notes were classified as "Long-term indebtedness" within the consolidated statement of financial position at September 30, 2018 based on their maturity date, as the early repayment in October 2018 was contingent on the company's closing the sale of a 55% interest in its F&R business.

We also repaid approximately \$1.7 billion of outstanding commercial paper borrowings.

In October 2018, we returned approximately \$6.5 billion to shareholders pursuant to a substantial issuer bid/tender offer under which we repurchased approximately 138 million shares at a price of \$47 per share. Our principal shareholder, Woodbridge, made a proportionate tender, which resulted in it tendering the number of shares that allowed it to maintain its 64% proportionate equity ownership in Thomson Reuters following completion of the transaction.

We plan to return approximately \$2.5 billion to shareholders through a return of capital transaction, which was announced on October 8, 2018 and is expected to be completed on or about November 27, 2018. The transaction, which is subject to shareholder and court approval, consists of a cash distribution of \$4.45 per common share and a share consolidation, or "reverse stock split", which will reduce the number of outstanding common shares on a basis that is proportional to the cash distribution.

See the section entitled "F&R Strategic Partnership Transaction" for further details about the expected use of proceeds.

In connection with the closing of the F&R transaction, Reuters News and Refinitiv entered into a 30-year agreement for Reuters News to supply news and editorial content to the partnership for a minimum of \$325 million per year. For the duration of the news agreement, we have granted the Refinitiv partnership a license to permit it to brand its products/services and company name with the "Reuters" mark, subject to applicable limitations and restrictions set forth in a trademark license agreement.

#### **Share repurchases**

In October 2018, we repurchased 11.1 million of our common shares under our NCIB for \$512 million at an average price per share of \$46.28.

#### **Acquisition**

In October 2018, we signed a definitive agreement to acquire Integration Point, a provider of global trade management operations. The completion of the acquisition is subject to customary regulatory approvals and closing conditions.

#### **Dividends**

In October 2018, our board of directors approved a \$0.02 per share increase in the annualized dividend to \$1.40 per common share, which will become effective with our quarterly dividend to be paid in the fourth quarter of 2018. A quarterly dividend of \$0.35 will be paid on December 17, 2018 to shareholders of record as of November 15, 2018.

#### **Segment reporting changes**

Effective October 1, 2018, we transitioned from a product-centric structure to a customer-centric structure, and remapped our business units into the following reportable segments:

- Legal Professionals
- Tax Professionals
- Corporates
- Global Print
- Reuters News

We will begin to report on the new segment basis beginning with the fourth-quarter 2018 results.

## **Changes in Accounting Policies**

Please refer to the “Changes in Accounting Policies” section of our 2017 annual management’s discussion and analysis, which is contained in our 2017 annual report, as well as notes 1 and 2 of our consolidated interim financial statements for the three and nine months ended September 30, 2018, for information regarding changes in accounting policies.

## **Critical Accounting Estimates and Judgments**

The preparation of financial statements requires management to make estimates and judgments about the future. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Please refer to the “Critical Accounting Estimates and Judgments” section of our 2017 annual management’s discussion and analysis, which is contained in our 2017 annual report, for additional information, as well as note 3 of our consolidated interim financial statements for the three and nine months ended September 30, 2018, for information regarding changes on our critical accounting judgments.

## **Additional Information**

### ***Disclosure controls and procedures***

Our Chief Executive Officer and Chief Financial Officer, after evaluating the effectiveness of our disclosure controls and procedures (as defined in applicable U.S. and Canadian securities law) as of the end of the period covered by this management’s discussion and analysis, have concluded that our disclosure controls and procedures were effective to ensure that all information that we are required to disclose in reports that we file or furnish under the U.S. Securities Exchange Act and applicable Canadian securities law is (i) recorded, processed, summarized and reported within the time periods specified in the rules and forms of the SEC and Canadian securities regulatory authorities and (ii) accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding required disclosure.

### ***Internal control over financial reporting***

Our management is responsible for establishing and maintaining adequate internal control over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

We are engaged in the following long-term efficiency initiative which impacts our financial reporting:

- We are enhancing our order-to-cash (OTC) applications and related workflow processes in phases over multiple years. Key elements of the OTC solutions are order management, billing, cash management and collections functionality. We expect to reduce the number of applications and to streamline and automate processes across our organization through this initiative.

As we are implementing this initiative in phases over an extended period, the nature and extent of activity will vary by quarter. In certain quarters, we may have limited or no activity.

The initiative could result in material changes to our internal control over financial reporting depending on the nature and volume of work completed as we will continue to modify the design and documentation of the related internal control processes and procedures, as necessary. Except as described above, there was no change in our internal control over financial reporting during the last fiscal quarter of 2018 that materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Additionally, in connection with the sale of a 55% interest in our F&R business, we have separated the F&R business from the rest of the company. The separation includes the transfer of a significant number of employees who perform accounting and reporting functions. While management does not anticipate material changes in key controls over our financial reporting processes, a number of key controls will be performed under transition service arrangements between Thomson Reuters and the F&R strategic partnership.

### **Share capital**

As of November 5, 2018, we had outstanding 552,289,711 common shares, 6,000,000 Series II preference shares, 10,435,643 stock options and a total of 3,847,045 time-based restricted share units and performance restricted share units. We have also issued a Thomson Reuters Founders Share which enables Thomson Reuters Founders Share Company to exercise extraordinary voting power to safeguard the Thomson Reuters Trust Principles.

We reduced the number of our outstanding common shares by approximately 19.7% in connection with the closing of the substantial issuer bid/tender offer. We anticipate that the closing of the proposed return of capital transaction will reduce the number of outstanding common shares on a basis that is proportional to the cash distribution.

### **Public securities filings and regulatory announcements**

You may access other information about our company, including our 2017 annual report (which contains information required in an annual information form) and our other disclosure documents, reports, statements or other information that we file with the Canadian securities regulatory authorities through SEDAR at [www.sedar.com](http://www.sedar.com) and in the United States with the SEC at [www.sec.gov](http://www.sec.gov). These filings also include additional information about the F&R transaction.

### **Cautionary note concerning factors that may affect future results**

*Certain statements in this management's discussion and analysis are forward-looking, including, but not limited to, statements about the F&R transaction (including the expected uses of proceeds from the F&R transaction and fourth quarter of 2018 tax payments required in connection with the transaction), and the newly formed Refinitiv strategic partnership, statements about our 2018 expectations in the "Outlook" and "Executive Summary" sections, the expected timing for the return of capital transaction, and statements regarding our Legal's and Tax & Accounting segment's full-year adjusted EBITDA margin and the impact of IFRS 15 on Tax & Accounting's revenues. The words "expect", "believe", "target" and "will" and similar expressions identify forward-looking statements. Forward-looking statements are subject to a number of risks and uncertainties that could cause actual results or events to differ materially from current expectations. These forward-looking statements are based on certain assumptions and reflect our company's current expectations. As a result, forward-looking statements are subject to a number of risks and uncertainties that could cause actual results or events to differ materially from current expectations. Certain factors that could cause actual results or events to differ materially from current expectations are discussed in the "Outlook" section above. Additional factors are discussed in the "Risk Factors" section of our 2017 annual report and in materials that we from time to time file with, or furnish to, the Canadian securities regulatory authorities and the U.S. Securities and Exchange Commission. There is no assurance that the return of capital transaction will be completed or that the events described in any other forward-looking statement will materialize. Our Outlook is provided for the purpose of providing information about current expectations for 2018. This information may not be appropriate for other purposes. You are cautioned not to place undue reliance on forward-looking statements, which reflect our expectations only as of the date of this management's discussion and analysis. Except as may be required by applicable law, we disclaim any obligation to update or revise any forward-looking statements.*

**Appendix A**

**Non-IFRS Financial Measures**

We use non-IFRS financial measures as supplemental indicators of our operating performance and financial position. Additionally, we use non-IFRS measures as performance metrics as the basis for management incentive programs. These measures do not have any standardized meaning prescribed by IFRS and therefore are unlikely to be comparable to the calculation of similar measures used by other companies. Except for free cash flow, all our non-IFRS measures exclude the results of the F&R business, which was reported as a discontinued operation.

The following table sets forth our non-IFRS financial measures, including an explanation of why we believe they are useful measures of our performance. Reconciliations for the most directly comparable IFRS measure are reflected in our management’s discussion and analysis.

How We Define It	Why We Use It and Why It Is Useful to Investors	Most Directly Comparable IFRS Measure/Reconciliation
<b>Segment adjusted EBITDA, consolidated adjusted EBITDA and the related margins</b>		
<p>Segment adjusted EBITDA represents earnings from continuing operations, or for the F&amp;R business, earnings from discontinued operations, before tax expense or benefit, net interest expense, other finance costs or income, depreciation, amortization of software and other identifiable intangible assets, our share of post-tax earnings or losses in equity method investments, other operating gains and losses, certain asset impairment charges, fair value adjustments and corporate related items.</p> <p>Consolidated adjusted EBITDA is comprised of segment adjusted EBITDA from each reportable segment and Corporate.</p> <p>The related margins are expressed as a percentage of revenues.</p>	<p>Provides a consistent basis to evaluate operating profitability and performance trends by excluding items that we do not consider to be controllable activities for this purpose.</p> <p>Represents a measure commonly reported and widely used by investors as a valuation metric. Additionally, this measure is used to assess our ability to incur and service debt.</p>	Earnings from continuing operations
<b>Adjusted EBITDA less capital expenditures and the related margin</b>		
<p>Adjusted EBITDA less capital expenditures. The related margin is expressed as a percentage of revenues.</p>	<p>Provides a basis for evaluating the operating profitability and capital intensity of a business in a single measure. This measure captures investments regardless of whether they are expensed or capitalized.</p>	Earnings from continuing operations
<b>Adjusted earnings and adjusted EPS</b>		
<p>Net earnings and per share:</p> <ul style="list-style-type: none"> <li>excluding the post-tax impacts of fair value adjustments, amortization of other identifiable intangible assets, other operating gains and losses, certain impairment charges, other net finance costs or income, our share of post-tax earnings or losses in equity method investments, discontinued operations and other items affecting comparability. We calculate the post-tax amount of each item excluded from adjusted earnings based on the specific tax rules and tax rates associated with the nature and jurisdiction of each item.</li> <li>We also deduct dividends declared on preference shares.</li> </ul> <p>Adjusted EPS is calculated using diluted weighted-average shares.</p>	<p>Provides a more comparable basis to analyze earnings and is also a measure commonly used by shareholders to measure our performance.</p>	Net earnings and diluted earnings per share

How We Define It	Why We Use It and Why It Is Useful to Investors	Most Directly Comparable IFRS Measure/Reconciliation
<b>Adjusted earnings and adjusted EPS (continued)</b>		
<p>In interim periods, we also adjust our reported earnings and earnings per share to reflect a normalized effective tax rate. Specifically, the normalized effective rate is computed as the estimated full-year effective tax rate applied to pre-tax adjusted earnings of the interim period. The reported effective tax rate is based on separate annual effective income tax rates for each taxing jurisdiction that are applied to each interim period's pre-tax income.</p>	<p>Because the geographical mix of pre-tax profits and losses in interim periods may be different from that for the full year, our effective tax rate computed in accordance with IFRS may be more volatile by quarter. Therefore, we believe that using the expected full-year effective tax rate provides more comparability among interim periods. The adjustment to normalize the effective tax rate reallocates estimated full-year income taxes between interim periods, but has no effect on full year tax expense or on cash taxes paid.</p>	
<b>Net debt</b>		
<p>Total indebtedness, including the associated fair value of hedging instruments, but excluding the associated unamortized transaction costs and premiums or discounts and the interest-related fair value component of hedging instruments, less cash and cash equivalents.</p>	<p>Provides a commonly used measure of a company's leverage.</p> <p>Given that we hedge some of our debt to reduce risk, we include hedging instruments as we believe it provides a better measure of the total obligation associated with our outstanding debt. However, because we intend to hold our debt and related hedges to maturity, we do not consider the interest components of the associated fair value of hedges in our measurements. We reduce gross indebtedness by cash and cash equivalents.</p>	<p>Total debt (current indebtedness plus long-term indebtedness)</p>
<b>Free cash flow (includes free cash flow from continuing and discontinued operations)</b>		
<p>Net cash provided by (used in) operating activities, proceeds from disposals of property and equipment, and other investing activities, less capital expenditures, dividends paid on our preference shares, and dividends paid to non-controlling interests from discontinued operations.</p>	<p>Helps assess our ability, over the long term, to create value for our shareholders as it represents cash available to repay debt, pay common dividends and fund share repurchases and new acquisitions.</p>	<p>Net cash provided by (used in) operating activities</p>
<b>Changes before the impact of foreign currency or at "constant currency"</b>		
<p>Applicable measures where changes are reported before the impact of foreign currency or at "constant currency"</p> <p>IFRS Measures:</p> <ul style="list-style-type: none"> <li>• Revenues</li> <li>• Operating expenses</li> </ul> <p>Non-IFRS Measures:</p> <ul style="list-style-type: none"> <li>• Adjusted EBITDA and adjusted EBITDA margin</li> <li>• Adjusted EPS</li> </ul>	<p>Provides better comparability of business trends from period to period.</p> <p>Our reporting currency is the U.S. dollar. However, we conduct a significant amount of our activities in currencies other than the U.S. dollar. We measure our performance before the impact of foreign currency (or at "constant currency"), which means that we apply the same foreign currency exchange rates for the current and equivalent prior period. To calculate the foreign currency impact between periods, we convert the current and equivalent prior period's local currency results using the same foreign currency exchange rate.</p>	<p>For each non-IFRS measure, refer to the definitions above for the most directly comparable IFRS measure.</p>

## Appendix B

This appendix provides reconciliations that are not presented elsewhere in this management's discussion and analysis for certain non-IFRS measures to the most directly comparable IFRS measure for the three and nine months ended September 30, 2018 and 2017.

### *Reconciliation of (loss) earnings from continuing operations to adjusted EBITDA and adjusted EBITDA less capital expenditures*

(millions of U.S. dollars, except margins)	Three months ended September 30,			Nine months ended September 30,		
	2018	2017	Change	2018	2017	Change
<b>(Loss) earnings from continuing operations</b>	<b>(58)</b>	143	n/m	<b>256</b>	335	(24%)
<b>Adjustments to remove:</b>						
Tax expense	128	-		152	26	
Other finance costs (income)	11	57		(10)	145	
Net interest expense	82	89		241	270	
Amortization of other identifiable intangible assets	26	33		83	103	
Amortization of computer software	96	76		294	265	
Depreciation	24	23		83	85	
<b>EBITDA</b>	<b>309</b>	421		<b>1,099</b>	1,229	
<b>Adjustments to remove:</b>						
Share of post-tax (earnings) losses in equity method investments	(1)	(1)		(5)	4	
Other operating gains, net	(1)	(36)		(13)	(48)	
Fair value adjustments	(5)	4		(1)	(2)	
<b>Adjusted EBITDA</b>	<b>302</b>	388	(22%)	<b>1,080</b>	1,183	(9%)
Deduct: Capital expenditures	(110)	(160)		(420)	(392)	
<b>Adjusted EBITDA less capital expenditures</b>	<b>192</b>	228	(16%)	<b>660</b>	791	(17%)
<b>Adjusted EBITDA margin</b>	<b>23.4%</b>	30.5%	(710)bp	<b>27.1%</b>	30.5%	(340)bp
<b>Adjusted EBITDA less capital expenditures margin</b>	<b>14.9%</b>	17.9%	(300)bp	<b>16.6%</b>	20.4%	(380)bp



**Reconciliation of changes in segment and consolidated revenues, adjusted EBITDA and the related margin, and consolidated operating expenses and adjusted EPS, excluding the effects of foreign currency**

(millions of U.S. dollars)	2018	2017	Three months ended September 30,		
			Total	Foreign Currency	Constant Currency
<b>Revenues</b>					
Legal	883	860	3%	(1%)	4%
Tax & Accounting	341	341	-	(3%)	3%
Reuters News	71	73	(3%)	1%	(4%)
Eliminations	(3)	(2)			
<b>Consolidated revenues</b>	<b>1,292</b>	<b>1,272</b>	<b>2%</b>	<b>(1%)</b>	<b>3%</b>

(millions of U.S. dollars, except margins)	2018	2017	Three months ended September 30,		
			Total	Foreign Currency	Constant Currency
<b>Adjusted EBITDA</b>					
Legal	327	345	(5%)	-	(5%)
Tax & Accounting	93	95	(2%)	-	(2%)
Reuters News	6	7	(14%)	3%	(17%)
Corporate	(124)	(59)	n/a	n/a	n/a
<b>Consolidated adjusted EBITDA</b>	<b>302</b>	<b>388</b>	<b>(22%)</b>	<b>(1%)</b>	<b>(21%)</b>
<b>Adjusted EBITDA Margin</b>					
Legal	37.0%	40.1%	(310)bp	20bp	(330)bp
Tax & Accounting	27.3%	27.9%	(60)bp	80bp	(140)bp
Reuters News	8.5%	9.6%	(110)bp	-	(110)bp
Corporate	n/a	n/a	n/a	n/a	n/a
<b>Consolidated adjusted EBITDA margin</b>	<b>23.4%</b>	<b>30.5%</b>	<b>(710)bp</b>	<b>-</b>	<b>(710)bp</b>

(millions of U.S. dollars, except per share amounts)	2018	2017	Three months ended September 30,		
			Total	Foreign Currency	Constant Currency
<b>Consolidated operating expenses</b>	<b>985</b>	<b>888</b>	<b>11%</b>	<b>(3%)</b>	<b>14%</b>
<b>Consolidated adjusted EPS</b>	<b>\$0.11</b>	<b>\$0.27</b>	<b>(59%)</b>	<b>-</b>	<b>(59%)</b>

**Reconciliation of changes in segment and consolidated revenues, adjusted EBITDA and the related margin, and consolidated operating expenses and adjusted EPS, excluding the effects of foreign currency (continued)**

(millions of U.S. dollars)	2018	2017	Nine months ended September 30,		
			Total	Change Foreign Currency	Constant Currency
<b>Revenues</b>					
Legal	2,637	2,559	3%	-	3%
Tax & Accounting	1,137	1,108	3%	(1%)	4%
Reuters News	215	221	(3%)	2%	(5%)
Eliminations	(7)	(5)			
Consolidated revenues	3,982	3,883	3%	-	3%

(millions of U.S. dollars, except margins)	2018	2017	Nine months ended September 30,		
			Total	Change Foreign Currency	Constant Currency
<b>Adjusted EBITDA</b>					
Legal	967	984	(2%)	-	(2%)
Tax & Accounting	331	339	(2%)	(1%)	(1%)
Reuters News	22	29	(24%)	5%	(29%)
Corporate	(240)	(169)	n/a	n/a	n/a
Consolidated adjusted EBITDA	1,080	1,183	(9%)	-	(9%)
<b>Adjusted EBITDA Margin</b>					
Legal	36.7%	38.5%	(180)bp	-	(180)bp
Tax & Accounting	29.1%	30.6%	(150)bp	10bp	(160)bp
Reuters News	10.2%	13.1%	(290)bp	20bp	(310)bp
Corporate	n/a	n/a	n/a	n/a	n/a
Consolidated adjusted EBITDA margin	27.1%	30.5%	(340)bp	(10)bp	(330)bp

(millions of U.S. dollars, except per share amounts)	2018	2017	Nine months ended September 30,		
			Total	Change Foreign Currency	Constant Currency
Consolidated operating expenses	2,901	2,698	8%	1%	7%
Consolidated adjusted EPS	\$ 0.55	\$ 0.71	(23%)	-	(23%)

**Reconciliation of earnings from discontinued operations to F&R adjusted EBITDA**

(millions of U.S. dollars, except margins)	Three months ended September 30,			Nine months ended September 30,		
	2018	2017	Change	2018	2017	Change
<b>Earnings from discontinued operations</b>	<b>349</b>	205	70%	<b>381</b>	533	(29%)
<b>Adjustments to remove:</b>						
Tax expense (benefit)	135	(22)		1,021	(34)	
Other finance costs	3	1		3	31	
Net interest expense (income)	1	(5)		7	2	
Amortization of other identifiable intangible assets	1	82		29	251	
Amortization of computer software	-	95		30	254	
Depreciation	3	50		17	137	
<b>EBITDA</b>	<b>492</b>	406		<b>1,488</b>	1,174	
<b>Adjustments to remove:</b>						
Share of post-tax earnings in equity method investments	-	(1)		-	(1)	
Other operating losses, net	1	6		61	35	
Fair value adjustments	(16)	49		(81)	173	
IP & Science discontinued operations	5	1		12	(1)	
<b>F&amp;R discontinued operations adjusted EBITDA</b>	<b>482</b>	461	5%	<b>1,480</b>	1,380	7%
<b>Adjusted EBITDA margin</b>	<b>31.3%</b>	30.2%	110bp	<b>31.6%</b>	30.6%	100bp

**Reconciliation of operating cash flows from discontinued operations to F&R free cash flow**

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Operating cash flows from discontinued operations</b>	<b>583</b>	408	<b>1,244</b>	881
<b>Remove: Operating cash flows – IP &amp; Science discontinued operations</b>	<b>-</b>	5	<b>-</b>	54
<b>Capital expenditures from discontinued operations</b>	<b>(116)</b>	(96)	<b>(362)</b>	(318)
<b>Other investing activities from discontinued operations</b>	<b>-</b>	(2)	<b>-</b>	(2)
<b>Dividends paid to non-controlling interests from discontinued operations</b>	<b>(25)</b>	(19)	<b>(60)</b>	(50)
<b>Free cash flow – F&amp;R discontinued operations</b>	<b>442</b>	296	<b>822</b>	565

**Reconciliation of weighted-average diluted shares used in adjusted EPS**

Because we reported a net loss for continuing operations under IFRS for the three months ended September 30, 2018, the weighted-average number of common shares used for basic and diluted loss per share is the same, as the effect of stock options and other equity incentive awards would reduce the loss per share, and therefore be anti-dilutive. Since our non-IFRS measure “adjusted earnings” is a profit, potential common shares are included, as they lower adjusted EPS and are therefore dilutive.

The following table reconciles IFRS and non-IFRS common share information:

(weighted-average common shares)	Three months ended September 30,	
	2018	
<b>IFRS: Basic and diluted</b>	<b>701,212,419</b>	
<b>Effect of stock options and other equity incentive awards</b>	<b>1,132,041</b>	
<b>Non-IFRS diluted</b>	<b>702,344,460</b>	

## Appendix C

**Supplemental Financial Information (unaudited)**

The following supplemental financial information provides revised 2017 full-year and quarterly business segment information excluding the F&R business, which was classified as a discontinued operation beginning in the first quarter of 2018. The information provided illustrates our business on a continuing operations basis.

**Revised Business Segment Information (Excluding the F&R Segment)**

(millions of U.S. dollars, except for per share amounts)	Year ended December 31, 2017		Adjustments		Year ended December 31, 2017
	Previously Reported	Remove F&R Segment Results	Add Back Retained Businesses(3)	Other Adjustments(4)	Revised Excluding F&R
<b>Revenues</b>					
F&R	6,112	(6,112)	-	-	-
Legal	3,390	-	69	-	3,459
Tax & Accounting	1,551	-	-	-	1,551
Reuters News(1)	296	-	-	-	296
Eliminations	(16)	7	-	-	(9)
<b>Revenues from continuing operations</b>	<b>11,333</b>	<b>(6,105)</b>	<b>69</b>	<b>-</b>	<b>5,297</b>
<b>Adjusted EBITDA(2)</b>					
F&R	1,916	(1,916)	-	-	-
Legal	1,279	-	28	-	1,307
Tax & Accounting	495	-	-	-	495
Reuters News(1)	27	-	-	-	27
Corporate	(280)	-	-	42	(238)
<b>Consolidated adjusted EBITDA</b>	<b>3,437</b>	<b>(1,916)</b>	<b>28</b>	<b>42</b>	<b>1,591</b>
<b>Adjusted earnings(2)</b>					
Adjusted EBITDA	3,437	(1,916)	28	42	1,591
Depreciation and amortization of computer software	(995)	581	(10)	(46)	(470)
<b>Adjustments:</b>					
Interest	(362)	-	-	5	(357)
Tax	(205)	121	(2)	(1)	(87)
Non-controlling interests	(64)	-	-	64	-
Dividends declared on preference shares	(2)	-	-	-	(2)
<b>Adjusted earnings</b>	<b>1,809</b>	<b>(1,214)</b>	<b>16</b>	<b>64</b>	<b>675</b>
<b>Adjusted EPS(2)</b>	<b>\$2.51</b>	<b>(1.68)</b>	<b>0.02</b>	<b>0.09</b>	<b>\$0.94</b>

(1) Effective January 1, 2018, Reuters News is a reportable segment.

(2) Refer to Appendix A for a definition of our non-IFRS measures. Refer to Appendix B of our management's discussion and analysis in our 2017 annual report for a reconciliation of these non-IFRS financial measure to the most directly comparable IFRS measure.

(3) Represents the Regulatory Intelligence and Compliance Learning businesses that were retained by our Legal segment following the closing of the F&R transaction.

(4) Other adjustments include the following:

- Adjusted EBITDA contains costs primarily for real estate optimization that relate to properties transferred with the F&R business.
- Depreciation and amortization of computer software relates to assets that were transferred with the F&R business.
- Non-controlling interests relates to third party shareholdings in Tradeweb that were transferred with the F&R business.

**Revised Business Segment Information (Excluding the F&R Segment) (continued)**

(millions of U.S. dollars, except per share amounts and margins)	2017				
	First Quarter	Second Quarter	Third Quarter	Fourth Quarter	Year ended December 31,
<b>Revenues</b>					
Legal	841	858	860	900	3,459
Tax & Accounting	417	350	341	443	1,551
Reuters News	74	74	73	75	296
Eliminations	(1)	(2)	(2)	(4)	(9)
<b>Revenues from continuing operations</b>	<b>1,331</b>	<b>1,280</b>	<b>1,272</b>	<b>1,414</b>	<b>5,297</b>
<b>Adjusted EBITDA<sup>(1)</sup></b>					
Legal	314	325	345	323	1,307
Tax & Accounting	141	103	95	156	495
Reuters News	13	9	7	(2)	27
Corporate	(53)	(57)	(59)	(69)	(238)
<b>Consolidated adjusted EBITDA</b>	<b>415</b>	<b>380</b>	<b>388</b>	<b>408</b>	<b>1,591</b>
<b>Adjusted earnings<sup>(1)</sup></b>					
Adjusted EBITDA	415	380	388	408	1,591
Depreciation and amortization of computer software	(124)	(127)	(99)	(120)	(470)
Adjustments:					
Interest	(92)	(89)	(89)	(87)	(357)
Tax	(18)	(24)	(3)	(42)	(87)
Dividends declared on preference shares	(1)	-	(1)	-	(2)
<b>Adjusted earnings</b>	<b>180</b>	<b>140</b>	<b>196</b>	<b>159</b>	<b>675</b>
<b>Adjusted EPS<sup>(1)</sup></b>	<b>\$0.25</b>	<b>\$0.19</b>	<b>\$0.27</b>	<b>\$0.22</b>	<b>\$0.94</b>
<b>Adjusted EBITDA margin<sup>(1)</sup></b>					
Legal	37.3%	37.9%	40.1%	35.9%	37.8%
Tax & Accounting	33.8%	29.4%	27.9%	35.2%	31.9%
Reuters News	17.6%	12.2%	9.6%	n/m	9.1%
Corporate	n/a	n/a	n/a	n/a	n/a
<b>Consolidated adjusted EBITDA margin</b>	<b>31.2%</b>	<b>29.7%</b>	<b>30.5%</b>	<b>28.9%</b>	<b>30.0%</b>

(1) Refer to Appendix A for a definition of our non-IFRS measures.

The following supplemental information provides our consolidated income statement and segment information for the years ending December 31, 2017 and 2016, as previously reported and as revised to reflect our F&R business as a discontinued operation.

### Consolidated Income Statement

(millions of U.S. dollars, except per share amounts)	Year ended December 31, 2017			Year ended December 31, 2016		
	Previously Reported	Adjustments <sup>(1)</sup>	Revised	Previously Reported	Adjustments <sup>(1)</sup>	Revised
<b>CONTINUING OPERATIONS</b>						
Revenues	11,333	(6,036)	5,297	11,166	(5,983)	5,183
Operating expenses	(8,079)	4,373	(3,706)	(8,232)	4,389	(3,843)
Depreciation	(296)	183	(113)	(313)	178	(135)
Amortization of computer software	(699)	342	(357)	(711)	349	(362)
Amortization of other identifiable intangible assets	(468)	333	(135)	(528)	343	(185)
Other operating (losses) gains, net	(36)	84	48	8	28	36
Operating profit	1,755	(721)	1,034	1,390	(696)	694
Finance costs, net						
Net interest expense	(362)	5	(357)	(403)	1	(402)
Other finance (costs) income	(203)	33	(170)	50	23	73
Income before tax and equity method investments	1,190	(683)	507	1,037	(672)	365
Share of post-tax (losses) earnings in equity method investments	(2)	(2)	(4)	4	(2)	2
Tax benefit (expense)	274	(140)	134	15	(25)	(10)
<b>Earnings from continuing operations</b>	<b>1,462</b>	<b>(825)</b>	<b>637</b>	<b>1,056</b>	<b>(699)</b>	<b>357</b>
(Loss) earnings from discontinued operations, net of tax	(3)	825	822	2,093	699	2,792
Net earnings	1,459	-	1,459	3,149	-	3,149
Earnings attributable to:						
Common shareholders	1,395	-	1,395	3,098	-	3,098
Non-controlling interests	64	-	64	51	-	51
<b>Earnings per share</b>						
Basic earnings per share						
From continuing operations	\$1.94	\$(1.06)	\$0.88	\$1.34	\$(0.86)	\$ 0.48
From discontinued operations	-	1.06	1.06	2.80	0.86	3.66
Basic earnings per share	\$1.94	-	\$1.94	\$4.14	-	\$4.14
Diluted earnings per share						
From continuing operations	\$1.94	\$(1.06)	\$0.88	\$1.34	\$(0.87)	\$ 0.47
From discontinued operations	-	1.06	1.06	2.79	0.87	3.66
Diluted earnings per share	\$1.94	-	\$1.94	\$4.13	-	\$4.13

(1) Adjustments include the reclassification of our F&R business to discontinued operations, except for the Regulatory Intelligence and Compliance Learning businesses that were retained by our Legal segment following the closing of the F&R transaction.

## Segment Information

(millions of U.S. dollars)	Year ended December 31, 2017			Year ended December 31, 2016		
	Previously Reported	Adjustments(1)	Revised	Previously Reported	Adjustments(1)	Revised
<b>Revenues</b>						
F&R	6,112	(6,112)	-	6,057	(6,057)	-
Legal	3,390	69	3,459	3,367	69	3,436
Tax & Accounting	1,551	-	1,551	1,452	-	1,452
Reuters News	296	-	296	304	-	304
Eliminations	(16)	7	(9)	(14)	5	(9)
Consolidated revenues	11,333	(6,036)	5,297	11,166	(5,983)	5,183
<b>Adjusted EBITDA</b>						
F&R	1,916	(1,916)	-	1,629	(1,629)	-
Legal	1,279	28	1,307	1,232	27	1,259
Tax & Accounting	495	-	495	414	-	414
Reuters News	27	-	27	15	-	15
Corporate	(280)	42	(238)	(336)	16	(320)
Adjusted EBITDA	3,437	(1,846)	1,591	2,954	(1,586)	1,368
Fair value adjustments	(183)	183	-	(20)	(8)	(28)
Depreciation	(296)	183	(113)	(313)	178	(135)
Amortization of computer software	(699)	342	(357)	(711)	349	(362)
Amortization of other identifiable intangible assets	(468)	333	(135)	(528)	343	(185)
Other operating (losses) gains, net	(36)	84	48	8	28	36
Consolidated operating profit	1,755	(721)	1,034	1,390	(696)	694
Net interest expense	(362)	5	(357)	(403)	1	(402)
Other finance (costs) income	(203)	33	(170)	50	23	73
Share of post-tax (losses) earnings in equity method investments	(2)	(2)	(4)	4	(2)	2
Tax benefit (expense)	274	(140)	134	15	(25)	(10)
Earnings from continuing operations	1,462	(825)	637	1,056	(699)	357

(1) Adjustments relate to the reclassification of F&R to discontinued operations, including the reclassification of the Regulatory Intelligence and Compliance Learning businesses from F&R to our Legal Segment, where they were retained following the closing of the F&R transaction.

## Appendix D

## Depreciation and amortization of computer software by segment

(millions of U.S. dollars)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Legal	67	63	195	190
Tax & Accounting	36	31	110	95
Reuters News	4	4	12	13
Corporate	13	1	60	52
Total	120	99	377	350

## Appendix E

## Quarterly information (unaudited)

The following table presents a summary of our consolidated operating results for the eight most recent quarters.

(millions of U.S. dollars, except per share amounts)	Quarters ended							
	September 30, 2018	June 30, 2018	March 31, 2018	December 31, 2017	September 30, 2017	June 30, 2017	March 31, 2017	December 31, 2016
Revenues	1,292	1,311	1,379	1,414	1,272	1,280	1,331	1,372
Operating profit	162	204	268	254	288	218	274	203
(Loss) earnings from continuing operations	(58)	142	172	302	143	47	145	203
Earnings (loss) from discontinued operations, net of tax	349	515	(483)	289	205	159	169	2,038
<b>Net earnings (loss)</b>	<b>291</b>	<b>657</b>	<b>(311)</b>	<b>591</b>	<b>348</b>	<b>206</b>	<b>314</b>	<b>2,241</b>
<b>Earnings (loss) attributable to common shareholders</b>	<b>261</b>	<b>625</b>	<b>(339)</b>	<b>576</b>	<b>330</b>	<b>192</b>	<b>297</b>	<b>2,226</b>
<b>Basic (loss) earnings per share</b>								
From continuing operations	\$ (0.08)	\$ 0.20	\$ 0.24	\$ 0.42	\$ 0.20	\$ 0.07	\$ 0.20	\$ 0.28
From discontinued operations	0.45	0.68	(0.72)	0.39	0.26	0.20	0.21	2.76
	\$ 0.37	\$ 0.88	\$ (0.48)	\$ 0.81	\$ 0.46	\$ 0.27	\$ 0.41	\$ 3.04
<b>Diluted (loss) earnings per share</b>								
From continuing operations	\$ (0.08)	\$ 0.20	\$ 0.24	\$ 0.42	\$ 0.20	\$ 0.07	\$ 0.20	\$ 0.28
From discontinued operations	0.45	0.68	(0.72)	0.39	0.26	0.20	0.21	2.75
	\$ 0.37	\$ 0.88	\$ (0.48)	\$ 0.81	\$ 0.46	\$ 0.27	\$ 0.41	\$ 3.03

**Revenues** - Our revenues do not tend to be significantly impacted by seasonality as we record a large portion of our revenues ratably over a contract term. However, our revenues in the fourth quarter tend to be slightly higher than in each of the first three quarters of the year due to the release of certain print-based offerings in our Legal segment and higher revenues from certain tax products in our Tax & Accounting segment. Our revenues were not significantly impacted by foreign currency or acquisitions throughout the eight-quarter period.

**Operating profit** - Similarly, our operating profit does not tend to be significantly impacted by seasonality. A majority of our operating expenses are fixed. As a result, when our revenues increase, we become more profitable, and when our revenues decline, we become less profitable. Additionally, our operating profit is impacted by timing of our investment spending in our businesses, including those to improve customer experience and reposition our business following the closing of the F&R transaction, as well as gains or losses on the sales of certain equity investments.

**Net earnings (loss)** The decrease in net earnings in the third quarter of 2018 was primarily due to expenses associated with the separation of F&R from our business including expenses to reposition the business as well as higher income tax expense. The increase in net earnings in the second quarter of 2018 reflected higher net earnings from the F&R business, which is classified as a discontinued operation, primarily because F&R assets held for sale are not depreciated. Earnings from discontinued operations also included a significant benefit of fair value adjustments associated with foreign currency derivatives embedded in certain F&R customer contracts. The net loss in the first quarter of 2018 was due to an \$844 million deferred tax charge associated with the sale of a 55% interest in our F&R business. The increase in net earnings in the fourth quarter of 2017 compared to the first three quarters of the year was due to \$304 million of tax benefits resulting from the enactment of the U.S. Tax Cuts and Jobs Act of 2017. The fourth quarter of 2016 included a \$2.0 billion gain on the sale of our IP & Science business.



**THOMSON REUTERS CORPORATION**  
**CONSOLIDATED INCOME STATEMENT**  
**(unaudited)**

(millions of U.S. dollars, except per share amounts)	Notes	Three months ended September 30,		Nine months ended September 30,	
		2018	2017	2018	2017
<b>CONTINUING OPERATIONS</b>					
Revenues	3	<b>1,292</b>	1,272	<b>3,982</b>	3,883
Operating expenses	6	<b>(985)</b>	(888)	<b>(2,901)</b>	(2,698)
Depreciation		<b>(24)</b>	(23)	<b>(83)</b>	(85)
Amortization of computer software		<b>(96)</b>	(76)	<b>(294)</b>	(265)
Amortization of other identifiable intangible assets		<b>(26)</b>	(33)	<b>(83)</b>	(103)
Other operating gains, net	7	<b>1</b>	36	<b>13</b>	48
Operating profit		<b>162</b>	288	<b>634</b>	780
Finance costs, net:					
Net interest expense	8	<b>(82)</b>	(89)	<b>(241)</b>	(270)
Other finance (costs) income	8	<b>(11)</b>	(57)	<b>10</b>	(145)
Income before tax and equity method investments		<b>69</b>	142	<b>403</b>	365
Share of post-tax earnings (losses) in equity method investments		<b>1</b>	1	<b>5</b>	(4)
Tax expense	9	<b>(128)</b>	-	<b>(152)</b>	(26)
<b>(Loss) earnings from continuing operations</b>		<b>(58)</b>	143	<b>256</b>	335
Earnings from discontinued operations, net of tax	10	<b>349</b>	205	<b>381</b>	533
Net earnings		<b>291</b>	348	<b>637</b>	868
Earnings attributable to:					
Common shareholders		<b>261</b>	330	<b>547</b>	819
Non-controlling interests		<b>30</b>	18	<b>90</b>	49
<b>Earnings per share:</b>	11				
Basic and diluted earnings (loss) per share:					
From continuing operations		<b>(\$0.08)</b>	\$0.20	<b>\$0.36</b>	\$0.46
From discontinued operations		<b>0.45</b>	0.26	<b>0.41</b>	0.67
Basic and diluted earnings per share		<b>\$0.37</b>	\$0.46	<b>\$0.77</b>	\$1.13

The related notes form an integral part of these consolidated financial statements.

**THOMSON REUTERS CORPORATION**  
**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**  
**(unaudited)**

(millions of U.S. dollars)	Notes	Three months ended September 30,		Nine months ended September 30,	
		2018	2017	2018	2017
Net earnings		291	348	637	868
Other comprehensive (loss) income:					
Items that have been or may be subsequently reclassified to net earnings:					
Cash flow hedges adjustments to net earnings	8	(24)	(53)	44	(97)
Cash flow hedges adjustments to equity		20	42	(38)	73
Foreign currency translation adjustments to equity		(38)	221	(239)	605
		(42)	210	(233)	581
Items that will not be reclassified to net earnings:					
Remeasurement on defined benefit pension plans		15	64	126	84
Related tax expense on remeasurement on defined benefit pension plans		(2)	(11)	(29)	(22)
		13	53	97	62
Other comprehensive (loss) income		(29)	263	(136)	643
Total comprehensive income		262	611	501	1,511
Comprehensive income (loss) for the period attributable to:					
Common shareholders:					
Continuing operations		(51)	187	172	420
Discontinued operations		283	406	239	1,042
Non-controlling interests - discontinued operations		30	18	90	49
Total comprehensive income		262	611	501	1,511

The related notes form an integral part of these consolidated financial statements.

**THOMSON REUTERS CORPORATION**  
**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**(unaudited)**

(millions of U.S. dollars)	Notes	September 30, 2018	December 31, 2017
Cash and cash equivalents	12	507	874
Trade and other receivables		871	1,457
Other financial assets	12	42	98
Prepaid expenses and other current assets		419	548
Current assets excluding assets held for sale		1,839	2,977
Assets held for sale	10	14,605	-
Current assets		16,444	2,977
Computer hardware and other property, net		459	921
Computer software, net		890	1,458
Other identifiable intangible assets, net		3,276	5,315
Goodwill		5,009	15,042
Other financial assets	12	37	83
Other non-current assets	13	572	605
Deferred tax		62	79
<b>Total assets</b>		<b>26,749</b>	<b>26,480</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
Current indebtedness	12	2,127	1,644
Payables, accruals and provisions	14	1,291	2,086
Deferred revenue		718	937
Other financial liabilities	12	791	129
Current liabilities excluding liabilities associated with assets held for sale		4,927	4,796
Liabilities associated with assets held for sale		1,779	-
Current liabilities		6,706	4,796
Long-term indebtedness	12	4,955	5,382
Provisions and other non-current liabilities	15	1,060	1,740
Other financial liabilities	12	54	279
Deferred tax		1,424	708
<b>Total liabilities</b>		<b>14,199</b>	<b>12,905</b>
<b>Equity</b>			
Capital	16	9,311	9,549
Retained earnings		6,618	7,201
Accumulated other comprehensive loss		(3,906)	(3,673)
Total shareholders' equity		12,023	13,077
Non-controlling interests		527	498
Total equity		12,550	13,575
<b>Total liabilities and equity</b>		<b>26,749</b>	<b>26,480</b>
Contingencies (note 18)			

The related notes form an integral part of these consolidated financial statements.



**THOMSON REUTERS CORPORATION**  
**CONSOLIDATED STATEMENT OF CASH FLOW**  
**(unaudited)**

(millions of U.S. dollars)	Notes	Three months ended September 30,		Nine months ended September 30,	
		2018	2017	2018	2017
<b>Cash provided by (used in):</b>					
<b>OPERATING ACTIVITIES</b>					
(Loss) earnings from continuing operations		(58)	143	256	335
Adjustments for:					
Depreciation		24	23	83	85
Amortization of computer software		96	76	294	265
Amortization of other identifiable intangible assets		26	33	83	103
Net gains on disposals of businesses and investments		-	(35)	-	(35)
Deferred tax		82	(94)	57	(106)
Other	17	60	63	118	274
Pension contribution		-	-	-	(500)
Changes in working capital and other items	17	37	191	(63)	(28)
Operating cash flows from continuing operations		267	400	828	393
Operating cash flows from discontinued operations		583	408	1,244	881
Net cash provided by operating activities		850	808	2,072	1,274
<b>INVESTING ACTIVITIES</b>					
Acquisitions, net of cash acquired		(32)	(1)	(60)	(1)
Proceeds from disposals of businesses and investments		6	40	6	50
Capital expenditures		(110)	(160)	(420)	(392)
Proceeds from disposals of property and equipment		-	-	27	-
Other investing activities		1	1	19	16
Investing cash flows from continuing operations		(135)	(120)	(428)	(327)
Investing cash flows from discontinued operations		(110)	(98)	(356)	(486)
Net cash used in investing activities		(245)	(218)	(784)	(813)
<b>FINANCING ACTIVITIES</b>					
Proceeds from debt	12	-	-	1,370	-
Repayments of debt	12	(500)	(550)	(1,370)	(1,100)
Net borrowings under short-term loan facilities	12	17	555	78	705
Repurchases of common shares	16	(129)	(230)	(488)	(808)
Dividends paid on preference shares		(1)	(1)	(2)	(2)
Dividends paid on common shares	16	(232)	(237)	(707)	(720)
Other financing activities		9	14	10	30
Financing cash flows from continuing operations		(836)	(449)	(1,109)	(1,895)
Financing cash flows from discontinued operations		(25)	(19)	(60)	(50)
Net cash used in financing activities		(861)	(468)	(1,169)	(1,945)
(Decrease) increase in cash and bank overdrafts		(256)	122	119	(1,484)
Translation adjustments		(9)	4	(21)	9
Cash and bank overdrafts at beginning of period		1,231	766	868	2,367
Cash and bank overdrafts at end of period		966	892	966	892

---

Cash and bank overdrafts at end of period  
comprised of:

Cash and cash equivalents		<b>507</b>	898	<b>507</b>	898
Cash and cash equivalents in assets held for sale	10	<b>461</b>	-	<b>461</b>	-
Bank overdrafts		<b>(2)</b>	(6)	<b>(2)</b>	(6)
		<b>966</b>	892	<b>966</b>	892

---

Supplemental cash flow information is provided in  
note 17.

Interest paid		<b>(31)</b>	(53)	<b>(173)</b>	(218)
Income taxes paid	17	<b>(55)</b>	(43)	<b>(150)</b>	(99)

Interest paid is reflected as an operating cash flow and is net of debt-related hedges.

Income taxes paid are reflected as either operating or investing cash flows depending on the nature of the underlying transaction.

The related notes form an integral part of these consolidated financial statements.

---

**THOMSON REUTERS CORPORATION**  
**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**(unaudited)**

(millions of U.S. dollars)	Stated share capital	Contributed surplus	Total capital	Retained earnings	Unrecognized gain on cash flow hedges	Foreign currency translation adjustments	Total accumulated other comprehensive loss ("AOCL")	Shareholders' equity	Non-controlling interests	Total equity
Balance, December 31, 2017	9,306	243	9,549	7,201	16	(3,689)	(3,673)	13,077	498	13,575
Impact of IFRS 15 adoption (see note 1)	-	-	-	172	-	-	-	172	-	172
Balance after IFRS 15 adoption	9,306	243	9,549	7,373	16	(3,689)	(3,673)	13,249	498	13,747
Net earnings	-	-	-	547	-	-	-	547	90	637
Other comprehensive income (loss)	-	-	-	97	6	(239)	(233)	(136)	-	(136)
Total comprehensive income (loss)	-	-	-	644	6	(239)	(233)	411	90	501
Change in ownership interest of subsidiary	-	-	-	29	-	-	-	29	(1)	28
Distributions to non-controlling interests	-	-	-	-	-	-	-	-	(60)	(60)
Dividends declared on preference shares	-	-	-	(2)	-	-	-	(2)	-	(2)
Dividends declared on common shares	-	-	-	(732)	-	-	-	(732)	-	(732)
Shares issued under Dividend Reinvestment Plan ("DRIP")	25	-	25	-	-	-	-	25	-	25
Repurchases of common shares	(159)	-	(159)	(329)	-	-	-	(488)	-	(488)
Pre-defined share repurchase plan	(147)	-	(147)	(365)	-	-	-	(512)	-	(512)
Stock compensation plans	113	(70)	43	-	-	-	-	43	-	43
Balance, September 30, 2018	9,138	173	9,311	6,618	22	(3,928)	(3,906)	12,023	527	12,550

(millions of U.S. dollars)	Stated share capital	Contributed surplus	Total capital	Retained earnings	Unrecognized gain (loss) on cash flow hedges	Foreign currency translation adjustments	AOCL	Shareholders' equity	Non-controlling interests	Total equity
Balance, December 31, 2016	9,393	196	9,589	7,477	32	(4,325)	(4,293)	12,773	483	13,256
Impact of IFRS 2 amendments	-	152	152	-	-	-	-	152	-	152
Balance after IFRS 2 amendments	9,393	348	9,741	7,477	32	(4,325)	(4,293)	12,925	483	13,408
Net earnings	-	-	-	819	-	-	-	819	49	868
Other comprehensive income (loss)	-	-	-	62	(24)	605	581	643	-	643
Total comprehensive income (loss)	-	-	-	881	(24)	605	581	1,462	49	1,511
Change in ownership interest of subsidiary	-	-	-	18	-	-	-	18	12	30
Distributions to non-controlling interests	-	-	-	-	-	-	-	-	(50)	(50)
Dividends declared on preference shares	-	-	-	(2)	-	-	-	(2)	-	(2)
Dividends declared on common shares	-	-	-	(746)	-	-	-	(746)	-	(746)
Shares issued under DRIP	26	-	26	-	-	-	-	26	-	26
Repurchases of common shares	(241)	-	(241)	(575)	-	-	-	(816)	-	(816)
Pre-defined share repurchase plan	(52)	-	(52)	(133)	-	-	-	(185)	-	(185)
Stock compensation plans	161	(99)	62	-	-	-	-	62	-	62
Balance, September 30, 2017	9,287	249	9,536	6,920	8	(3,720)	(3,712)	12,744	494	13,238

The related notes form an integral part of these consolidated financial statements.





## Thomson Reuters Corporation

### Notes to Consolidated Financial Statements (unaudited)

(unless otherwise stated, all amounts are in millions of U.S. dollars)

#### **Note 1: Business Description and Basis of Preparation**

##### **General business description**

Thomson Reuters Corporation (the "Company" or "Thomson Reuters") is an Ontario, Canada corporation with common shares listed on the Toronto Stock Exchange ("TSX") and the New York Stock Exchange ("NYSE") and Series II preference shares listed on the TSX. The Company is a major source of news and information for professional markets.

##### **Basis of preparation**

The unaudited consolidated interim financial statements ("interim financial statements") were prepared using the same accounting policies and methods as those used in the Company's consolidated financial statements for the year ended December 31, 2017, except as described below. The interim financial statements are in compliance with International Accounting Standard 34, Interim Financial Reporting ("IAS 34"). Accordingly, certain information and footnote disclosure normally included in annual financial statements prepared in accordance with International Financial Reporting Standards ("IFRS"), as issued by the International Accounting Standards Board ("IASB"), have been omitted or condensed. The preparation of financial statements in accordance with IAS 34 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements have been disclosed in note 3 of the interim financial statements and in note 2 of the consolidated financial statements for the year ended December 31, 2017. These interim financial statements should be read in conjunction with the Company's consolidated financial statements for the year ended December 31, 2017, which are included in the Company's 2017 annual report.

On October 1, 2018, the Company closed the sale of a 55% interest in its Financial & Risk business to private equity funds managed by Blackstone. An affiliate of Canada Pension Plan Investment Board and an affiliate of GIC invested alongside Blackstone. See note 20. Beginning with the three-month period ended March 31, 2018, the Financial & Risk business was reported as a discontinued operation.

The accompanying interim financial statements include all adjustments, composed of normal recurring adjustments, considered necessary by management to fairly state the Company's results of operations, financial position and cash flows. The operating results for interim periods are not necessarily indicative of results that may be expected for any other interim period or for the full year.

References to "\$" are to U.S. dollars and references to "C\$" are to Canadian dollars.

Prior-year period amounts have been reclassified to reflect the current presentation.

##### **Changes in accounting policy**

Effective January 1, 2018, the Company adopted IFRS 15, Revenue from Contracts with Customers ("IFRS 15"). The Company made the following changes as a consequence of adopting IFRS 15:

- Revenue for certain term licenses of intellectual property is recognized at the time control is transferred to the customer, rather than over the license term.
- Certain contingent payouts are recognized as a reduction of revenue, rather than as expense.
- Additional commission expense for sales employees is deferred and a substantial portion of these deferrals will be amortized over three years.

The Company adopted IFRS 15 using the modified retrospective method. Accordingly, the cumulative effect of adoption of \$172 million was recognized as an adjustment to the opening balance of retained earnings at January 1, 2018 to reflect an increase in total assets of \$150 million due to the deferral of additional commission expense for sales employees and a decrease in total liabilities of \$22 million primarily related to adjustments to deferred revenue. Comparative information was not restated.

IFRS 15 did not have a material impact on the consolidated income statement and no impact on cash flows for the three and nine months ended September 30, 2018. In the consolidated statement of financial position, total assets increased \$161 million and total liabilities decreased \$22 million at September 30, 2018, compared to December 31, 2017. Of these amounts, \$90 million of the increase in total assets and the entire decrease in total liabilities related to continuing operations. Refer to Note 3 for the Company's accounting policies, critical judgments and disclosures under IFRS 15.

Effective January 1, 2018, the Company also adopted IFRS 9, Financial Instruments ("IFRS 9"). IFRS 9 introduces new requirements for classification and measurement, impairment and hedge accounting. The Company adopted IFRS 9 using the retrospective method and, as permitted by the standard, elected not to reclassify prior-year period amounts. IFRS 9 did not have a material impact on the consolidated income statement and cash flow for the three and nine months ended September 30, 2018 and financial position for the nine months ended September 30, 2018.

**Note 2: Recent Accounting Pronouncements**

Certain pronouncements were issued by the IASB or International Financial Reporting Interpretations Committee ("IFRIC") that are effective for accounting periods beginning on or after January 1, 2018. Many of these updates are not applicable or consequential to the Company and have been excluded from the discussion below.

**Pronouncements effective for annual periods beginning January 1, 2019:**

<b>IFRS 16</b>	<i>Leases</i>	IFRS 16 introduces a single lease accounting model, eliminating the existing distinction between operating and finance leases for lessees. The standard requires a lessee to recognize right-of-use assets and lease liabilities on the statement of financial position for almost all leases having a term of more than 12 months. The Company is reviewing its lease portfolio to evaluate the impact of the standard and is considering changes to its processes and internal controls, including the implementation of a new lease accounting system in 2018. The Company will adopt the standard using the modified retrospective method. As such, the cumulative effect of adoption will be recognized as an adjustment to the opening balance of retained earnings. Prior-year period amounts will not be adjusted. While the assessment of the adoption impact is ongoing, the Company expects that IFRS 16 will increase its assets and liabilities by approximately \$250 million for leases related to the continuing operations of its business. The Company also expects to reclassify approximately \$60 million of lease expense from operating expenses to depreciation and interest expense, but does not expect a material impact to net earnings. There will be no impact on consolidated cash flows, however, cash flows from operating activities will increase as cash payments from the principal portion of lease obligations will be reclassified to cash flows from financing activities.
<b>IFRIC 23</b>	<i>Uncertainty over Income Tax Treatments</i>	IFRIC 23 adds to the requirements of IAS 12, Income Taxes, by specifying how to reflect the effects of uncertainty in the accounting for income taxes. An uncertainty arises when it is unclear how a tax law applies to a particular transaction, or whether a taxation authority will accept a company's tax treatment. The Company does not expect IFRIC 23 to have a material impact on its consolidated financial statements.

**Note 3: Revenues**

**Significant accounting policies**

Effective January 1, 2018, revenue is recognized when control of the Company's products or services is transferred to customers. The amount of revenue recognized reflects the consideration to which the Company expects to be entitled. Such consideration is net of estimated returns, discounts, value-added and other sales taxes.

The Company derives its revenue from selling information, software and services. Revenue is generally recognized as follows:

**Recurring revenues**

Recurring revenue is generally recognized on a ratable basis over the contract term.

Recurring revenues primarily consist of fees to access products or services delivered electronically over time, such as Westlaw and Checkpoint. These products are generally provided under subscription arrangements, which most customers renew at the end of each subscription term. The majority of subscription arrangements have multiple year terms that range from one to five years. Recurring revenues also include fees from software maintenance arrangements that are recognized over the maintenance period. Arrangements may be billed in advance or in arrears.

### **Transactions revenues**

Transactions revenues are recognized primarily at a point in time and based on their type, as follows:

- Volume-based fees related to online searches are recognized based on usage;
- Fees from software licenses with no future obligations are recognized at the point of delivery; and
- Professional fees from service and consulting arrangements are recognized as services are performed, generally based on hours incurred, reflecting the continuous transfer of control to the customer.

Transactions revenues may be billed in advance or in arrears.

### **Print revenues**

Print revenues are generally recognized at the point of shipment.

Print revenue consists of fees for content that is delivered in traditional paper format rather than online. Revenue is generally billed at shipment.

The Company also considers the following when recognizing revenue:

### **Multiple performance obligations**

Certain customer contracts include multiple products and services, which are accounted for as separate performance obligations when they are distinct. A product or service is distinct if a customer can benefit from it either on its own or with other readily available resources, and the promise to transfer the good or service is separately identifiable in the contract. The transaction price is allocated to the separate performance obligations based on the relative standalone selling price.

A series of distinct goods or services is accounted for as a single performance obligation if the items in the series are substantially the same, have the same pattern of transfer and: (1) each distinct item in the series represents a performance obligation that would be satisfied over time, and (2) the measure to satisfy the performance obligation for each distinct item in the series is the same.

Certain arrangements include installation or implementation services. If these services are distinct, consideration is allocated to them and they are recognized as services are performed and included as transaction revenues. If the services are not distinct, they are recognized as part of the related subscription arrangement or as part of the related software license, as applicable.

### **Sales involving third parties**

Revenue from sales of third party content or services delivered on the Company's platforms is recorded net of costs when the Company is acting as an agent between the customer and the vendor, and gross when the Company is a principal to the transaction.

### **Deferred revenue**

Deferred revenue is recorded when cash payments are received or due in advance of the transfer of the related products or services.

### **Contract costs**

Incremental costs of obtaining a contract with a customer are recognized as an asset if the benefit of such costs is expected to be longer than one year, and amortized on a straight-line basis over the period that the product or service is transferred to the customer. Incremental costs include sales commissions to direct sales people as well as to account executives and sales management. Sales commissions on new customer contracts are generally paid at significantly higher rates than renewals. As such:

- Assets related to new customer contracts are amortized over three years, which may anticipate renewal periods, as management estimates that this corresponds to the period over which a customer benefits from existing technology in the underlying product or service; and
- Assets related to renewal customer contracts are amortized over the term of the contract if they are commensurate with previous renewals commissions.

The Company recognizes the following assets, "Deferred commissions" short-term, included within "Prepaid expenses and other current assets" and "Deferred commissions" long-term, included within "Other non-current assets" in the consolidated statement of financial position for costs to obtain a contract.

The Company applied the practical expedient in IFRS 15 to recognize the incremental cost of obtaining a contract as an expense when incurred, if the amortization period is one year or less.

**Critical judgments in applying accounting policies**

Management exercises significant judgment to determine the following when applying the accounting policy:

- whether multiple products and services in customer contracts are distinct performance obligations that should be accounted for separately, or whether they must be accounted for together
  - In making the determination, management considers, for example, whether the Company regularly sells a good or service separately, or whether the goods or services are highly interrelated.
- the standalone selling price (SSP) for each distinct performance obligation
  - The Company typically has more than one SSP for individual products and services due to the stratification of its offerings by customer. As a result, management determines the SSP taking into consideration market conditions and other factors, including the value of its contracts, the product or service sold, the customer's market, geographic location, and the number and types of users in each contract.
- the period over which to amortize assets arising from incremental costs of obtaining a contract
  - As management estimates that this period corresponds to the period over which a customer benefits from existing technology in the underlying product or service, this judgment is closely linked with the determination of software amortization periods.

**Revenues by type and geography**

The following tables disaggregate revenues by type and geography and reconcile them to reportable segments from continuing operations for the three and nine months ended September 30, 2018 and 2017 (see note 4).

Revenues by type Three months ended September 30,	Legal		Tax & Accounting		Reuters News		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
Recurring	649	618	272	267	59	62	980	947
Transactions	78	74	56	62	12	11	146	147
Print	156	168	13	12	-	-	169	180
Eliminations	-	-	-	-	-	-	(3)	(2)
<b>Total</b>	<b>883</b>	<b>860</b>	<b>341</b>	<b>341</b>	<b>71</b>	<b>73</b>	<b>1,292</b>	<b>1,272</b>

Revenues by type Nine months ended September 30,	Legal		Tax & Accounting		Reuters News		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
Recurring	1,926	1,835	859	824	185	187	2,970	2,846
Transactions	233	228	240	247	30	34	503	509
Print	478	496	38	37	-	-	516	533
Eliminations	-	-	-	-	-	-	(7)	(5)
<b>Total</b>	<b>2,637</b>	<b>2,559</b>	<b>1,137</b>	<b>1,108</b>	<b>215</b>	<b>221</b>	<b>3,982</b>	<b>3,883</b>

Revenues by geography (country of destination) Three months ended September 30,	Legal		Tax & Accounting		Reuters News		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
U.S.	690	658	274	268	20	17	984	943
Canada (country of domicile)	38	46	6	6	1	1	45	53
Other	12	15	33	41	3	3	48	59
Americas (North America, Latin America, South America)	740	719	313	315	24	21	1,077	1,055
U.K.	80	86	13	12	7	5	100	103
Other	25	19	5	4	26	29	56	52
EMEA (Europe, Middle East and Africa)	105	105	18	16	33	34	156	155
Asia Pacific	38	36	10	10	14	18	62	64
Eliminations	-	-	-	-	-	-	(3)	(2)
<b>Total</b>	<b>883</b>	<b>860</b>	<b>341</b>	<b>341</b>	<b>71</b>	<b>73</b>	<b>1,292</b>	<b>1,272</b>

Revenues by geography (country of destination) Nine months ended September 30,	Legal		Tax & Accounting		Reuters News		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
U.S.	2,076	1,998	915	893	57	54	3,048	2,945
Canada (country of domicile)	99	115	28	26	2	2	129	143
Other	35	45	109	114	7	7	151	166
Americas (North America, Latin America, South America)	2,210	2,158	1,052	1,033	66	63	3,328	3,254
U.K.	246	242	42	33	21	19	309	294
Other	77	53	14	12	84	85	175	150
EMEA (Europe, Middle East and Africa)	323	295	56	45	105	104	484	444
Asia Pacific	104	106	29	30	44	54	177	190
Eliminations	-	-	-	-	-	-	(7)	(5)
Total	2,637	2,559	1,137	1,108	215	221	3,982	3,883

See note 10 for disaggregated revenues from discontinued operations.

#### Note 4: Segment Information

The Company's continuing business is organized as three reportable segments reflecting how the businesses are managed: Legal, Tax & Accounting, and Reuters News. Beginning in the first quarter of 2018, Reuters News became a reportable segment. Reuters News was previously an operating segment included within a Corporate and Other category. The accounting policies applied by the segments are the same as those applied by the Company.

Effective January 1, 2018, the operating results of Financial & Risk are reported as a discontinued operation, except for the Regulatory Intelligence and Compliance Learning businesses that the Company will retain after the closing of the Financial & Risk transaction and is now reported as part of the Legal segment. The Company's Chief Executive Officer continued to act as the chief operating decision maker (CODM) for the Financial & Risk business due to its significance to the Company. See note 10 for financial information regarding the Financial & Risk business.

The reportable segments offer products and services to target markets as described below.

#### Legal

The Legal segment is a provider of critical online and print information, decision tools, software and services that support legal, investigation, business and government professionals around the world.

#### Tax & Accounting

The Tax & Accounting segment is a provider of integrated tax compliance and accounting information, software and services for professionals in accounting firms, corporations, law firms and government.

#### Reuters News

The Reuters News segment is a provider of real-time, multimedia news and information services to newspapers, television and cable networks, radio stations and websites around the globe.

The Company also reports "Corporate", which includes expenses for corporate functions and does not qualify for segment reporting.

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
<b>Revenues</b>				
Legal	883	860	2,637	2,559
Tax & Accounting	341	341	1,137	1,108
Reuters News	71	73	215	221
Eliminations	(3)	(2)	(7)	(5)
Consolidated revenues	1,292	1,272	3,982	3,883
<b>Adjusted EBITDA</b>				
Legal	327	345	967	984
Tax & Accounting	93	95	331	339
Reuters News	6	7	22	29
Corporate	(124)	(59)	(240)	(169)
Adjusted EBITDA	302	388	1,080	1,183
Fair value adjustments (see note 6)	5	(4)	1	2
Depreciation	(24)	(23)	(83)	(85)
Amortization of computer software	(96)	(76)	(294)	(265)
Amortization of other identifiable intangible assets	(26)	(33)	(83)	(103)
Other operating gains, net	1	36	13	48
Consolidated operating profit	162	288	634	780
Net interest expense	(82)	(89)	(241)	(270)
Other finance (costs) income	(11)	(57)	10	(145)
Share of post-tax earnings (losses) in equity method investments	1	1	5	(4)
Tax expense	(128)	-	(152)	(26)
(Loss) earnings from continuing operations	(58)	143	256	335

In accordance with IFRS 8, Operating Segments, the Company discloses certain information about its reportable segments based upon measures used by management in assessing the performance of those reportable segments. These measures are defined below and may not be comparable to similar measures of other companies.

#### Adjusted EBITDA

- Segment adjusted EBITDA represents earnings from continuing operations before tax expense or benefit, net interest expense, other finance costs or income, depreciation, amortization of software and other identifiable intangible assets, the Company's share of post-tax earnings or losses in equity method investments, other operating gains and losses, certain asset impairment charges, fair value adjustments, and corporate related items.
- The Company does not consider these excluded items to be controllable operating activities for purposes of assessing the current performance of the reportable segments.
- Each segment includes an allocation of costs for centralized support services such as technology, editorial, real estate and certain global transaction processing functions that are based on usage or other applicable measures.
- Consolidated adjusted EBITDA is comprised of adjusted EBITDA from reportable segments and Corporate.

#### Note 5: Seasonality

The Company's revenues and operating profit on a consolidated basis do not tend to be significantly impacted by seasonality as it records a large portion of its revenues ratably over a contract term and its costs are generally incurred evenly throughout the year. However, the performance of the Tax & Accounting segment from quarter to consecutive quarter can be impacted by the release of certain tax products, which tend to be concentrated in the fourth quarter and, to a lesser extent, in the first quarter of the year. The seasonality of the Company's operating profit may also be impacted by the timing of corporate costs incurred in connection with the repositioning of the business following the sale of a 55% majority stake in the Financial & Risk business.

**Note 6: Operating Expenses**

The components of operating expenses include the following:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Salaries, commissions and allowances	610	539	1,788	1,644
Share-based payments	12	14	35	42
Post-employment benefits	39	38	111	116
Total staff costs	661	591	1,934	1,802
Goods and services(1)	218	199	681	613
Data	61	56	173	161
Telecommunications	18	6	32	23
Real estate	32	32	82	101
Fair value adjustments(2)	(5)	4	(1)	(2)
Total operating expenses	985	888	2,901	2,698

(1) Goods and services include professional fees, consulting and outsourcing services, contractors, selling and marketing, and other general and administrative costs.

(2) Fair value adjustments primarily represent gains or losses due to changes in foreign currency exchange rates on intercompany balances that arise in the ordinary course of business.

**Note 7: Other Operating Gains, Net**

Other operating gains, net, were \$1 million and \$36 million for the three months ended September 30, 2018 and 2017, respectively, and \$13 million and \$48 million for the nine months ended September 30, 2018 and 2017. The nine months ended September 30, 2018 included a gain on the sale of a Canadian wholly-owned subsidiary to a company affiliated with The Woodbridge Company Limited ("Woodbridge"), the Company's principal shareholder (see note 19). The three and nine months ended September 30, 2017 included a gain from the sale of a portion of an investment.

**Note 8: Finance Costs, Net**

The components of finance costs, net, include interest expense (income) and other finance costs (income) as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Interest expense:				
Debt	74	82	218	244
Derivative financial instruments - hedging activities	1	1	4	4
Other, net	4	-	6	4
Fair value (gains) losses on financial instruments:				
Cash flow hedges, transfer from equity	(24)	(53)	44	(97)
Net foreign exchange losses (gains) on debt	24	53	(44)	97
Net interest expense—debt and other	79	83	228	252
Net interest expense—pension and other post-employment benefit plans	6	7	20	22
Interest income	(3)	(1)	(7)	(4)
Net interest expense	82	89	241	270

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Net losses (gains) due to changes in foreign currency exchange rates	11	49	(7)	112
Net losses (gains) on derivative instruments	-	8	(3)	33
Other finance costs (income)	11	57	(10)	145

#### Net losses (gains) due to changes in foreign currency exchange rates

Net losses (gains) due to changes in foreign currency exchange rates were principally comprised of amounts related to certain intercompany funding arrangements.

#### Net losses (gains) on derivative instruments

Net losses (gains) on derivative instruments were principally comprised of amounts relating to foreign exchange contracts.

#### Note 9: Taxation

Tax expense was \$128 million and nil for the three months ended September 30, 2018 and 2017, respectively, and \$152 million and \$26 million for the nine months ended September 30, 2018 and 2017, respectively. Tax expense in both periods of 2018 included \$95 million of charges associated with the separation of Financial & Risk from the rest of the Company. The tax expense in each period reflected the mix of taxing jurisdictions in which pre-tax profits and losses were recognized. Because the geographical mix of pre-tax profits and losses in interim periods may be different from that for the full year, tax expense or benefit in interim periods is not necessarily indicative of tax expense for the full year.

#### Note 10: Discontinued Operations

On October 1, 2018, the Company closed the sale of a 55% interest in its Financial & Risk business. See note 20. The results of Financial & Risk are reported as discontinued operations in the consolidated financial statements for all periods presented.

Earnings from discontinued operations are summarized as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Revenues	1,541	1,525	4,677	4,511
Expenses	(1,059)	(1,343)	(3,279)	(4,014)
Earnings from discontinued operations before income tax	482	182	1,398	497
Tax (expense) benefit(1)	(133)	23	(1,017)	36
Earnings from discontinued operations, net of tax	349	205	381	533
Adjusted EBITDA (Financial & Risk)	482	461	1,480	1,380
Fair value adjustments	16	(49)	81	(173)
Depreciation	(3)	(50)	(17)	(137)
Amortization of computer software	-	(95)	(30)	(254)
Amortization of other identifiable intangible assets	(1)	(82)	(29)	(251)
Other operating losses, net	(1)	(6)	(61)	(35)
Net interest (expense) income	(1)	5	(7)	(2)
Other finance costs	(3)	(1)	(3)	(31)
Share of post-tax earnings in equity method investments	-	1	-	1
Intellectual Property & Science loss from discontinued operations	(7)	(2)	(16)	(1)
Earnings from discontinued operations before income tax	482	182	1,398	497

(1) The three and nine months ended September 30, 2018 reflected a \$38 million and an \$850 million deferred tax charge, respectively, associated with the sale of a 55% interest in the Financial & Risk business. These deferred taxes were not required before 2018 as the business was not considered held for sale until January 2018. The charge in the three-month period resulted from an increase in state tax rates expected to apply to the transaction.



The assets and liabilities classified as held for sale in the consolidated statement of financial position are as follows:

	September 30, 2018
Cash and cash equivalents(1)	461
Trade and other receivables	647
Other financial assets	21
Prepaid expenses and other current assets	178
Computer hardware and other property, net	488
Computer software, net	849
Other identifiable intangible assets, net	1,912
Goodwill	9,885
Other assets	151
Deferred tax	13
<b>Total assets held for sale</b>	<b>14,605</b>
Current indebtedness	1
Payables, accruals and provisions	856
Deferred revenue	207
Other financial liabilities	7
Provisions and other liabilities	396
Deferred tax	312
<b>Total liabilities associated with assets held for sale</b>	<b>1,779</b>

(1) Includes cash and cash equivalents of \$112 million, held in subsidiaries which have regulatory restrictions, contractual restrictions or operate in countries where exchange controls and other legal restrictions apply and were therefore not available for general use by the Company.

Relative to assets held for sale, foreign currency translation adjustments recorded within accumulated other comprehensive loss in the consolidated statement of financial position were losses of approximately \$3.0 billion at September 30, 2018.

The following tables disaggregate revenues by type and geography for the Financial & Risk segment for the three and nine months ended September 30, 2018 and 2017:

Revenues by type (Financial & Risk)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Recurring	1,302	1,295	3,947	3,842
Transactions	239	230	730	669
<b>Total</b>	<b>1,541</b>	<b>1,525</b>	<b>4,677</b>	<b>4,511</b>

Revenues by geography (Financial & Risk) (country of destination)	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
U.S.	576	565	1,725	1,693
Canada (country of domicile)	33	33	100	97
Other	25	27	78	78
Americas (North America, Latin America, South America)	634	625	1,903	1,868
U.K.	224	219	696	642
Other	391	391	1,197	1,138
EMEA (Europe, Middle East and Africa)	615	610	1,893	1,780
Asia Pacific	292	290	881	863
Total	1,541	1,525	4,677	4,511

**Note 11: Earnings Per Share**

Basic earnings per share was calculated by dividing earnings attributable to common shareholders less dividends declared on preference shares by the sum of the weighted-average number of common shares outstanding and vested deferred share units ("DSUs") outstanding during the period. DSUs represent common shares that certain employees have elected to receive in the future upon vesting of share-based compensation awards or in lieu of cash compensation.

Diluted earnings per share was calculated using the denominator of the basic calculation described above adjusted to include the potentially dilutive effect of outstanding stock options and time-based restricted share units ("TRSUs").

Earnings used in determining consolidated earnings per share and (loss) earnings per share from continuing operations are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Earnings attributable to common shareholders	261	330	547	819
Less: Dividends declared on preference shares	(1)	(1)	(2)	(2)
Earnings used in consolidated earnings per share	260	329	545	817
Less: Earnings from discontinued operations, net of tax	(349)	(205)	(381)	(533)
Remove: Non-controlling interests from discontinued operations	30	18	90	49
(Loss) earnings used in earnings per share from continuing operations	(59)	142	254	333

The weighted-average number of common shares outstanding, as well as a reconciliation of the weighted-average number of common shares outstanding used in the basic earnings per share computation to the weighted-average number of common shares outstanding used in the diluted earnings per share computation, is presented below:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Weighted-average number of common shares outstanding	700,682,178	714,822,823	706,494,346	720,506,572
Weighted-average number of vested DSUs	530,241	709,946	687,447	698,469
Basic	701,212,419	715,532,769	707,181,793	721,205,041
Effect of stock options and TRSUs	-	1,367,356	893,186	1,322,556
Diluted	701,212,419	716,900,125	708,074,979	722,527,597

Because the Company reported a net loss from continuing operations for the three months ended September 30, 2018, the weighted-average number of common shares used for basic and diluted loss per share is the same, as the effect of stock options and other equity incentive awards would reduce the loss per share, and therefore be anti-dilutive.

**Note 12: Financial Instruments****Financial assets and liabilities**

Financial assets and liabilities in the consolidated statement of financial position were as follows:

September 30, 2018(1)	Assets/ (Liabilities) at Amortized Cost	Assets/ (Liabilities) at Fair Value through Earnings	Assets at Fair Value through Other Comprehensive Income	Derivatives Used for Hedging	Total
Cash and cash equivalents	377	130	-	-	507
Trade and other receivables	871	-	-	-	871
Other financial assets - current	39	3	-	-	42
Other financial assets - non-current	15	-	22	-	37
Current indebtedness	(2,127)	-	-	-	(2,127)
Trade payables (see note 14)	(140)	-	-	-	(140)
Accruals (see note 14)	(842)	-	-	-	(842)
Other financial liabilities - current(2)	(551)	(6)	-	(234)	(791)
Long-term indebtedness	(4,955)	-	-	-	(4,955)
Other financial liabilities - non current	-	(3)	-	(51)	(54)
<b>Total</b>	<b>(7,313)</b>	<b>124</b>	<b>22</b>	<b>(285)</b>	<b>(7,452)</b>

(1) Current presentation reflects the adoption of IFRS 9, Financial Instruments, effective January 1, 2018.

(2) Includes a commitment to repurchase up to \$512 million of shares related to the Company's pre-defined plan with its broker to repurchase the Company's shares during its internal trading blackout period. See note 16.

December 31, 2017	Cash, Trade and Other Receivables	Assets/ (Liabilities) at Fair Value through Earnings	Derivatives Used for Hedging	Available for Sale	Other Financial Liabilities	Total
Cash and cash equivalents	874	-	-	-	-	874
Trade and other receivables	1,457	-	-	-	-	1,457
Other financial assets - current	78	20	-	-	-	98
Other financial assets - non-current	49	1	-	33	-	83
Current indebtedness	-	-	-	-	(1,644)	(1,644)
Trade payables (see note 14)	-	-	-	-	(307)	(307)
Accruals (see note 14)	-	-	-	-	(1,477)	(1,477)
Other financial liabilities - current	-	(49)	-	-	(80)	(129)
Long-term indebtedness	-	-	-	-	(5,382)	(5,382)
Other financial liabilities - non current	-	(31)	(246)	-	(2)	(279)
<b>Total</b>	<b>2,458</b>	<b>(59)</b>	<b>(246)</b>	<b>33</b>	<b>(8,892)</b>	<b>(6,706)</b>

**Cash and cash equivalents**

Of total cash and cash equivalents, \$20 million and \$126 million at September 30, 2018 and December 31, 2017, respectively, were held in subsidiaries which have regulatory restrictions, contractual restrictions or operate in countries where exchange controls and other legal restrictions apply and were therefore not available for general use by the Company.

*Long-term debt activity*

The Company repaid the following notes in the nine months ended September 30, 2017:

<b>Month/Year</b>	<b>Transaction Notes repaid</b>	<b>Principal Amount (in millions)</b>
September 2017	1.65% Notes, due 2017	US\$550
February 2017	1.30% Notes, due 2017	US\$550

*Commercial paper*

Under its commercial paper programs, the Company may issue up to \$2.0 billion of notes. At September 30, 2018, current indebtedness included \$1,739 million of outstanding commercial paper within the consolidated statement of financial position. Refer to note 20 for commercial paper repayments made in October 2018.

*Credit facilities*

The Company has a \$2.4 billion credit facility that matures in November 2021 and may be used to provide liquidity for general corporate purposes (including support for its commercial paper programs). In the nine-month period ended September 30, 2018, the Company borrowed and repaid \$370 million under this credit facility. There were no borrowings under this credit facility at September 30, 2018. Based on the Company's current credit ratings, the cost of borrowing under the agreement is priced at LIBOR/EURIBOR plus 100 basis points.

The Company had a \$1.5 billion credit facility that was comprised of a \$0.5 billion term loan facility and a \$1.0 billion revolving credit facility that the Company cancelled on October 1, 2018. The Company had no borrowings under either facility on September 30, 2018. In the nine-month period ended September 30, 2018, the Company borrowed and repaid \$1.0 billion under the revolving credit facility.

*Fair Value*

The fair values of cash, trade and other receivables, trade payables and accruals approximate their carrying amounts because of the short-term maturity of these instruments. The fair value of long-term debt and related derivative instruments is set forth below.

**Debt and Related Derivative Instruments***Carrying Amounts*

Amounts recorded in the consolidated statement of financial position are referred to as "carrying amounts". The carrying amounts of primary debt are reflected in "Long-term indebtedness" and "Current indebtedness" and the carrying amounts of derivative instruments are included in "Other financial assets" and "Other financial liabilities", both current and non-current in the consolidated statement of financial position, as appropriate.

*Fair Value*

The fair value of debt is estimated based on either quoted market prices for similar issues or current rates offered to the Company for debt of the same maturity. The fair value of interest rate swaps is estimated based upon discounted cash flows using applicable current market rates and taking into account non-performance risk.

The following is a summary of debt and related derivative instruments that hedge the cash flows of debt:

	Carrying Amount		Fair Value	
	Primary Debt Instruments	Derivative Instruments Liability	Primary Debt Instruments	Derivative Instruments Liability
<b>September 30, 2018</b>				
Bank and other	(1)	-	2	-
Commercial paper	1,739	-	1,739	-
C\$500, 3.369% Notes, due 2019	387	89	390	89
C\$750, 4.35% Notes, due 2020	579	145	602	145
C\$550, 3.309% Notes, due 2021	424	51	429	51
\$500, 4.70% Notes, due 2019	500	-	509	-
\$350, 3.95% Notes, due 2021	349	-	351	-
\$600, 4.30% Notes, due 2023	596	-	607	-
\$450, 3.85% Notes, due 2024	447	-	441	-
\$500, 3.35% Notes, due 2026	495	-	460	-
\$350, 4.50% Notes, due 2043	341	-	324	-
\$350, 5.65% Notes, due 2043	341	-	374	-
\$400, 5.50% Debentures, due 2035	395	-	415	-
\$500, 5.85% Debentures, due 2040	490	-	545	-
<b>Total</b>	<b>7,082</b>	<b>285</b>	<b>7,188</b>	<b>285</b>
Current portion	2,127	234		
Long-term portion	4,955	51		

Refer to note 20 for debt repayments made in October 2018.

	Carrying Amount		Fair Value	
	Primary Debt Instruments	Derivative Instruments Liability	Primary Debt Instruments	Derivative Instruments Liability
<b>December 31, 2017</b>				
Bank and other	4	-	7	-
Commercial paper	1,637	-	1,641	-
C\$500, 3.369% Notes, due 2019	398	75	405	75
C\$750, 4.35% Notes, due 2020	597	128	629	128
C\$550, 3.309% Notes, due 2021	437	43	450	43
\$500, 4.70% Notes, due 2019	499	-	519	-
\$350, 3.95% Notes, due 2021	349	-	361	-
\$600, 4.30% Notes, due 2023	597	-	634	-
\$450, 3.85% Notes, due 2024	447	-	459	-
\$500, 3.35% Notes, due 2026	495	-	497	-
\$350, 4.50% Notes, due 2043	341	-	361	-
\$350, 5.65% Notes, due 2043	341	-	420	-
\$400, 5.50% Debentures, due 2035	394	-	459	-
\$500, 5.85% Debentures, due 2040	490	-	607	-
<b>Total</b>	<b>7,026</b>	<b>246</b>	<b>7,449</b>	<b>246</b>
Current portion	1,644	-		
Long-term portion	5,382	246		

**Fair value estimation**

The following fair value measurement hierarchy is used for financial instruments that are measured in the consolidated statement of financial position at fair value:

- Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 - inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices); and
- Level 3 - inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The levels used to determine fair value measurements for those instruments carried at fair value in the consolidated statement of financial position are as follows:

<b>September 30, 2018(1)</b>				
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total Balance</b>
<b>Assets</b>				
Money market accounts	-	130	-	130
Forward exchange contracts(2)	-	3	-	3
Financial assets at fair value through earnings	-	133	-	133
Financial assets at fair value through other comprehensive income(3)	3	19	-	22
<b>Total assets</b>	<b>3</b>	<b>152</b>	<b>-</b>	<b>155</b>
<b>Liabilities</b>				
Embedded derivatives(4)	-	(2)	-	(2)
Forward exchange contracts(2)	-	(4)	-	(4)
Financial liabilities at fair value through earnings	-	(6)	-	(6)
Derivatives used for hedging(5)	-	(285)	-	(285)
<b>Total liabilities</b>	<b>-</b>	<b>(291)</b>	<b>-</b>	<b>(291)</b>

<b>December 31, 2017</b>				
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total Balance</b>
<b>Assets</b>				
Embedded derivatives(4)	-	12	-	12
Forward exchange contracts(2)	-	9	-	9
Financial assets at fair value through earnings	-	21	-	21
Available for sale investments(3)	7	26	-	33
<b>Total assets</b>	<b>7</b>	<b>47</b>	<b>-</b>	<b>54</b>
<b>Liabilities</b>				
Embedded derivatives(4)	-	(63)	-	(63)
Forward exchange contracts(2)	-	(16)	-	(16)
Contingent consideration(6)	-	-	(1)	(1)
Financial liabilities at fair value through earnings	-	(79)	(1)	(80)
Derivatives used for hedging(5)	-	(246)	-	(246)
<b>Total liabilities</b>	<b>-</b>	<b>(325)</b>	<b>(1)</b>	<b>(326)</b>

(1) Current presentation reflects the adoption of IFRS 9, Financial Instruments, effective January 1, 2018.

(2) Used to manage foreign exchange risk on cash flows excluding indebtedness.

(3) Investments in entities over which the Company does not have control, joint control or significant influence.

(4) Largely related to U.S. dollar pricing of customer agreements by subsidiaries outside of the U.S.

(5) Comprised of fixed-to-fixed cross-currency swaps on indebtedness.

(6) Obligations to pay additional consideration for prior acquisitions, based upon performance measures contractually agreed at the time of purchase.

The Company recognizes transfers into and out of the fair value measurement hierarchy levels at the end of the reporting period in which the event or change in circumstances that caused the transfer occurred. There were no transfers between hierarchy levels for the nine months ended September 30, 2018.

### Valuation Techniques

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:

- quoted market prices or dealer quotes for similar instruments;
- the fair value of cross-currency interest rate swaps and forward foreign exchange contracts is calculated as the present value of the estimated future cash flows based on observable yield curves; and
- the fair value of contingent consideration is calculated based on estimates of future revenue performance.

#### Note 13: Other Non-Current Assets

	September 30, 2018	December 31, 2017
Net defined benefit plan surpluses	13	30
Cash surrender value of life insurance policies	308	302
Equity method investments	156	167
Deferred commissions	71	8
Other non-current assets	24	98
Total other non-current assets	572	605

#### Note 14: Payables, Accruals and Provisions

	September 30, 2018	December 31, 2017
Trade payables	140	307
Accruals	842	1,477
Provisions	99	166
Other current liabilities	210	136
Total payables, accruals and provisions	1,291	2,086

#### Note 15: Provisions and Other Non-Current Liabilities

	September 30, 2018	December 31, 2017
Net defined benefit plan obligations	688	984
Deferred compensation and employee incentives	137	159
Provisions	55	124
Uncertain tax positions	147	337
Other non-current liabilities	33	136
Total provisions and other non-current liabilities	1,060	1,740

#### Note 16: Capital

##### Share repurchases

The Company may buy back shares (and subsequently cancel them) from time to time as part of its capital strategy. Share repurchases are effected under a normal course issuer bid ("NCIB"). In May 2018, the Company renewed its NCIB for an additional 12 months. Under the renewed NCIB, the Company may repurchase up to 35.5 million common shares between May 30, 2018 and May 29, 2019 in open market transactions on the TSX, the NYSE and/or other exchanges and alternative trading systems, if eligible, or by such other means as may be permitted by the TSX and/or NYSE or under applicable law, including private agreement purchases if the Company receives an issuer bid exemption order from applicable securities regulatory authorities in Canada for such purchases. The price that the Company will pay for shares in open market transactions under the NCIB will be the market price at the time of purchase or such other price as may be permitted by TSX. There were no private agreement purchases in 2018. In the nine months ended September 30, 2017, the Company privately repurchased 6.0 million common shares at a discount to the then-prevailing market price.

Details of share repurchases were as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Share repurchases (millions of U.S. dollars)	129	230	488	808
Shares repurchased (number in millions)	3.1	5.0	12.2	18.5
Share repurchases — average price per share in U.S. dollars	\$ 41.13	\$ 46.03	\$ 39.95	\$ 43.60

Decisions regarding any future repurchases will depend on factors such as market conditions, share price, and other opportunities to invest capital for growth. The Company may elect to suspend or discontinue its share repurchases at any time, in accordance with applicable laws. From time to time when the Company does not possess material nonpublic information about itself or its securities, it may enter into a pre-defined plan with its broker to allow for the repurchase of shares at times when the Company ordinarily would not be active in the market due to its own internal trading blackout periods, insider trading rules or otherwise. Any such plans entered into with the Company's broker will be adopted in accordance with applicable Canadian securities laws and the requirements of Rule 10b5-1 under the U.S. Securities Exchange Act of 1934, as amended. In August 2018, the Company entered into such a plan with its broker to allow for repurchases following the expiry of the substantial issuer bid/tender offer in October 2018. In connection with entering into this plan, the Company recorded a \$512 million liability in "Other financial liabilities" within current liabilities at September 30, 2018 with a corresponding amount recorded in equity in the consolidated statement of financial position.

#### Dividends

Dividends on common shares are declared in U.S. dollars. In the consolidated statement of cash flow, dividends paid on common shares are shown net of amounts reinvested in the Company under its dividend reinvestment plan. Details of dividends declared per common share and dividends paid on common shares are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Dividends declared per common share	\$ 0.345	\$ 0.345	\$ 1.035	\$ 1.035
Dividends declared	242	246	732	746
Dividends reinvested	(10)	(9)	(25)	(26)
Dividends paid	232	237	707	720

#### Note 17: Supplemental Cash Flow Information

Details of "Other" in the consolidated statement of cash flow are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Non-cash employee benefit charges	39	35	115	123
Net losses (gains) on foreign exchange and derivative financial instruments	8	52	(9)	141
Other	13	(24)	12	10
	60	63	118	274

Details of "Changes in working capital and other items" are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Trade and other receivables	3	58	64	61
Prepaid expenses and other current assets	(49)	11	(30)	18
Other financial assets	7	6	48	43
Payables, accruals and provisions	133	98	(63)	(141)
Deferred revenue	(57)	(60)	(12)	(16)
Other financial liabilities	(4)	(6)	(50)	(51)
Income taxes	29	99	27	107
Other(1)	(25)	(15)	(47)	(49)
	37	191	(63)	(28)

(1) Includes \$(8) million (2017—\$(6) million) and \$(22) million (2017—\$(21) million) related to employee benefit plans for the three and nine months ended September 30, 2018 and 2017, respectively.



Details of income taxes paid are as follows:

	Three months ended September 30,		Nine months ended September 30,	
	2018	2017	2018	2017
Operating activities — continuing operations	(12)	(7)	(55)	(26)
Operating activities — discontinued operations	(43)	(36)	(95)	(90)
Investing activities — discontinued operations	-	-	-	17
Total income taxes paid	(55)	(43)	(150)	(99)

**Note 18: Contingencies**

**Lawsuits and legal claims**

The Company is engaged in various legal proceedings, claims, audits and investigations that have arisen in the ordinary course of business. These matters include, but are not limited to, employment matters, commercial matters, defamation claims and intellectual property infringement claims. The outcome of all of the matters against the Company is subject to future resolution, including the uncertainties of litigation. Based on information currently known to the Company and after consultation with outside legal counsel, management believes that the ultimate resolution of any such matters, individually or in the aggregate, will not have a material adverse impact on the Company's financial condition taken as a whole.

**Uncertain tax positions**

The Company is subject to taxation in numerous jurisdictions and is routinely under audit by many different taxing authorities in the ordinary course of business. There are many transactions and calculations during the course of business for which the ultimate tax determination is uncertain, as taxing authorities may challenge some of the Company's positions and propose adjustments or changes to its tax filings.

As a result, the Company maintains provisions for uncertain tax positions that it believes appropriately reflect its risk. These provisions are made using the Company's best estimates of the amount expected to be paid based on a qualitative assessment of all relevant factors. The Company reviews the adequacy of these provisions at the end of each reporting period and adjusts them based on changing facts and circumstances. Due to the uncertainty associated with tax audits, it is possible that at some future date, liabilities resulting from such audits or related litigation could vary significantly from the Company's provisions. However, based on currently enacted legislation, information currently known by the Company and after consultation with outside tax advisors, management believes that the ultimate resolution of any such matters, individually or in the aggregate, will not have a material adverse impact on the Company's financial condition taken as a whole.

**Note 19: Related Party Transactions**

As of September 30, 2018, Woodbridge beneficially owned approximately 64% of the Company's shares.

In April 2018, the Company sold a Canadian wholly-owned subsidiary to a company affiliated with Woodbridge for \$16 million. The subsidiary's assets consisted of accumulated losses that management did not expect to utilize against future taxable income prior to their expiry. As such, no tax benefit for the losses had been recognized in the consolidated financial statements. Under Canadian law, certain losses may only be transferred to related companies, such as those affiliated with Woodbridge. A gain of \$16 million was recorded within "Other operating gains, net" within the consolidated income statement. In connection with this transaction, the board of directors' Corporate Governance Committee obtained an independent fairness opinion. The Company utilized the independent fairness opinion to determine that the negotiated price between the Company and the purchaser was reasonable. After receiving the recommendation of the Corporate Governance Committee, the board of directors approved the transaction. Directors who were not considered independent because of their positions with Woodbridge refrained from deliberating and voting on the matter at both the committee and board meetings.

In October 2018, the Company returned approximately \$6.5 billion to its shareholders pursuant to a substantial issuer bid/tender offer under which the Company repurchased approximately 138 million shares at a price of \$47 per share. As part of this transaction, Woodbridge sold approximately 88.9 million shares through a proportionate tender which allowed it to maintain its equity ownership in Thomson Reuters of approximately 64%. See note 20.

Except for the above transactions, there were no new significant related party transactions during the nine months ended September 30, 2018. Refer to "Related party transactions" disclosed in note 29 of the Company's consolidated financial statements for the year ended December 31, 2017, which are included in the Company's 2017 annual report, for information regarding related party transactions.

**Note 20: Subsequent Events****Financial & Risk Strategic Partnership Transaction**

On October 1, 2018, the Company closed the sale of a 55% interest in its Financial & Risk business to private equity funds managed by Blackstone. An affiliate of Canada Pension Plan Investment Board and an affiliate of GIC invested alongside Blackstone. The Company retained a 45% interest in the business, which is now known as Refinitiv. Beginning with its results for the fourth quarter of 2018, Thomson Reuters will include the Company's 45% share of Refinitiv's results reported in a single line item on the Company's consolidated income statement titled "Share of post-tax earnings in equity method investments". To facilitate the separation, Refinitiv and Thomson Reuters are providing certain transition services to each other for a specified period, including technology and administrative services.

The Company received approximately \$17 billion in gross proceeds at closing, which remain subject to purchase price adjustments, and expects to record a post-tax gain of approximately \$3.0 billion from the transaction.

Since the closing of the Financial & Risk transaction, the Company has repaid approximately \$4 billion of debt from the proceeds of the Financial & Risk transaction, including through a recently completed debt redemption and debt tender offer. The repayments were as follows:

Full / Partial Redemption	Notes Repaid	Principal Amount (in millions)
Full Redemption	3.369% Notes, due 2019	C\$500 <sup>(1)</sup>
Full Redemption	4.35% Notes, due 2020	C\$750 <sup>(2)(3)</sup>
Full Redemption	4.70% notes, due 2019	\$500 <sup>(3)</sup>
Partial Redemption	3.95% notes, due 2021	\$211 million repaid of \$350 million principal amount <sup>(3)</sup>
Partial Redemption	3.85% notes, due 2024	\$208 million repaid of \$450 million principal amount <sup>(3)</sup>
Partial Redemption	4.50% notes, due 2043	\$231 million repaid of \$350 million principal amount <sup>(3)</sup>

(1) Converted to US\$478 million principal amount at an interest rate of 2.852% after cross-currency swap agreements that were designated as cash flow hedges.

(2) Converted to US\$731 million principal amount at an interest rate of 3.911% after cross-currency swap agreements that were designated as cash flow hedges.

(3) The notes were classified as "Long-term indebtedness" within the consolidated statement of financial position at September 30, 2018 based on their maturity date, as the early repayment in October 2018 was contingent on the Company closing the sale of a 55% interest in its Financial & Risk business.

The Company also repaid its outstanding commercial paper borrowings of \$1,739 million.

In October 2018, the Company returned approximately \$6.5 billion to shareholders pursuant to a substantial issuer bid/tender offer under which the Company repurchased approximately 138 million shares at a price of \$47 per share. The Company's principal shareholder, Woodbridge, made a proportionate tender, which resulted in it tendering the number of shares that allowed it to maintain its 64% proportionate equity ownership in Thomson Reuters following completion of the transaction.

The Company plans to return approximately \$2.5 billion to shareholders through a return of capital transaction, which was announced on October 8, 2018 and is expected to be completed on or about November 27, 2018. The transaction, which is subject to shareholder and court approval, consists of a cash distribution of \$4.45 per common share and a share consolidation, or "reverse stock split", which will reduce the number of outstanding common shares on a basis that is proportional to the cash distribution.

In connection with the closing of the transaction, Reuters News and Refinitiv entered into a 30-year agreement for Reuters News to supply news and editorial content to the partnership for a minimum of \$325 million per year. For the duration of the news agreement, the Company will grant the Refinitiv partnership a license to permit it to brand its products/services and company name with the "Reuters" mark, subject to applicable limitations and restrictions set forth in a trademark license agreement.

**Share repurchases**

In October 2018, the Company repurchased 11.1 million of its common shares under its NCIB for \$512 million at an average price per share of \$46.28.

**Acquisition**

In October 2018, the Company signed a definitive agreement to acquire Integration Point, a provider of global trade management operations. The completion of the acquisition is subject to customary regulatory approvals and closing conditions.

**Dividends**

In October 2018, the Company's board of directors approved a \$0.02 per share increase in the annualized dividend to \$1.40 per common share, which will become effective with the Company's quarterly dividend to be paid in the fourth quarter of 2018. A quarterly dividend of \$0.35 will be paid on December 17, 2018 to shareholders of record as of November 15, 2018.

**Segment reporting changes**

Effective October 1, 2018, The Company transitioned from a product-centric structure to a customer-centric structure, and remapped its business units into the following reportable segments:

- Legal Professionals
- Tax Professionals
- Corporates
- Global Print
- Reuters News

The Company will begin to report on the new segment basis beginning with the fourth-quarter 2018 results.

**CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER  
PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, James C. Smith, certify that:

1. I have reviewed this report on Form 6-K of Thomson Reuters Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 8, 2018

/s/ James C. Smith

James C. Smith

President and Chief Executive Officer

**CERTIFICATION OF THE CHIEF FINANCIAL OFFICER  
PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Stephane Bello, certify that:

1. I have reviewed this report on Form 6-K of Thomson Reuters Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 8, 2018

/s/ Stephane Bello

Stephane Bello

Executive Vice President and Chief Financial Officer

**CERTIFICATION PURSUANT TO  
18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the report of Thomson Reuters Corporation (the "Corporation") on Form 6-K for the period ended September 30, 2018, as furnished to the Securities and Exchange Commission on the date hereof (the "Report"), I, James C. Smith, President and Chief Executive Officer of the Corporation, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Corporation.

Date: November 8, 2018

/s/ James C. Smith

James C. Smith

President and Chief Executive Officer

A signed original of this written statement has been provided to the Corporation and will be retained by the Corporation and furnished to the Securities and Exchange Commission or its staff upon request.

**CERTIFICATION PURSUANT TO  
18 U.S.C. SECTION 1350,  
AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the report of Thomson Reuters Corporation (the "Corporation") on Form 6-K for the period ended September 30, 2018, as furnished to the Securities and Exchange Commission on the date hereof (the "Report"), I, Stephane Bello, Executive Vice President and Chief Financial Officer of the Corporation, hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Corporation.

Date: November 8, 2018

/s/ Stephane Bello

Stephane Bello  
Executive Vice President and Chief Financial Officer

A signed original of this written statement has been provided to the Corporation and will be retained by the Corporation and furnished to the Securities and Exchange Commission or its staff upon request.