

Thomson Reuters UK Tax Strategy

As of December 31, 2018

Scope

Thomson Reuters Corporation (the “Corporation”) is an Ontario, Canada-based corporation with shares listed on the Toronto Stock Exchange and New York Stock Exchange under the symbol “TRI”. The Corporation is headquartered in Toronto and has operations, directly and through its subsidiaries (collectively, the “Group”), in more than 100 countries, including the UK. The Corporation files annual reports and other continuous disclosure documents with the Canadian securities regulatory authorities and the U.S. Securities and Exchange Commission which are available at www.sedar.com and www.sec.gov.

UK law requires the Group on an annual basis to publish its tax strategy online in relation to UK taxation. The Group’s UK tax strategy has been hereby published in accordance with paragraph 16(4) of Schedule 19 (“the Schedule”) to Finance Act 2016. This document applies to the UK companies in the Group headed by Thomson Reuters Investment Holdings Ltd (collectively, “TRUK”) in accordance with paragraph 19 of the Schedule.

References in this document to “UK taxation” and “UK taxes” are to the taxes and duties set out in paragraph 15(1) of the Schedule which include Corporation Tax, Diverted Profits Tax, PAYE, NIC, VAT, Customs Duties, Excises Duties Stamp Duty Land Tax and Stamp Duty Reserve Tax.

The tax strategy described in this document applies from the date indicated above until it is updated.

Aim

TRUK is committed to compliance with applicable laws, rules and regulations in relation to UK taxation. TRUK is also committed to having a professional, transparent and honest working relationship with Her Majesty’s Revenue & Customs (“HMRC”) in relation to UK taxation matters.

Governance in relation to UK taxation

- Ultimate responsibility for overseeing the tax strategy of the Group rests with the Board of Directors of the Corporation. TRUK’s tax strategy is consistent with the Group’s overall tax strategy. The Group’s overall tax strategy is consistent with its overall corporate strategy.
- Executive management of the Group manages the day-to-day business and affairs of the Corporation, under the supervision of the Board of Directors of the Corporation. The President and Chief Executive Officer’s executive leadership team is the Executive Committee (“ExCom”). The Corporation’s Executive Vice President and Chief Financial Officer (“CFO”) is the ExCom member with executive responsibility for tax matters.
- The Corporation’s Senior Vice President, Tax (“SVP - Tax”) has day-to-day responsibility for the management of the Group’s tax affairs and reports to the CFO.
- The Audit Committee of the Board of Directors of the Corporation monitors the Group’s tax strategy and receives periodic updates relating to tax matters from the CFO and the SVP - Tax.

Risk management

- TRUK is committed to meeting its legal and regulatory requirements in respect of UK taxes, including filing applicable tax returns and making required payments of tax when legally due.
- The Group operates an internal control framework which includes processes to ensure TRUK meets its legal and regulatory requirements and to assess tax risk, including the use of tax technology, where appropriate. Reasonable care is applied in relation to processes which could materially affect compliance with tax obligations.
- The Group has an internal team of tax professionals reporting to the SVP - Tax, including a team of tax professionals located in Switzerland and the UK responsible for TRUK's tax affairs. The Swiss and UK based tax team is responsible for TRUK's tax compliance obligations and for monitoring and addressing business or legislative developments that might impact TRUK's tax obligations.
- Processes relating to different taxes are regularly reviewed by the Group's internal tax department in the context of any business or legislative developments or changes in the Group's corporate/tax strategy.
- The Group is not prescriptive in terms of the level of acceptable tax risk it undertakes and each matter is assessed on its specific facts and circumstances, and within the Group's governance framework. Due to the size, breadth and complexity of the Group's business, the Group's internal tax department actively and continuously identifies, monitors and manages tax risks so they remain aligned with the Group's business and strategic objectives.
- As part of the Corporation's Enterprise Risk Management ("ERM") process, a business risk committee chaired by the Corporation's Executive Vice President and General Counsel and its Executive Vice President and Chief Transformation Officer tracks and monitors enterprise risks (which include, among other things, risks related to tax matters). Business risk committee members are comprised of various senior leaders from Corporate functional departments and each of the Group's business units. The newly formed Risk Committee of the Board of Directors of the Corporation is now primarily responsible for overseeing management's ERM process.
- The "Risk Factors" section of the Corporation's annual report includes a discussion of certain tax risks related to the Group.

Attitude towards tax planning

- As part of its overall decision making and risk assessment process in relation to tax initiatives, TRUK considers the Group's reputation, brand, corporate and social responsibilities as well as the applicable legal and fiduciary duties of officers, directors and employees of the Group.
- In line with the Group's approach to taxes, TRUK enters into transactions that it reasonably believes are bona fide and compliant with applicable laws, rules and regulations. While each matter is assessed on its specific facts and circumstances, TRUK will generally not take a tax position in respect of a particular issue without reasonably believing that it is more likely than not that TRUK's position would be successful if challenged by the UK tax authorities.
- The tax consequences of material commercial transactions impacting TRUK are reviewed and considered by the Group's internal tax department. External tax or legal advice might be sought where the anticipated tax result of a commercial transaction is considered to be unclear from UK legislation, or where the anticipated tax result is subject to varying interpretations.
- TRUK utilises certain available tax incentives in the UK, including, for example, R&D tax incentives in line with UK legislation.

- The Group has a Code of Business Conduct and Ethics that applies to its employees, directors and officers around the world. The Code states that if someone becomes aware of anything that they believe may violate a law, regulation, the Code or another Group policy, the individual should report the violation or what the individual believes or suspects is a possible violation. Reporting channels include a confidential and anonymous hotline.
- The Group is dedicated to upholding its 'Trust Principles' by acting with integrity in all matters, including those related to taxation.

Relationship with HMRC

- TRUK believes it has an established, professional, transparent and honest working relationship with HMRC and commits to making accurate disclosures in its filings, submissions and correspondence with HMRC in relation to UK tax matters.
- Where appropriate, TRUK discusses the anticipated UK tax consequences of material transactions with HMRC in real time, or in advance of submitting a tax return.
- TRUK provides HMRC with timely responses to enquiries into its UK tax affairs and seeks to bring any matters under discussion with HMRC to conclusion as efficiently as possible.