

Second Quarter Report

Period Ended

June 30, 2022

Management's Discussion and Analysis and
Unaudited Consolidated Financial Statements



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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. As this management's discussion and analysis is intended to supplement and complement our financial statements, we recommend that you read this in conjunction with our consolidated interim financial statements for the three and six months ended June 30, 2022, our 2021 annual consolidated financial statements and our 2021 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 two-year Outlook, including forecasted impacts associated with our Change Program, 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, material assumptions 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 August 3, 2022.

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

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

Basis of presentation

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

Other than EPS, we report our results in millions of U.S. dollars, but we compute percentage changes and margins using whole dollars to be more precise. As a result, percentages and margins calculated from reported amounts may differ from those presented, and growth components may not total due to rounding.

In the first quarter of 2022, we made two changes to our segment reporting to reflect changes in how we manage our businesses. Prior-period amounts have been revised to reflect the current presentation. Refer to the "Additional information" section of this management's discussion and analysis for further information.

Use of non-IFRS financial measures

In this management's discussion and analysis, we discuss our results on both an IFRS and non-IFRS basis. We use non-IFRS financial measures, which include ratios that incorporate one or more non-IFRS financial measures, as supplemental indicators of our operating performance and financial position as well as for internal planning purposes, our management incentive programs and our 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.

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 the “Liquidity and Capital Resources” section of this management’s discussion and analysis and Appendix B for reconciliations of our non-IFRS financial measures to the most directly comparable IFRS measures.

Glossary of key terms

The following terms in this management’s discussion and analysis have the following meanings, unless otherwise indicated:

Term	Definition
“Big 3” segments	Our combined Legal Professionals, Corporates and Tax & Accounting Professionals segments
Blackstone’s consortium	The Blackstone Group and its subsidiaries, and private equity funds affiliated with Blackstone
bp	Basis points — one basis point is equal to 1/100 th of 1%; “100bp” is equivalent to 1%
Change Program	A two-year initiative focused on transforming our company from a holding company to an operating company and from a content provider into a content-driven technology company
constant currency	A non-IFRS measure derived by applying the same foreign currency exchange rates to the financial results of the current and equivalent prior-year period
COVID-19	A novel strain of coronavirus that was characterized a pandemic by the World Health Organization during March 2020
EPS	Earnings per share
LSEG	London Stock Exchange Group plc
n/a	Not applicable
n/m	Not meaningful
organic or organically	A non-IFRS measure that represents changes in revenues of our existing businesses at constant currency. The metric excludes the distortive impacts of acquisitions and dispositions from not owning the business in both comparable periods
Refinitiv	The Refinitiv business of LSEG. We owned 45% of Refinitiv prior to its sale on January 29, 2021
YPL	York Parent Limited, the entity that owns LSEG shares, which is jointly owned by our company and the Blackstone consortium. A group of current LSEG and former members of Refinitiv senior management also owns part of YPL. References to YPL also include its subsidiaries. YPL was previously known as Refinitiv Holdings Limited prior to the sale of Refinitiv to LSEG on January 29, 2021
£ and US\$	U.S. dollars

Executive Summary

Our company

Thomson Reuters is a leading provider of business information services. Our products include highly specialized information-enabled software and tools for legal, tax, accounting and compliance professionals combined with the world’s most global news service – Reuters.

We derive most of our revenues from selling information and software solutions, primarily electronically and on a recurring subscription basis. Our solutions blend deep domain knowledge with software and automation tools. We believe our workflow solutions make our customers more productive, by streamlining how they operate, enabling them to focus on higher value activities. Many of our customers use our solutions as part of their workflows, which has led to strong customer retention. We believe that our customers trust us because of our history and dependability and our deep understanding of their businesses and industries, and they rely on our services for navigating a rapidly changing and increasingly complex digital world. 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.

We are organized as five reportable segments described below, which reflect how we manage our businesses.



Legal Professionals

Serves law firms and governments with research and workflow products, focusing on intuitive legal research powered by emerging technologies and integrated legal workflow solutions that combine content, tools and analytics.



Corporates

Serves corporate customers from small businesses to multinational organizations, including the seven largest global accounting firms, with our full suite of content-enabled technology solutions for in-house legal, tax, regulatory, compliance and IT professionals.



Tax & Accounting Professionals

Serves tax, accounting and audit professionals in accounting firms (other than the seven largest, which are served by our Corporates segment) with research and workflow products, focusing on intuitive tax offerings and automating tax workflows.



Reuters News

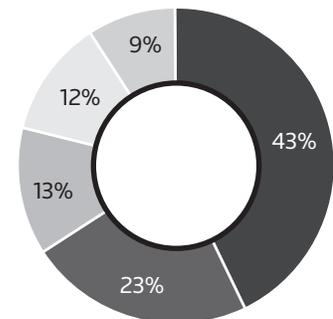
Supplies business, financial and global news to the world’s media organizations, professionals and news consumers through Reuters News Agency, Reuters.com, Reuters Events, Thomson Reuters products and the Refinitiv business of LSEG.



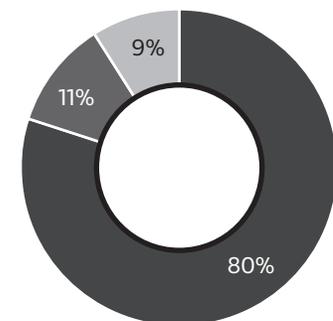
Global Print

Provides legal and tax information primarily in print format to customers around the world.

Second Quarter 2022 Revenues



- Legal Professionals (43%)
- Corporates (23%)
- Tax & Accounting Professionals (13%)
- Reuters News (12%)
- Global Print (9%)



- Recurring (80%)
- Transactions (11%)
- Global Print (9%)

Our businesses are supported by a corporate center that centrally manages commercial and technology operations, including those around our sales capabilities, digital customer experience and product and content development. Our corporate center also centrally manages functions such as finance, legal and human resources, and our Change Program. We report “Corporate costs” which includes expenses for corporate functions and our Change Program.

Key Financial Highlights

The momentum that has been building in our businesses continued in the second quarter of 2022, as revenues exceeded our expectations again. Our businesses continue to benefit from the increasing complexity of regulation in our legal, tax and risk-related markets.

In August 2022, we raised our total company and “Big 3” segments revenue growth Outlook for the full year of 2022, reflecting our increasing confidence in our business performance. We reaffirmed all other measures in our two-year Outlook, including our adjusted EBITDA margin, as we continue to invest in our business and absorb heightened inflationary pressures. Refer to the “Outlook” section of this management’s discussion and analysis for additional information.

Our Change Program to transition from a holding company to an operating company, and from a content provider into a content-driven technology company, is on track. In the first half of 2022, we further progressed program initiatives to migrate more of our revenue to cloud solutions, increased the proportion of sales we make through our digital channels, and improved our customers’ experience interacting with us. As of June 30, 2022, we have achieved \$369 million of annualized run-rate operating expense savings from the program.

In June 2022, we announced that we plan to repurchase up to \$2.0 billion of our common shares (see the “Liquidity & Capital Resources” section of this management’s discussion and analysis). As of July 31, 2022, we have repurchased \$394 million of our common shares under the program.

Recent Global Events

We continue to operate in an uncertain macroeconomic and geopolitical environment. Inflation has surged, labor markets remain tight, and the global economy is experiencing substantial disruption due to the Russian military invasion of Ukraine and the ongoing impacts from COVID-19 and associated supply chain challenges. Central banks in Canada, the U.S., and many other markets have begun to raise interest rates to combat inflation, which is impacting economic activity in certain markets. We are closely monitoring the evolving macroeconomic and geopolitical conditions to assess potential impacts on our businesses.

While our Reuters News business continues to report from Ukraine and Russia in order to provide unbiased and reliable news, our operations in Ukraine and Russia are not material to our business. We have taken steps to comply with applicable restrictions arising from sanctions that apply to our company. We have also relocated services previously performed under outsourcing contracts in the region.

Consolidated results

	Three months ended June 30,			
	2022	2021	Total	Change Constant Currency
(millions of U.S. dollars, except per share amounts and margins)				
IFRS Financial Measures				
Revenues	1,614	1,532	5%	
Operating profit	391	316	24%	
Diluted (loss) earnings per share	\$(0.24)	\$2.15	n/m	
Net cash provided by operating activities	433	462	(6%)	
Non-IFRS Financial Measures⁽¹⁾				
Revenues	1,614	1,532	5%	7%
<i>Organic revenue growth</i>				7%
Adjusted EBITDA	561	502	12%	11%
Adjusted EBITDA margin	34.7%	32.7%	200bp	110bp
Adjusted EPS	\$0.60	\$0.48	25%	23%
Free cash flow	342	379	(10%)	

(1) Refer to Appendices A and B of this management’s discussion and analysis for additional information and reconciliations of our non-IFRS financial measures to the most directly comparable IFRS financial measures.

"Big 3" Segments—Legal Professionals, Corporates and Tax & Accounting Professionals Combined

(millions of U.S. dollars, except margins)	Three months ended June 30,			
	2022	2021	Total	Change Constant Currency
Non-IFRS Financial Measures⁽¹⁾				
Revenues	1,290	1,218	6%	7%
<i>Organic revenue growth</i>				7%
Adjusted EBITDA	524	487	8%	8%
Adjusted EBITDA margin	40.7%	39.9%	80bp	40bp

(1) Refer to Appendices A and B of this management's discussion and analysis for additional information and reconciliations of our non-IFRS financial measures to the most directly comparable IFRS financial measures.

Revenues increased 5% in total reflecting growth across four of our five business segments. Foreign currency negatively impacted revenues by 2%. On an organic basis, revenues increased 7%, driven by 7% growth in recurring revenues (80% of total revenues) and 13% growth in transactions revenues. Global Print revenues declined slightly.

Revenues for our "Big 3" segments (80% of total revenues) increased 6% in total and 7% on both a constant currency and organic basis. The increase in organic revenues was driven by 8% growth in recurring revenues (89% of "Big 3" revenues) and 4% growth in transactions revenues. This is the fifth consecutive quarter the "Big 3" have grown at least 6%.

Operating profit increased 24% as higher revenues more than offset higher costs, which included investments in our Change Program. Adjusted EBITDA and the related margin also increased due to the same factors.

Diluted (loss) per share of \$(0.24) included a significant reduction in the value of our company's investment in LSEG. Diluted earnings per share of \$2.15 in the prior-year period included a significant increase in the value of our company's investment in LSEG. Adjusted EPS, which excludes the change in value of our LSEG investment, increased to \$0.60 per share from \$0.48 per share in the prior-year period, primarily due to higher adjusted EBITDA.

Net cash provided by operating activities decreased as higher payments associated with our Change Program and higher tax payments more than offset the cash benefits from higher operating profit. Free cash flow decreased due to lower cash flows from operating activities and higher capital expenditures primarily related to the Change Program.

Change Program Update

We are eighteen months into our two-year Change Program, which is intended to drive growth and efficiency by transitioning our company from a holding company into an operating company, and from a content provider into a content-driven technology company. Our Change Program remains on track to achieve our overall objectives, which are to:

- Make it easier for our customers to do business with us;
- Significantly modernize and simplify our product portfolio and product development groups;
- Reduce complexity in our operations and technology organization; and
- Continue to simplify our organizational structure to enable a more innovative culture.

We have invested the following amounts in our Change Program on technology, organizational and market-related initiatives.

(millions of U.S. dollars)	Change Program Investments			
	Three months ended June 30, 2022	Six months ended June 30, 2022	Cumulative to Date	Total Expected
Change Program investments:				
Operating expenses	30	64	247	343 - 383
Accrued capital expenditures	37	65	177	212 - 252
Total investment	67	129	424	600

We continue to migrate more of our revenue to cloud solutions, increase the proportion of sales we make through our digital channels, and improve our customers' experience interacting with us. As of June 30, 2022, we achieved \$369 million of annualized run-rate operating expense savings. We expect to achieve \$500 million of annualized run-rate operating expense savings by the end of 2022, and to achieve our full targeted amount of \$600 million by the end of 2023. Refer to the "Outlook" section of the management's discussion and analysis for additional information about our Change Program.

Results of Operations

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 the contract term and our costs are generally incurred evenly throughout the year. However, our revenues 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 timing of costs related to the Change Program impacted the seasonality of our expenses and operating profit in 2022 and 2021.

The section below contains non-IFRS measures where indicated. Refer to Appendices A and B of this management's discussion and analysis for additional information and reconciliations of our non-IFRS financial measures to the most directly comparable IFRS financial measures.

Consolidated results

(millions of U.S. dollars, except per share amounts and margins)	Three months ended June 30,				Six months ended June 30,			
	2022	2021	Change		2022	2021	Change	
			Total	Constant Currency			Total	Constant Currency
IFRS Financial Measures								
Revenues	1,614	1,532	5%		3,288	3,112	6%	
Operating profit	391	316	24%		805	703	15%	
Diluted (loss) earnings per share	\$(0.24)	\$2.15	n/m		\$1.83	\$12.28	n/m	
Non-IFRS Financial Measures								
Revenues	1,614	1,532	5%	7%	3,288	3,112	6%	7%
<i>Organic revenue growth</i>				7%				7%
Adjusted EBITDA	561	502	12%	11%	1,161	1,060	10%	9%
Adjusted EBITDA margin	34.7%	32.7%	200bp	110bp	35.3%	34.1%	120bp	70bp
Adjusted EBITDA less accrued capital expenditures ⁽¹⁾	420	374	12%		898	826	9%	
Adjusted EBITDA less accrued capital expenditures margin ⁽¹⁾	26.0%	24.4%	160bp		27.3%	26.5%	80bp	
Adjusted EPS	\$0.60	\$0.48	25%	23%	\$1.26	\$1.06	19%	17%

(1) As of December 31, 2021, we changed the basis for reporting capital expenditures. Prior-period amounts have been revised to reflect the change. Refer to Appendix A of this management's discussion and analysis for additional information.

"Big 3" Segments—Legal Professionals, Corporates and Tax & Accounting Professionals Combined

(millions of U.S. dollars, except margins)	Three months ended June 30,				Six months ended June 30,			
	2022	2021	Change		2022	2021	Change	
			Total	Constant Currency			Total	Constant Currency
Non-IFRS Financial Measures								
Revenues	1,290	1,218	6%	7%	2,652	2,495	6%	7%
<i>Organic revenue growth</i>				7%				7%
Adjusted EBITDA	524	487	8%	8%	1,108	1,010	10%	10%
Adjusted EBITDA margin	40.7%	39.9%	80bp	40bp	41.8%	40.5%	130bp	110bp

Revenues

(millions of U.S. dollars)	Three months ended June 30,					Six months ended June 30,				
	2022	2021	Change			2022	2021	Change		
			Total	Constant Currency	Organic			Total	Constant Currency	Organic
Recurring revenues	1,291	1,219	6%	7%	7%	2,591	2,439	6%	7%	7%
Transactions revenues	181	166	9%	12%	13%	413	383	8%	9%	10%
Global Print revenues	142	147	(3%)	(1%)	(1%)	284	290	(2%)	(1%)	(1%)
Revenues	1,614	1,532	5%	7%	7%	3,288	3,112	6%	7%	7%

Revenues

In the second quarter, revenues increased 5% in total driven by growth across four of our five business segments. Foreign currency had a 2% negative impact on revenue growth. On an organic basis, both total revenues and recurring revenues (80% of total revenues) increased 7%, while transactions revenues grew 13%. The six-month period reflected similar trends, as revenues increased 6% in total and 7% on both a constant currency and organic basis due to growth in recurring (79% of total revenues) and transactions revenues. Global Print revenues declined slightly in both periods.

In both periods, revenues for our “Big 3” segments (about 80% of total revenues in each period) increased 6% in total and 7% on both a constant currency and organic basis. On an organic basis, the increases in revenues were driven by 8% growth in recurring revenues. On the same basis, transactions revenues grew 4% in the second quarter and 5% in the six-month period. This is the fifth consecutive quarter the “Big 3” have grown at least 6%.

Foreign currency negatively impacted revenue growth in both periods due to the strengthening of the U.S. dollar against most major currencies, including the British pound sterling, Euro, Australian dollar and Argentine peso, which more than offset the weakening of the U.S. dollar against the Brazilian real, compared to the prior-year period.

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

Operating profit increased 24% in the second quarter and 15% in the six-month period, as higher revenues more than offset higher costs, which included investments associated with our Change Program.

Adjusted EBITDA and the related margin increased due to the same factors. Investments associated with the Change Program negatively impacted adjusted EBITDA margins in the second-quarter and six-month periods of 2022 by 190bp.

Adjusted EBITDA less accrued capital expenditures and the related margin increased in both periods as higher adjusted EBITDA more than offset higher accrued capital expenditures. Accrued capital expenditures in the second quarter and six-month period of 2022 included \$37 million (2021 – \$30 million) and \$65 million (2021 – \$39 million) associated with the Change Program, respectively.

Operating expenses

(millions of U.S. dollars)	Three months ended June 30,				Six months ended June 30,			
	2022	2021	Change		2022	2021	Change	
			Total	Constant Currency			Total	Constant Currency
Operating expenses	1,041	1,036	1%	5%	2,122	2,054	3%	6%
Remove fair value adjustments⁽¹⁾	12	(6)			5	(2)		
Operating expenses excluding fair value adjustments	1,053	1,030	2%	5%	2,127	2,052	4%	6%

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

Operating expenses, excluding fair value adjustments, increased in total and on a constant currency basis in both periods primarily due to sales related expenses associated with higher revenues and investments in technology. These increases were mitigated by savings from our Change Program. Change Program costs were \$30 million in the second quarter of 2022 (2021 – \$41 million) and \$64 million in the six-month period of 2022 (2021 – \$52 million). Both periods included spending on severance as well as costs to drive technology and digital sales efficiencies.

Depreciation and amortization

(millions of U.S. dollars)	Three months ended June 30,			Six months ended June 30,		
	2022	2021	Change	2022	2021	Change
Depreciation	38	42	(10%)	76	88	(13%)
Amortization of computer software	121	122	(1%)	235	237	(1%)
Subtotal	159	164	(3%)	311	325	(4%)
Amortization of other identifiable intangible assets	25	30	(17%)	51	61	(17%)

- Depreciation and amortization of computer software on a combined basis decreased primarily because the prior-year periods included the write-down of assets associated with real estate leases we have vacated.
- Amortization of other identifiable intangible assets decreased due to the completion of amortization of assets acquired in previous years.

Other operating gains, net

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Other operating gains, net	2	14	1	31

In the second quarter and six-month period of 2022, other operating gains, net, were not significant. The second quarter and six-month period of 2021 included a gain on the sale of a business and income from a license that allowed the Refinitiv business of LSEG to use the "Reuters" mark. Additionally, the six-month period of 2021 included a benefit from the revaluation of warrants that we held in Refinitiv prior to its sale to LSEG on January 29, 2021.

Net interest expense

(millions of U.S. dollars)	Three months ended June 30,			Six months ended June 30,		
	2022	2021	Change	2022	2021	Change
Net interest expense	49	49	—	97	100	(3%)

Net interest expense was unchanged in the second quarter of 2022. The decrease in net interest expense in the six-month period of 2022 was primarily due to lower interest costs associated with tax liabilities and net pension obligations. As substantially all of our long-term debt obligations paid interest at fixed rates (after swaps), the net interest expense on our term debt was essentially unchanged compared to the prior-year periods.

Other finance (income) costs

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Other finance (income) costs	(320)	(2)	(414)	4

In the second quarter and six-month period of 2022, other finance income was primarily comprised of \$242 million and \$320 million, respectively, of gains associated with foreign exchange contracts related to a portion of our indirect investment in LSEG, which is denominated in British pounds sterling. Each period in 2022 also included net foreign exchange gains on intercompany funding arrangements. Other finance (income) costs in the prior-year periods reflected net foreign exchange gains or losses on intercompany funding arrangements.

Share of post-tax (losses) earnings in equity method investments

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
YPL (formerly Refinitiv Holdings Limited)	(822)	1,090	(23)	7,385
Other equity method investments	(3)	2	(4)	4
Share of post-tax (losses) earnings in equity method investments	(825)	1,092	(27)	7,389

Our investment in LSEG is subject to equity accounting because the LSEG shares are held through YPL, over which we have significant influence. The investment in LSEG shares held by YPL is accounted for at fair value, based on the share price of LSEG, which is denominated in British pounds sterling.

In the second quarter of 2022, our share of post-tax losses in equity method investments included an \$884 million decrease in the value of our LSEG investment, of which \$319 million related to a decrease in the LSEG share price and \$565 million related to foreign exchange losses. In the six-month period of 2022, our share of post-tax losses in equity method investments reflected an \$85 million decrease in the value of our LSEG investment, which included an increase of \$689 million due to an increase in the LSEG share price, which was more than offset by \$774 million of foreign exchange losses. Both periods also included \$62 million of dividend income from our LSEG investment.

In the second quarter of 2021, our share of post-tax earnings in equity method investments was primarily comprised of a \$1,039 million increase in the value of our LSEG investment. The six-month period of 2021 was comprised of an \$8,075 million gain from the sale of Refinitiv, in which we owned a 45% interest, to LSEG, which was partially offset by a \$573 million decline in the value of the LSEG investment after the sale and \$168 million of post-tax losses related to the Refinitiv operations prior to the sale. Both periods included \$51 million of dividend income from our LSEG investment.

As of July 31, 2022, we indirectly owned approximately 72.4 million LSEG shares, which had a market value of approximately \$7.1 billion based on LSEG's closing share price on that date.

Tax (benefit) expense

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Tax (benefit) expense	(92)	289	148	1,883

Tax expense decreased in the six-month period of 2022 because the prior-year period included tax expense associated with the gain on sale of Refinitiv to LSEG. Additionally, 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 (benefit) expense for the full year.

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

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Tax (benefit) expense				
Tax items impacting comparability:				
Corporate tax laws and rates ⁽¹⁾	-	(12)	(10)	(11)
Deferred tax adjustments ⁽²⁾	(1)	-	(35)	-
Subtotal	(1)	(12)	(45)	(11)
Tax related to:				
Amortization of other identifiable intangible assets	(7)	(7)	(11)	(14)
Share of post-tax (losses) earnings in equity method Investments	(209)	262	(17)	1,800
Other finance income (costs)	59	-	78	-
Other items	2	-	1	4
Subtotal	(155)	255	51	1,790
Total	(156)	243	6	1,779

(1) The six-month period of 2022 consists primarily of adjustments to deferred tax balances due to changes in effective state tax rates. The 2021 periods include changes in deferred tax assets due to changes in foreign tax rates.

(2) The six-month period of 2022 includes the recognition of a deferred tax asset for a tax basis step-up attributable to a non-U.S. subsidiary and adjustments required for a business that was classified as held for sale.

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 June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Tax (benefit) expense	(92)	289	148	1,883
Remove: Items from above impacting comparability	156	(243)	(6)	(1,779)
Other adjustment:				
Interim period effective tax rate normalization ⁽¹⁾	(2)	3	(3)	2
Total tax expense on adjusted earnings	62	49	139	106

(1) Adjustment to reflect income taxes based on estimated full-year effective tax rates. 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.

In the fourth quarter of 2022, we expect new tax legislation to be enacted in Canada that will reduce our ability to deduct interest expense against our Canadian income. As a result, we expect to increase our taxable profits in Canada against which we will apply tax loss carryforwards. When the legislation is enacted, we expect to recognize previously unrecognized tax loss carryforwards in our income statement and record corresponding deferred tax assets, the amount of which could be significant.

Results of Discontinued Operations

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
(Loss) from discontinued operations, net of tax	(44)	(4)	(55)	(1)

In the three and six-month periods of 2022, loss from discontinued operations, net of tax, was primarily comprised of losses arising on a receivable balance from LSEG relating to a tax indemnity due to changes in foreign exchange and interest rates.

Net (loss) earnings and diluted (loss) earnings per share

(millions of U.S. dollars, except per share amounts)	Three months ended June 30,			Six months ended June 30,		
	2022	2021	Change	2022	2021	Change
Net (loss) earnings	(115)	1,068	n/m	892	6,104	n/m
Diluted (loss) earnings per share	\$(0.24)	\$2.15	n/m	\$1.83	\$12.28	n/m

Net (loss) and diluted (loss) per share in the second quarter of 2022 included a significant reduction in the value of our company's investment in LSEG. Net earnings and diluted earnings per share in the second quarter of 2021 included a significant increase in the value of our company's investment in LSEG. In the six-month period of 2022, net earnings and diluted EPS decreased because the prior-year period included a gain of approximately \$8.1 billion on the sale of Refinitiv to LSEG in January 2021.

Adjusted earnings and adjusted EPS

(millions of U.S. dollars, except per share amounts)	Three months ended June 30,				Six months ended June 30,			
	2022	2021	Change		2022	2021	Change	
			Total	Constant Currency			Total	Constant Currency
Adjusted earnings	291	240	22%		613	528	16%	
Adjusted EPS	\$0.60	\$0.48	25%	23%	\$1.26	\$1.06	19%	17%

Adjusted earnings and the related per share amount increased in both periods primarily due to higher adjusted EBITDA.

Segment results

The following is a discussion of our five reportable segments and our Corporate costs for the three and six months ended June 30, 2022. We assess revenue growth for each segment, as well as the businesses within each segment, in constant currency and on an organic basis. See Appendix A of this management's discussion and analysis for additional information.

Legal Professionals

(millions of U.S. dollars, except margins)	Three months ended June 30,					Six months ended June 30,				
	2022	2021	Change			2022	2021	Change		
			Total	Constant Currency	Organic			Total	Constant Currency	Organic
Recurring revenues	656	626	5%	6%	7%	1,309	1,247	5%	6%	6%
Transactions revenues	44	47	(6%)	(3%)	(1%)	89	94	(5%)	(3%)	(1%)
Revenues	700	673	4%	6%	6%	1,398	1,341	4%	5%	6%
Segment adjusted EBITDA	304	285	7%	8%		609	564	8%	9%	
Segment adjusted EBITDA margin	43.4%	42.3%	110bp	80bp		43.6%	42.1%	150bp	140bp	

Revenues increased in total, constant currency and on an organic basis in both periods. Organic revenues, which grew 6% for the fifth consecutive quarter, increased in both periods due to growth in recurring revenues (94% of the Legal Professionals segment in the second quarter) driven by the Government business, Westlaw Edge, Practical Law and FindLaw. The Government business grew 8% in the second quarter and 9% in the six-month period. Transactions revenues on an organic basis (6% of the Legal Professionals segment in the second quarter) slightly declined in both periods.

Segment adjusted EBITDA and the related margins increased in both periods as higher revenues more than offset higher expenses, which were mitigated by cost savings from our Change Program. Foreign currency benefited the year-over-year change in segment adjusted EBITDA margin by 30bp and 10bp in the second quarter and six-month period, respectively.

Corporates

(millions of U.S. dollars, except margins)	Three months ended June 30,					Six months ended June 30,				
	2022	2021	Change			2022	2021	Change		
			Total	Constant Currency	Organic			Total	Constant Currency	Organic
Recurring revenues	322	298	8%	9%	9%	638	591	8%	9%	9%
Transactions revenues	51	48	6%	8%	8%	146	137	7%	8%	8%
Revenues	373	346	8%	9%	9%	784	728	8%	9%	8%
Segment adjusted EBITDA	139	128	9%	8%		296	273	8%	8%	
Segment adjusted EBITDA margin	37.4%	37.0%	40bp	(20)bp		37.8%	37.5%	30bp	(20)bp	

Revenues increased in total, constant currency and on an organic basis in both periods. The increase in organic revenues in both periods included strong growth in recurring revenues (86% of the Corporates segment in the second quarter), driven by Practical Law, CLEAR and Indirect Tax, as well as in transactions revenues (14% of the Corporates segment in the second quarter), driven by Trust, the Confirmation business and the segment's businesses in Latin America and in Asia & Emerging Markets. We do not expect transactions revenue growth to continue at this level in the second half of 2022 as some of these revenues are seasonal in nature.

Segment adjusted EBITDA increased due to higher revenues. The related margin increased in both periods as higher revenues more than offset higher expenses. Foreign currency benefited the year-over-year change in segment adjusted EBITDA margin by 60bp and 50bp in the second quarter and six-month period, respectively.

Tax & Accounting Professionals

(millions of U.S. dollars, except margins)	Three months ended June 30,					Six months ended June 30,				
	2022	2021	Change			2022	2021	Change		
			Total	Constant Currency	Organic			Total	Constant Currency	Organic
Recurring revenues	167	152	10%	11%	11%	349	314	11%	11%	11%
Transactions revenues	50	47	6%	5%	5%	121	112	8%	8%	8%
Revenues	217	199	9%	10%	9%	470	426	10%	10%	10%
Segment adjusted EBITDA	81	74	12%	11%		203	173	18%	17%	
Segment adjusted EBITDA margin	37.4%	36.5%	90bp	30bp		43.2%	40.4%	280bp	240bp	

Revenues increased in total, constant currency and on an organic basis in both periods. The increase in organic revenues was driven by growth in recurring revenues (77% of the Tax & Accounting Professionals segment in the second quarter) from UltraTax, audit products and the segment's businesses in Latin America. The increase in transactions revenues (23% of the Tax & Accounting Professionals segment in the second quarter) was driven by Confirmation.

Segment adjusted EBITDA and the related margins increased in both periods as higher revenues more than offset higher expenses, which were mitigated by cost savings from our Change Program. The six-month period of 2022 reflected only slightly higher expenses, compared to the prior-year period. Foreign currency benefited the year-over-year change in segment adjusted EBITDA margin by 60bp and 40bp in the second quarter and six-month period, respectively.

Tax & Accounting Professionals 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.

Reuters News

(millions of U.S. dollars, except margins)	Three months ended June 30,					Six months ended June 30,				
	2022	2021	Change			2022	2021	Change		
			Total	Constant Currency	Organic			Total	Constant Currency	Organic
Recurring revenues	152	149	1%	4%	4%	307	298	3%	5%	5%
Transactions revenues	36	24	56%	63%	63%	57	40	44%	50%	50%
Revenues	188	173	9%	12%	12%	364	338	8%	11%	11%
Segment adjusted EBITDA	44	35	26%	19%		81	63	28%	21%	
Segment adjusted EBITDA margin	23.3%	20.2%	310bp	110bp		22.2%	18.7%	350bp	180bp	

Revenues increased in total, constant currency and on an organic basis in both periods driven by growth across the segment's Professional businesses, which include digital advertising, custom content and Reuters Events, as well as an increase from the segment's news and editorial agreement with the Refinitiv business of LSEG. The Professional business benefited from timing shifts in Reuters Events as more events were hosted in the second quarter of this year rather than in the second half of 2022, which is a return to the pre-COVID-19 cadence. The Reuters Events business also benefited from a return to in-person events from primarily virtual events last year. We expect more moderate revenue growth for Reuters News in the second half of 2022 compared to the first half of the year.

Reuters News and the Refinitiv business of LSEG have an agreement pursuant to which Reuters News supplies news and editorial content to Refinitiv through October 1, 2048. Reuters News recorded revenues of \$90 million (2021 – \$84 million) and \$180 million (2021 – \$169 million) in the second quarter and six-month period of 2022, respectively, under this agreement.

Segment adjusted EBITDA and the related margins increased in both periods as higher revenues more than offset higher expenses, including those from our Reuters Events business. Higher expenses were mitigated by cost savings from our Change Program. Foreign currency benefited the year-over-year change in segment adjusted EBITDA margin by 200bp and 170bp in the second quarter and six-month period, respectively.

Global Print

(millions of U.S. dollars, except margins)	Three months ended June 30,					Six months ended June 30,				
	2022	2021	Change			2022	2021	Change		
			Total	Constant Currency	Organic			Total	Constant Currency	Organic
Revenues	142	147	(3%)	(1%)	(1%)	284	290	(2%)	(1%)	(1%)
Segment adjusted EBITDA	50	56	(9%)	(8%)		103	113	(9%)	(8%)	
Segment adjusted EBITDA margin	35.4%	37.9%	(250)bp	(250)bp		36.2%	38.9%	(270)bp	(270)bp	

Revenues decreased in total, constant currency and on an organic basis in both periods, which was better than the decline we expected due to higher third-party revenues for printing services and timing of new sales. We expect revenues to normalize to a mid-single digit decline for the remainder of 2022.

Segment adjusted EBITDA and the related margins decreased in both periods due to lower revenues and the dilutive effect of third-party print revenues. Foreign currency had no impact on the year-over-year change on segment adjusted EBITDA margin in both periods.

Corporate costs

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Corporate costs	57	76	131	126

Corporate costs decreased in the second quarter of 2022 primarily due to lower costs associated with the Change Program. Corporate costs increased in the six-month period primarily due to higher costs associated with the Change Program. Change Program expenses were \$30 million (2021 – \$41 million) and \$64 million (2021 – \$52 million) in the second quarter and six-month period of 2022, respectively.

Liquidity and Capital Resources

We have historically maintained a disciplined capital strategy that balances growth, long-term financial leverage, credit ratings and returns to shareholders. We are focused on having the investment capacity to drive revenue growth, both organically and through acquisitions, while also maintaining our long-term financial leverage and credit ratings and continuing to provide returns to shareholders. Our principal sources of liquidity are cash and cash equivalents and cash provided by operating activities. From time to time, we also issue commercial paper, borrow under our credit facility and issue debt securities. Our principal uses of cash are for debt repayments, debt servicing costs, dividend payments, capital expenditures, share repurchases and acquisitions.

Our capital strategy approach has provided us with a strong capital structure and liquidity position. At June 30, 2022, we had \$0.5 billion of cash on hand, and none of our debt securities are scheduled to mature until 2023. Our disciplined approach and cash generative business model have allowed us to weather the economic volatility caused by the COVID-19 pandemic since March 2020, while continuing to invest in our business. While we are closely monitoring the global disruption caused by Russia's invasion of Ukraine in February 2022, our operations in the region are not material to our business.

We expect that the operating leverage of our business will increase our free cash flow if we increase revenues as contemplated by our Outlook. We target a maximum leverage ratio of 2.5x net debt to adjusted EBITDA and have set a target to pay out 50% to 60% of our expected free cash flow as dividends to our shareholders. In June 2022, we announced that we plan to repurchase up to \$2.0 billion of our common shares (see the "Share Repurchases - Normal Course Issuer Bid (NCIB)" section below). In the future, we expect that proceeds from sales of LSEG shares after the expiration of the applicable contractual lock-up provisions will provide us with further options for investment and returns to shareholders.

Our net debt to adjusted EBITDA leverage ratio as of June 30, 2022 was approximately 1.7:1, which is lower than our target of 2.5:1. As calculated under our credit facility covenant, our net debt to adjusted EBITDA leverage ratio at June 30, 2022 was 1.6:1, which is well below the maximum leverage ratio allowed under the credit facility of 4.5:1.

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.

Cash flow

Summary of consolidated statement of cash flow

(millions of U.S. dollars)	Three months ended June 30,			Six months ended June 30,		
	2022	2021	\$ Change	2022	2021	\$ Change
Net cash provided by operating activities	433	462	(29)	708	842	(134)
Net cash (used in) provided by investing activities	(254)	(489)	235	(433)	340	(773)
Net cash used in financing activities	(368)	(216)	(152)	(588)	(627)	39
Translation adjustments	(4)	1	(5)	(4)	-	(4)
(Decrease) increase in cash and cash equivalents	(193)	(242)	49	(317)	555	(872)
Cash and cash equivalents at beginning of period	654	2,584	(1,930)	778	1,787	(1,009)
Cash and cash equivalents at end of period	461	2,342	(1,881)	461	2,342	(1,881)
Non-IFRS Financial Measure⁽¹⁾						
Free cash flow	342	379	(37)	428	618	(190)

(1) Refer to Appendices A and B of this management's discussion and analysis for additional information and reconciliations of our non-IFRS financial measures to the most directly comparable IFRS financial measure.

Operating activities. Net cash provided by operating activities decreased in both periods as higher payments associated with our Change Program and higher tax payments more than offset the cash benefits from higher operating profit. The decrease in the six-month period also reflected higher annual incentive plan bonus payments.

Investing activities. In 2022, net cash used in investing activities included \$137 million and \$308 million of capital expenditures in the second quarter and six-month period, respectively. Both periods also included acquisition spending of \$163 million and \$171 million, respectively, which primarily included the April 2022 acquisition of ThoughtTrace, a business that uses artificial intelligence and machine learning to read, organize and manage document workflows. These outflows were partly offset by a \$62 million dividend from our LSEG investment.

In the second quarter of 2021, net cash used in investing activities included \$438 million of taxes paid on the sale of Refinitiv to LSEG and a subsequent sale of LSEG shares, as well as \$113 million of capital expenditures. These outflows were partly offset by a \$51 million dividend from our LSEG investment. In the six-month period of 2021, net cash provided by investing activities reflected \$1,045 million of dividends from YPL, which included a \$994 million dividend in connection with the sale of LSEG shares and \$51 million of dividends from our LSEG investment. The dividends were partly offset by the associated tax payments as well as tax payments on the sale of Refinitiv. Capital expenditures were \$233 million.

Financing activities. In 2022, net cash used in financing activities included dividends paid to our common shareholders of \$210 million and \$419 million in the second quarter and six-month period, respectively. Both periods of 2022 also included \$194 million of share repurchases. In 2021, net cash used in financing activities included dividends paid to our common shareholders of \$194 million and \$388 million in the second quarter and six-month period, respectively. The six-month period of 2021 also included \$200 million of share repurchases. Refer to the "Dividends" and "Share repurchases" subsections below for additional information.

Cash and cash equivalents. Cash and cash equivalents as of June 30, 2022 were lower compared to the beginning of the year as cash generated from operating activities was more than offset by acquisitions, capital expenditures, share repurchases and dividends to common shareholders. The June 30, 2021 balance included \$994 million of cash received from a YPL dividend following the sale of 10.1 million LSEG shares.

Free cash flow. Free cash flow decreased in both periods due to lower cash flows from operating activities and higher capital expenditures, primarily associated with the Change Program.

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

- **Commercial paper program.** Our \$1.8 billion commercial paper program provides cost-effective and flexible short-term funding. Issuances of commercial paper reached a peak of \$50 million during the second quarter of 2022, all of which remained outstanding at June 30, 2022.
- **Credit facility.** We have a \$1.8 billion syndicated credit facility agreement which matures in December 2024 and may be used to provide liquidity for general corporate purposes (including acquisitions or support for our commercial paper program). There were no outstanding borrowings under the credit facility at June 30, 2022. Based on our current credit ratings, the cost of borrowing under the facility is priced at LIBOR/EURIBOR plus 112.5 basis points. We have the option to request an increase, subject to approval by applicable lenders, in the lenders' commitments in an aggregate amount of \$600 million for a maximum credit facility commitment of \$2.4 billion. If our debt rating is downgraded by Moody's or S&P, our facility fees and borrowing costs may increase, although availability would be unaffected. Conversely, an upgrade in our ratings may reduce our facility fees and borrowing costs. We also monitor the lenders that are party to our facility and believe they continue to be able to lend to us.

The U.K. Financial Conduct Authority, which regulates LIBOR, phased out the majority of LIBOR rates globally at the end of 2021. We have no material agreements with third parties that use or reference LIBOR, except for the LIBOR-based benchmarks in our external credit facility, for which adequate LIBOR benchmarks will remain in effect until June 2023.

We guarantee borrowings by our subsidiaries under the credit facility. We must also maintain a ratio of net debt as defined in the credit agreement (total debt after swaps less cash and cash equivalents) as of the last day of each fiscal quarter to EBITDA as defined in the credit agreement (earnings before interest, income taxes, depreciation and amortization and other modifications described in the credit agreement) for the last four quarters ended of not more than 4.5:1. If we complete an acquisition with a purchase price of over \$500 million, the ratio of net debt to EBITDA would temporarily increase to 5.0:1 for three quarters after completion, at which time the ratio would revert to 4.5:1. As of June 30, 2022, we were in compliance with this covenant as our ratio of net debt to EBITDA, as calculated under the terms of our syndicated credit facility, was 1.6:1.

- **Long-term debt.** We did not issue notes or make any debt repayments in the six months ended June 30, 2022. In June 2022, we filed a new base shelf prospectus pursuant to which Thomson Reuters Corporation and one of its U.S. subsidiaries, TR Finance LLC, may collectively issue up to \$3.0 billion of unsecured debt securities from time to time through July 29, 2024. Any debt securities issued by TR Finance LLC will be fully and unconditionally guaranteed on an unsecured basis by Thomson Reuters Corporation and three U.S. subsidiary guarantors, which are also indirect 100%-owned and consolidated subsidiaries of Thomson Reuters Corporation. Except for TR Finance LLC and the subsidiary guarantors, none of Thomson Reuters Corporation's other subsidiaries have guaranteed or would otherwise become obligated with respect to any issued TR Finance LLC debt securities. Neither Thomson Reuters Corporation nor TR Finance LLC has issued any debt securities under the prospectus. Please refer to Appendix D of this management's discussion and analysis for condensed consolidating financial information of the Company, including TR Finance LLC and the subsidiary guarantors.

- **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 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 higher borrowing rates.

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

	Moody's	S&P Global Ratings	DBRS Limited	Fitch
Long-term debt	Baa2	BBB	BBB (high)	BBB+
Commercial paper	P-2	A-2	R-2 (high)	F1
Trend/Outlook	Positive	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. Credit ratings may not reflect the potential impact of all risks on the value of securities. We cannot assure you that our credit ratings will not be lowered in the future or that rating agencies will not issue adverse commentaries regarding our securities.

- **Dividends.** Dividends on our common shares are declared in U.S. dollars. In February 2022, we announced a 10% or \$0.16 per share increase in the annualized dividend rate to \$1.78 per common share (beginning with the common share dividend we paid in March 2022). 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. Common shares are valued at the weighted-average price at which the shares traded on the Toronto Stock Exchange (TSX) during the five trading days immediately preceding the record date for the dividend.

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

	Three months ended June 30,		Six months ended June 30,	
(millions of U.S. dollars, except per share amounts)	2022	2021	2022	2021
Dividends declared per share	\$0.445	\$0.405	\$0.890	\$0.810
Dividends declared	217	200	433	400
Dividends reinvested	(7)	(6)	(14)	(12)
Dividends paid	210	194	419	388

- **Share repurchases – Normal Course Issuer Bid (NCIB).** We buy back shares (and subsequently cancel them) from time to time as part of our capital strategy. In June 2022, we announced that we plan to repurchase up to \$2.0 billion of our common shares. Share repurchases are typically executed under a NCIB. Under the current NCIB, we may repurchase up to 24 million common shares between June 13, 2022 and June 12, 2023 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 we receive an issuer bid exemption order in the future from applicable securities regulatory authorities in Canada for such purchases.

Details of share repurchases were as follows:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Share repurchases (millions of U.S. dollars)	194	-	194	200
Shares repurchased (number in millions)	1.9	-	1.9	2.5
Share repurchases – average price per share in U.S. dollars	\$99.71	-	\$99.71	\$81.45

Decisions regarding any future repurchases will depend on certain factors, such as market conditions, share price and other opportunities to invest capital for growth. We may elect to suspend or discontinue 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 an automatic share purchase 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.

Financial position

Our total assets were \$21.8 billion at June 30, 2022, compared to \$22.1 billion at December 31, 2021. The decrease was driven by lower cash and cash equivalents.

At June 30, 2022, our current liabilities exceeded our current assets because current liabilities include a significant amount 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, and therefore when we are in that situation, we do not believe it is indicative of a liquidity issue, but rather an outcome of the required accounting for our business model.

Net debt and leverage ratio of net debt to adjusted EBITDA

	June 30,	December 31,
(millions of U.S. dollars)	2022	2021
Current indebtedness	50	-
Long-term indebtedness	3,766	3,786
Total debt	3,816	3,786
Swaps	(78)	(99)
Total debt after swaps	3,738	3,687
Remove fair value adjustments for hedges⁽¹⁾	(8)	(10)
Total debt after currency hedging arrangements	3,730	3,677
Remove transaction costs, premiums or discounts included in the carrying value of debt	31	33
Add: Lease liabilities (current and non-current)	252	261
Less: cash and cash equivalents⁽²⁾	(461)	(778)
Net debt⁽³⁾	3,552	3,193
Leverage ratio of net debt to adjusted EBITDA		
Adjusted EBITDA⁽³⁾	2,071	1,970
Net debt / adjusted EBITDA⁽³⁾	1.7:1	1.6:1

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

(2) Includes cash and cash equivalents of \$75 million and \$70 million at June 30, 2022 and December 31, 2021, respectively, 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 our company.

(3) Represent non-IFRS financial measures. For additional information about our liquidity, we provide our leverage ratio of net debt to adjusted EBITDA. Refer to Appendices A and B of this management's discussion and analysis for additional information of our non-IFRS financial measures and reconciliations to the most comparable IFRS measure.

At June 30, 2022, our total debt position (after swaps) was \$3.7 billion. The maturity dates for our term debt are well balanced with no significant concentration in any one year. At June 30, 2022, the average maturity of our term debt was approximately eight years at an average interest rate (after swaps) of slightly over 4%, all of which is fixed. Our leverage ratio of net debt to adjusted EBITDA was below our target ratio of 2.5:1. The increase in our net debt is primarily due to the decrease in our cash and cash equivalents (refer to the "Cash Flow" section of this management's discussion and analysis for additional information).

Off-balance sheet arrangements, commitments and contractual obligations

See the "Contingencies" section of this management's discussion and analysis below for information on guarantees and other credit support provided by our company to 3 Times Square Associates LLC (3XSQ Associates) in connection with a loan facility 3XSQ Associates obtained in the second quarter of 2022. For a summary of our other off-balance sheet arrangements, commitments and contractual obligations, please see our 2021 annual management's discussion and analysis. There were no other material changes to these arrangements, commitments and contractual obligations during the six months ended June 30, 2022.

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. When appropriate, we perform an expected value calculation to determine our provisions. 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.

Prior to 2022, we paid \$379 million of tax as required under notices of assessment issued by the U.K. tax authority, HM Revenue & Customs (HMRC), under the Diverted Profits Tax (DPT) regime. In February 2022, HMRC issued DPT notices aggregating \$74 million, which we paid in March 2022. These assessments collectively related to the 2015, 2016, 2017 and 2018 taxation years of certain of our current and former U.K. affiliates. In May 2022, HMRC issued additional DPT notices aggregating \$9 million related to the 2016 tax year, which we paid.

HMRC continues to have the statutory authority to amend the above assessments for the 2017 and 2018 taxation years by issuing DPT supplementary notices for each year. Based on recent discussions with HMRC, management believes that HMRC may issue supplementary notices for these years within the next 12 months that would be almost entirely related to businesses we have sold, which are subject to indemnity arrangements. If that occurs, we will be required to pay additional taxes to HMRC shortly thereafter that could be as much as \$350 million in aggregate (largely related to the 2018 taxation year).

As we do not believe these current and former U.K. affiliates fall within the scope of the DPT regime, we will continue contesting these assessments (including any amended by HMRC) through all available administrative and judicial remedies and intend to vigorously defend our position. Payments made by us are not a reflection of our view on the merits of the case. As the assessments largely relate to businesses that we have sold, the majority are subject to indemnity arrangements under which we have been or will be required to pay additional taxes to HMRC or the indemnity counterparty.

Because we believe that our position is supported by the weight of law, we do not believe that the resolution of this matter will have a material adverse effect on our financial condition taken as a whole. As we expect to receive refunds of substantially all of the aggregate of amounts paid and potential future payments pursuant to these notices of assessment, we expect to continue recording substantially all of these payments as non-current receivables from HMRC or the indemnity counterparty on our financial statements. We expect that our existing sources of liquidity (as discussed earlier in this section) will be sufficient to fund any required additional payments if HMRC issues further notices.

Guarantees

We have an investment in 3XSQ Associates, an entity jointly owned by one of our subsidiaries and Rudin Times Square Associates LLC (Rudin), that owns and operates the 3 Times Square office building (the building) in New York, New York. In June 2022, 3XSQ Associates obtained a \$415 million, 3-year term loan facility to refinance existing debt, fund the building's redevelopment, and cover interest and operating costs during the redevelopment period. The building is pledged as loan collateral. We and Rudin each guarantee 50% of (i) certain principal loan amounts and (ii) interest and operating costs. We and Rudin also jointly and severally guarantee (i) completion of commenced works and (ii) lender losses arising from disallowed acts, environmental or otherwise. To minimize economic exposure to 50% for the joint and several obligations, we and a parent entity of Rudin entered a cross-indemnification arrangement. We believe the value of the building is expected to be sufficient to cover obligations that could arise from the guarantees. The guarantees do not impact our ability to borrow funds under our \$1.8 billion syndicated credit facility or the related covenant calculation.

For additional information, please see the "Risk Factors" section of our 2021 annual report, which contains further information on risks related to legal and tax matters.

Outlook

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

In August 2022, we raised our total company and “Big 3” segments revenue growth Outlook for the full year 2022, which reflects our increasing confidence in our business performance. We reaffirmed all other measures in our two-year Outlook, including our adjusted EBITDA margin, as we continue to invest in our business and absorb heightened inflationary pressures.

The Change Program is expected to be largely complete by the end of 2022 and is projected to require an investment of \$600 million. We invested \$295 million in 2021 and plan to invest approximately \$305 million in 2022. We expect to expense approximately 60% of the investments and to capitalize approximately 40% of the investments, which will be amortized over future periods. By 2023, we believe the financial benefits that will result from these initiatives include:

- Organic revenue growth of 5.5% – 6.0% including additional annual revenues of \$100 million;
- Adjusted EBITDA margin of 39% – 40%;
- Free cash flow of \$1.9 billion – \$2.0 billion;
- Annual operating expense savings of \$600 million, of which \$200 million is expected to be reinvested in growth initiatives; and
- Accrued capital expenditures as a percentage of revenues between 6.0% – 6.5%.

Our Outlook incorporates the forecasted impacts associated with our Change Program, assumes constant currency rates relative to 2021 and does not factor in the impact of any acquisitions or divestitures that may occur in future periods. We believe this type of guidance provides useful insight into the performance of our business.

Our full-year 2022 business Outlook was originally communicated in February 2022. In both May and August of 2022, we updated our full-year 2022 revenue growth Outlook while all other measures in our 2022 Outlook remained unchanged. The following table summarizes the changes in our 2022 full-year revenue growth Outlook that occurred during 2022.

Thomson Reuters 2022 Full-Year Revenue Growth Outlook			
Total Thomson Reuters	February 2022	May 2022	August 2022
Revenue growth	Approximately 5.0%	Approximately 5.5%	Approximately 6.0%
Organic revenue growth ⁽¹⁾	Approximately 5.0%	Approximately 5.5%	Approximately 6.0%
“Big 3” Segments ⁽¹⁾	February 2022	May 2022	August 2022
Revenue Growth	6.0% - 6.5%	Approximately 6.5%	Approximately 7.0%
Organic revenue growth	6.0% - 6.5%	Approximately 6.5%	Approximately 7.0%

Our two-year Outlook (as updated in August 2022) along with our 2021 actual results are presented in the table below, which includes non-IFRS financial measures.

Total Thomson Reuters	2021 Actual	2022 Outlook	2023 Outlook
Revenue growth	6.1%	Approximately 6.0%	5.5% - 6.0%
Organic revenue growth ⁽¹⁾	5.2%	Approximately 6.0%	5.5% - 6.0%
Adjusted EBITDA margin ⁽¹⁾	31.0%	Approximately 35%	39% - 40%
Corporate costs	\$325 million	\$280 million - \$330 million	\$110 million - \$120 million
Core corporate costs	\$142 million	\$120 million - \$130 million	\$110 million - \$120 million
Change Program operating expenses	\$183 million	\$160 million - \$200 million	\$0
Free cash flow ⁽¹⁾	\$1.3 billion	Approximately \$1.3 billion	\$1.9 billion - \$2.0 billion
Accrued capital expenditures as a percentage of revenues ⁽¹⁾	8.5%	7.5% - 8.0%	6.0% - 6.5%
Change Program accrued capital expenditures	\$112 million	\$100 million - \$140 million	\$0
Depreciation and amortization of computer software	\$651 million	\$620 million - \$645 million	\$580 million - \$605 million
Interest expense	\$196 million	\$190 million - \$210 million	\$190 million - \$210 million
Effective tax rate on adjusted earnings ⁽¹⁾	13.9%	19% - 21%	n/a

(1) Non-IFRS financial measures. Refer to Appendices A and B of this management’s discussion and analysis for additional information and reconciliations of our non-IFRS financial measures to the most directly comparable IFRS financial measures.

"Big 3" Segments ⁽¹⁾	2021 Actual	2022 Outlook	2023 Outlook
Revenue growth	6.9%	Approximately 7.0%	6.5% - 7.0%
Organic revenue growth	6.2%	Approximately 7.0%	6.5% - 7.0%
Adjusted EBITDA margin	38.8%	Approximately 42%	44% - 45%

(1) Non-IFRS financial measures. Refer to Appendices A and B of this management's discussion and analysis for additional information and reconciliations of our non-IFRS financial measures to the most directly comparable IFRS financial measures.

We expect our third-quarter 2022 revenue growth to be approximately 50bp to 100bp below our full-year 2022 Outlook target, and our fourth-quarter 2022 revenue growth to be higher than the third-quarter 2022 revenue growth. We expect full-year 2022 recurring revenue growth to be 7%.

We expect our third-quarter 2022 adjusted EBITDA margin to be approximately 300bp below our second-quarter 2022 adjusted EBITDA margin, and our fourth-quarter 2022 adjusted EBITDA margin to be the highest of the year.

The following table summarizes our material assumptions and material risks that may cause actual performance to differ from our expectations underlying our financial Outlook.

Revenues	
Material assumptions	Material risks
<ul style="list-style-type: none"> Improved global economic conditions throughout 2022 to 2023, despite periods of volatility due to disruption caused by the Russia-Ukraine conflict and the ongoing COVID-19 pandemic Continued need for trusted products and services that help customers navigate evolving and complex legal, tax, accounting, regulatory, geopolitical and commercial changes, developments and environments, and for cloud-based digital tools that drive productivity Continued ability to deliver innovative products that meet evolving customer demands Acquisition of new customers through expanded and improved digital platforms, simplification of the product portfolio and through other sales initiatives Improvement in customer retention through commercial simplification efforts and customer service improvements 	<ul style="list-style-type: none"> Global economic uncertainty due to the Russia-Ukraine conflict and related government sanctions, the ongoing COVID-19 pandemic, regulatory reform as well as changes in the political environment or other events may exacerbate global inflation, supply chain issues and macroeconomic factors. These conditions could lead to limited business opportunities for our customers, creating significant cost pressures for some of them and potentially constraining the number of professionals employed, which could lead to lower demand for our products and services Business disruptions associated with the COVID-19 pandemic, including government enforced quarantines and stay-at-home orders, may continue longer than we expect or may be more restrictive in the event of future outbreaks and resurgences of the virus, delaying the anticipated recovery of the global economy Demand for our products and services could be reduced by changes in customer buying patterns, or our inability to execute on key product design or customer support initiatives Competitive pricing actions and product innovation could impact our revenues Our sales, commercial simplification and product design initiatives may be insufficient to retain customers or generate new sales
Adjusted EBITDA margin	
Material assumptions	Material risks
<ul style="list-style-type: none"> Our ability to achieve revenue growth targets Business mix continues to shift to higher-growth product offerings Change Program expenses of \$160 million to \$200 million in 2022 Change Program investments drive higher adjusted EBITDA margin through higher revenues and efficiencies by 2023 	<ul style="list-style-type: none"> Same as the risks above related to the revenue Outlook The costs to execute our Change Program may be higher than current expectations, or the expected benefits by 2023 may be lower than current expectations Acquisition and disposal activity may dilute adjusted EBITDA margin
Free Cash Flow	
Material assumptions	Material risks
<ul style="list-style-type: none"> Our ability to achieve our revenue and adjusted EBITDA margin targets Accrued capital expenditures expected to be between 7.5% and 8.0% of revenues in 2022 and between 6.0% and 6.5% of revenues in 2023 	<ul style="list-style-type: none"> Same as the risks above related to the revenue and adjusted EBITDA margin Outlook A weaker macroeconomic environment could negatively impact working capital performance, including the ability of our customers to pay us Accrued capital expenditures may be higher than currently expected The timing and amount of tax payments to governments may differ from our expectations

Effective tax rate on adjusted earnings

Material assumptions	Material risks
<ul style="list-style-type: none"> • Our ability to achieve our adjusted EBITDA target • The mix of taxing jurisdictions where we recognized pre-tax profit or losses in 2021 does not significantly change • Minimal changes in tax laws and treaties within the jurisdictions where we operate • No significant gains that will prevent the imposition of certain minimum taxes • No significant benefits from the finalization of prior tax years • Depreciation and amortization of computer software between \$620 million and \$645 million in 2022 • Interest expense between \$190 million and \$210 million in 2022 	<ul style="list-style-type: none"> • Same as the risks above related to adjusted EBITDA • A material change in the geographical mix of our pre-tax profits and losses • A material change in current tax laws or treaties to which we are subject, and did not expect • Depreciation and amortization of computer software as well as interest expense may be significantly higher or lower than expected

Our Outlook contains various non-IFRS financial measures. We believe that providing reconciliations of forward-looking non-IFRS financial measures in our Outlook would be potentially misleading and not practical due to the difficulty of projecting items that are not reflective of ongoing operations in any future period. The magnitude of these items may be significant. Consequently, for Outlook purposes only, we are unable to reconcile these measures to the most comparable IFRS measures because we cannot predict, with reasonable certainty, the 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 intercompany financing arrangements and foreign exchange contracts. Additionally, we cannot reasonably predict (i) our share of post-tax earnings or losses in equity method investments, which is subject to changes in the stock price of LSEG; or (ii) the occurrence or amount of other operating gains and losses, which generally arise from business transactions we do not currently anticipate.

Related Party Transactions

As of August 3, 2022, our principal shareholder, Woodbridge, beneficially owned approximately 67% of our common shares.

Transactions with 3XSQ Associates

We follow the equity method of accounting for our investment in 3XSQ Associates. In the six months ended June 30, 2022, we contributed \$10 million in cash pursuant to capital calls and made a \$15 million in-kind contribution representing the fair value of guarantees provided in connection with a \$415 million loan facility obtained by 3XSQ Associates (see the "Liquidity and Capital Resources – Contingencies" section of this management's discussion and analysis for additional information). We also paid approximately \$4 million of rent to 3XSQ Associates for office space in the building.

Transactions with YPL

In June 2022, we received a dividend of \$62 million from YPL, reflecting our portion of dividends from our LSEG investment (see the "Results of Operations – Share of post-tax (losses) earnings in equity method investments" 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 first six months of 2022. Refer to the "Related Party Transactions" section of our 2021 annual management's discussion and analysis, which is contained in our 2021 annual report, as well as note 31 of our 2021 annual consolidated financial statements for information regarding related party transactions.

Subsequent Events

In July 2022, we repurchased approximately \$200 million of our common shares under our NCIB.

Changes in Accounting Policies

Please refer to the "Changes in Accounting Policies" section of our 2021 annual management's discussion and analysis, which is contained in our 2021 annual report, for information regarding changes in accounting policies. Since the date of our 2021 annual management's discussion and analysis, there have not been any significant changes to our 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 2021 annual management’s discussion and analysis, which is contained in our 2021 annual report, for additional information. Since the date of our 2021 annual management’s discussion and analysis, there have not been any significant changes to our critical accounting estimates and judgments.

We continue to operate in an uncertain macroeconomic and geopolitical environment. Inflation has surged, labor markets remain tight, and the global economy is experiencing substantial disruption due to the Russian military invasion of Ukraine and the ongoing impacts from COVID-19 and associated supply chain challenges. Central banks in Canada, the U.S., and many other markets have begun to raise interest rates to combat inflation, which is impacting economic activity in certain markets. We are closely monitoring the evolving macroeconomic and geopolitical conditions to assess potential impacts on our businesses. Due to the significant uncertainty created by these circumstances, some of management’s estimates and judgments may be more variable and may change materially in the future.

Additional Information

Basis of presentation

Revision to segment results

In the first quarter of 2022, we made two changes to our segment reporting to reflect how we currently manage our businesses. The changes (i) reflect the transfer of certain revenues from our Corporates business to our Tax & Accounting Professionals business where they are better aligned; and (ii) record intercompany revenue in Reuters News for content-related services that it provides to Legal Professionals, Corporates and Tax & Accounting Professionals. Previously, these services had been reported as a transfer of expense from Reuters News to these businesses. These changes impact the financial results of our segments, but do not change our consolidated financial results. The table below summarizes the changes for the three and six months ended June 30, 2021.

(millions of U.S. dollars)	Three months ended June 30, 2021			Six months ended June 30, 2021		
	As Reported	Adjustments	As Revised	As Reported	Adjustments	As Revised
Revenues						
Legal Professionals	673	-	673	1,341	-	1,341
Corporates	348	(2)	346	732	(4)	728
Tax & Accounting Professionals	197	2	199	422	4	426
“Big 3” Segments Combined	1,218	-	1,218	2,495	-	2,495
Reuters News	168	5	173	328	10	338
Global Print	147	-	147	290	-	290
Eliminations/Rounding	(1)	(5)	(6)	(1)	(10)	(11)
Revenues	1,532	-	1,532	3,112	-	3,112
Adjusted EBITDA						
Legal Professionals	285	-	285	564	-	564
Corporates	130	(2)	128	276	(3)	273
Tax & Accounting Professionals	72	2	74	170	3	173
“Big 3” Segments Combined	487	-	487	1,010	-	1,010
Reuters News	35	-	35	63	-	63
Global Print	56	-	56	113	-	113
Corporate costs	(76)	-	(76)	(126)	-	(126)
Adjusted EBITDA	502	-	502	1,060	-	1,060

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.

There was no change in our internal control over financial reporting during the second quarter of 2022 that materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Share capital

As of August 3, 2022, we had outstanding 483,381,778 common shares, 6,000,000 Series II preference shares, 2,276,108 stock options and a total of 2,366,460 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.

Public securities filings and regulatory announcements

You may access other information about our company, including our 2021 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 and in the United States with the Securities and Exchange Commission (SEC) at www.sec.gov.

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, our quarterly and two-year business Outlook, expectations related to the Change Program, statements regarding the Company's intention to target a dividend payout ratio of between 50% to 60% of its free cash flow, statements regarding the expected future growth of our customer segments or businesses, the Company's expectations regarding the impact of changes in Canadian tax legislation, the Company's expectations regarding share repurchases, and expectations regarding the receipt and amount of supplementary DPT notices from the HMRC. The words "will", "expect", "believe", "target", "estimate", "could", "should", "intend", "predict", "project" and similar expressions identify forward-looking statements. While we believe that we have a reasonable basis for making forward-looking statements in this management's discussion and analysis, they are not a guarantee of future performance or outcomes or that any other events described in any forward-looking statement will materialize. Forward-looking statements are subject to a number of risks, uncertainties and assumptions that could cause actual results or events to differ materially from current expectations. Many of these risks, uncertainties and assumptions are beyond our company's control and the effects of them can be difficult to predict. In particular, during the last quarter the global economy has experienced substantial disruption due to concerns regarding economic effects associated with the macroeconomic backdrop and ongoing geopolitical risks. Any worsening of the global economic or business environment could impact the Company's ability to achieve its Outlook and affect its results and other 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 2021 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. Many of those risks are, and could be, exacerbated by a worsening of the global geopolitical, business and economic environments. There is no assurance that any forward-looking statement will materialize.

The Company's two-year business Outlook is based on information currently available to the Company and is based on various external and internal assumptions made by the Company in light of its experience and perception of historical trends, current conditions and expected future developments (including those related to the Russia- Ukraine conflict, the ongoing COVID-19 pandemic), as well as other factors that the Company believes are appropriate under the circumstances.

The Company has provided a business Outlook for the purpose of presenting information about current expectations for the periods presented. This information may not be appropriate for other purposes. You are cautioned not to place undue reliance on forward-looking statements which reflect expectations only as of the date of this management's discussion and analysis. Except as may be required by applicable law, Thomson Reuters disclaims any obligation to update or revise any forward-looking statements.

Appendix A

Non-IFRS Financial Measures

We use non-IFRS financial measures, which include ratios that incorporate one or more non-IFRS financial measures, as supplemental indicators of our operating performance and financial position as well as for internal planning purposes, our management incentive programs and our business Outlook. 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.

As of December 31, 2021, we changed the basis of capital expenditures used in certain of our non-IFRS financial measures. Historically, we used capital expenditures paid from our consolidated statement of cash flow, as measured under IFRS. However, as we manage capital expenditures on an accrual basis, which includes capital expenditures that remain unpaid at the reporting date, we believe it is more appropriate to use accrued capital expenditures in these measures. The change results in a new non-IFRS financial measure called "Accrued capital expenditures as a percentage of revenues". We have revised the amounts for the second quarter of 2021 in our management's discussion & analysis.

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 to the most directly comparable IFRS measure are reflected in Appendix B and the "Liquidity and Capital Resources" section of this 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
Adjusted EBITDA and the related margin		
<p>Represents earnings or losses 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, our share of post-tax earnings or losses in equity method investments, other operating gains and losses, certain asset impairment charges and fair value adjustments.</p> <p>The related margin is adjusted EBITDA 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>Also represents a measure commonly reported and widely used by investors as a valuation metric, as well as to assess our ability to incur and service debt.</p>	(Loss) earnings from continuing operations
Adjusted EBITDA less accrued capital expenditures and the related margin		
<p>Represents adjusted EBITDA less accrued capital expenditures, where accrued capital expenditures include amounts that remain unpaid at the reporting date.</p> <p>The related margin is adjusted EBITDA less accrued capital expenditures 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, and reflects the basis on which management measures capital spending.</p>	(Loss) earnings from continuing operations
Accrued capital expenditures as a percentage of revenues		
<p>Accrued capital expenditures expressed as a percentage of revenues.</p>	<p>Reflects the basis on how we manage capital expenditures for internal budgeting purposes.</p>	Capital expenditures

How We Define It	Why We Use It and Why It Is Useful to Investors	Most Directly Comparable IFRS Measure
Adjusted earnings and adjusted EPS		
<p>Net earnings or loss including dividends declared on preference shares but excluding the post-tax impacts of fair value adjustments, amortization of other identifiable intangible assets, other operating gains and losses, certain asset impairment charges, other finance costs or income, our share of post-tax earnings or losses in equity method investments, discontinued operations and other items affecting comparability.</p>	<p>Provides a more comparable basis to analyze earnings.</p> <p>These measures are commonly used by shareholders to measure performance.</p>	<p>Net (loss) earnings and diluted (loss) earnings per share</p>
<p>The post-tax amount of each item is excluded from adjusted earnings based on the specific tax rules and tax rates associated with the nature and jurisdiction of each item.</p>		
<p>Adjusted EPS is calculated from adjusted earnings using diluted weighted-average shares and does not represent actual earnings or loss per share attributable to shareholders.</p>		
Effective tax rate on adjusted earnings		
<p>Adjusted tax expense divided by pre-tax adjusted earnings. Adjusted tax expense is computed as income tax (benefit) expense plus or minus the income tax impacts of all items impacting adjusted earnings (as described above), and other tax items impacting comparability.</p>	<p>Provides a basis to analyze the effective tax rate associated with adjusted earnings.</p>	<p>Tax benefit (expense)</p>
<p>In interim periods, we also make an adjustment to reflect income taxes based on the estimated full-year effective tax rate. Earnings or losses for interim periods under IFRS 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.</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.</p>	
Net debt and leverage ratio of net debt to adjusted EBITDA		
<p>Net debt: Total indebtedness (excluding the associated unamortized transaction costs and premiums or discount) plus the currency related fair value of associated hedging instruments, and lease liabilities 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>
<p>Net debt to adjusted EBITDA: Net debt is divided by adjusted EBITDA for the previous twelve-month period ending with the current fiscal quarter.</p>	<p>Provides a commonly used measure of a company's ability to pay its debt. Our non-IFRS measure is aligned with the calculation of our internal target and is more conservative than the maximum ratio allowed under our contractual covenants in our credit facility.</p>	<p>For adjusted EBITDA, refer to the definition above for the most directly comparable IFRS measure</p>

How We Define It	Why We Use It and Why It Is Useful to Investors	Most Directly Comparable IFRS Measure
Free cash flow		
<p>Net cash provided by operating activities, proceeds from disposals of property and equipment, and other investing activities, less capital expenditures, payments of lease principal and dividends paid on our preference shares.</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 acquisitions.</p>	<p>Net cash provided by operating activities</p>
Changes before the impact of foreign currency or at “constant currency”		
<p>Applicable measures where changes are reported before the impact of foreign currency or at “constant currency”</p>	<p>Provides better comparability of business trends from period to period.</p>	<p>For each non-IFRS measure and ratio, refer to the definitions above for the most directly comparable IFRS measure.</p>
<p>IFRS Measures:</p> <ul style="list-style-type: none"> • Revenues • Operating expenses 		
<p>Non-IFRS Measures and ratios:</p> <ul style="list-style-type: none"> • Adjusted EBITDA and adjusted EBITDA margin • Adjusted EPS 		
<p>Our reporting currency is the U.S. dollar. However, we conduct 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>		
Changes in revenues computed on an “organic” basis		
<p>Represent changes in revenues of our existing businesses at constant currency. The metric excludes the distortive impacts of acquisitions and dispositions from not owning the business in both comparable periods.</p>	<p>Provides further insight into the performance of our existing businesses by excluding distortive impacts and serves as a better measure of our ability to grow our business over the long term.</p>	<p>Revenues</p>
<ul style="list-style-type: none"> • For acquisitions, we calculate organic growth as though we had owned the acquired business in both periods. We compare revenues for the acquired business for the period we owned the business to the same prior-year period revenues for that business, when we did not own it. • For dispositions, we calculate organic growth as though we did not own the business in either period. We exclude revenues of the disposed business from the point of disposition, as well as revenues from the same prior-year period before the sale. 		
“Big 3” segments		
<p>Our combined Legal Professionals, Corporates and Tax & Accounting Professionals segments. All measures reported for the “Big 3” segments are non-IFRS financial measures.</p>	<p>The “Big 3” segments comprise approximately 80% of revenues and represent the core of our business information service product offerings.</p>	<p>Revenues (Loss) earnings from continuing operations</p>

Appendix B

This appendix provides reconciliations of certain non-IFRS financial measures to the most directly comparable IFRS measure that are not presented elsewhere in this management's discussion and analysis for the three and six months ended June 30, 2022 and 2021 and year ended December 31, 2021.

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

(millions of U.S. dollars, except margins)	Three months ended June 30,		Six months ended June 30,		Year ended
	2022	2021	2022	2021	December 31,
					2021
(Loss) earnings from continuing operations	(71)	1,072	947	6,105	5,687
Adjustments to remove:					
Tax (benefit) expense	(92)	289	148	1,883	1,607
Other finance income (costs)	(320)	(2)	(414)	4	(8)
Net interest expense	49	49	97	100	196
Amortization of other identifiable intangible assets	25	30	51	61	119
Amortization of computer software	121	122	235	237	474
Depreciation	38	42	76	88	177
EBITDA	(250)	1,602	1,140	8,478	8,252
Adjustments to remove:					
Share of post-tax losses (earnings) in equity method investments	825	(1,092)	27	(7,389)	(6,240)
Other operating gains, net	(2)	(14)	(1)	(31)	(34)
Fair value adjustments ⁽¹⁾	(12)	6	(5)	2	(8)
Adjusted EBITDA	561	502	1,161	1,060	1,970
Deduct: Accrued capital expenditures	(141)	(128)	(263)	(234)	(541)
Adjusted EBITDA less accrued capital expenditures	420	374	898	826	1,429
Adjusted EBITDA margin	34.7%	32.7%	35.3%	34.1%	31.0%
Adjusted EBITDA less accrued capital expenditures margin	26.0%	24.4%	27.3%	26.5%	22.5%

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

Reconciliation of capital expenditures to accrued capital expenditures

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,		Year ended
	2022	2021	2022	2021	December 31,
					2021
Capital expenditures	137	113	308	233	487
Remove: IFRS adjustment to cash basis	4	15	(45)	1	54
Accrued capital expenditures	141	128	263	234	541
Accrued capital expenditures as a percentage of revenues	n/a	n/a	n/a	n/a	8.5%

Reconciliation of net (loss) earnings to adjusted earnings and adjusted EPS

(millions of U.S. dollars, except per share amounts and share data)	Three months ended June 30,		Six months ended June 30,		Year ended December 31,
	2022	2021	2022	2021	2021
Net (loss) earnings	(115)	1,068	892	6,104	5,689
Adjustments to remove:					
Fair value adjustments ⁽¹⁾	(12)	6	(5)	2	(8)
Amortization of other identifiable intangible assets	25	30	51	61	119
Other operating gains, net	(2)	(14)	(1)	(31)	(34)
Other finance (income) costs	(320)	(2)	(414)	4	(8)
Share of post-tax losses (earnings) in equity method investments	825	(1,092)	27	(7,389)	(6,240)
Tax on above items ⁽²⁾	(155)	255	51	1,790	1,475
Tax items impacting comparability ⁽²⁾	(1)	(12)	(45)	(11)	(24)
Loss (earnings) from discontinued operations, net of tax	44	4	55	1	(2)
Interim period effective tax rate normalization ⁽²⁾	2	(3)	3	(2)	-
Dividends declare on preference shares	-	-	(1)	(1)	(2)
Adjusted earnings	291	240	613	528	965
Adjusted EPS	\$0.60	\$0.48	\$1.26	\$1.06	n/a
Diluted weighted-average common shares (millions)⁽³⁾	487.9	497.3	487.7	497.1	n/a

Effective Tax Rate on Adjusted Earnings is computed as follows:

(millions of U.S. dollars, except percentages)	Year ended December 31,
	2021
Adjusted earnings	965
Plus: Dividends declared on preference shares	2
Plus: Tax expense on adjusted earnings	156
Pre-tax adjusted earnings	1,123
IFRS tax expense	1,607
Remove tax related to:	
Amortization of other identifiable intangible assets	26
Share of post-tax earnings in equity method investments	(1,497)
Other operating gains, net	(9)
Other items	5
Subtotal – tax on pre-tax items removed from adjusted earnings	(1,475)
Remove: Tax items impacting comparability	24
Total – Remove all items impacting comparability	(1,451)
Tax expenses on adjusted earnings	156
Effective tax rate on adjusted earnings	13.9%

- (1) Fair value adjustments, a component of operating expenses, primarily represent gains or losses on intercompany balances that arise in the ordinary course of business due to changes in foreign currency exchange rates.
- (2) For three and six months ended June 30, 2022 and 2021, see the “Results of Operations—Tax (benefit) expense” section of this management’s discussion and analysis for additional information.
- (3) For the three months ended June 30, 2022, refer to “Reconciliation of weighted-average diluted shares used in adjusted EPS” in this appendix.

Reconciliation of net cash provided by operating activities to free cash flow

(millions of U.S. dollars)	Three months ended June 30,		Six months ended June 30,		Year ended
	2022	2021	2022	2021	December 31,
Net cash provided by operating activities	433	462	708	842	1,773
Capital expenditures	(137)	(113)	(308)	(233)	(487)
Other investing activities	62	52	62	53	81
Payments of lease principal	(16)	(22)	(33)	(43)	(109)
Dividends paid on preference shares	-	-	(1)	(1)	(2)
Free cash flow	342	379	428	618	1,256

Reconciliation of changes in revenues to changes in revenues excluding the effects of foreign currency (constant currency) as well as acquisitions/divestitures (organic basis)⁽¹⁾

(millions of U.S. dollars)	Three months ended June 30,		Change				
	2022	2021	Total	Foreign Currency	Subtotal Constant Currency	Acquisitions/ Divestitures	Organic
Revenues							
Legal Professionals	700	673	4%	(2%)	6%	(1%)	6%
Corporates	373	346	8%	(1%)	9%	-	9%
Tax & Accounting Professionals	217	199	9%	-	10%	-	9%
"Big 3" Segments Combined	1,290	1,218	6%	(1%)	7%	-	7%
Reuters News	188	173	9%	(4%)	12%	-	12%
Global Print	142	147	(3%)	(2%)	(1%)	-	(1%)
Eliminations/Rounding	(6)	(6)					
Total revenues	1,614	1,532	5%	(2%)	7%	-	7%
Recurring Revenues							
Legal Professionals	656	626	5%	(1%)	6%	-	7%
Corporates	322	298	8%	(1%)	9%	-	9%
Tax & Accounting Professionals	167	152	10%	(1%)	11%	-	11%
"Big 3" Segments Combined	1,145	1,076	6%	(1%)	8%	-	8%
Reuters News	152	149	1%	(3%)	4%	-	4%
Eliminations/Rounding	(6)	(6)					
Total recurring revenues	1,291	1,219	6%	(2%)	7%	-	7%
Transactions Revenues							
Legal Professionals	44	47	(6%)	(3%)	(3%)	(3%)	(1%)
Corporates	51	48	6%	(2%)	8%	-	8%
Tax & Accounting Professionals	50	47	6%	-	5%	-	5%
"Big 3" Segments Combined	145	142	2%	(2%)	3%	(1%)	4%
Reuters News	36	24	56%	(8%)	63%	-	63%
Total transactions revenues	181	166	9%	(2%)	12%	(1%)	13%

(1) Growth percentages are computed using whole dollars. Accordingly, percentages calculated from reported amounts may differ from those presented, and components of growth may not total due to rounding.

Reconciliation of changes in revenues to changes in revenues excluding the effects of foreign currency (constant currency) as well as acquisitions/divestitures (organic basis)⁽¹⁾

(millions of U.S. dollars)	Six months ended June 30,						
	2022	2021	Change				
			Total	Foreign Currency	Subtotal Constant Currency	Acquisitions/Divestitures	Organic
Revenues							
Legal Professionals	1,398	1,341	4%	(1%)	5%	-	6%
Corporates	784	728	8%	(1%)	9%	-	8%
Tax & Accounting Professionals	470	426	10%	-	10%	-	10%
"Big 3" Segments Combined	2,652	2,495	6%	(1%)	7%	-	7%
Reuters News	364	338	8%	(3%)	11%	-	11%
Global Print	284	290	(2%)	(1%)	(1%)	-	(1%)
Eliminations/Rounding	(12)	(11)				-	
Total revenues	3,288	3,112	6%	(1%)	7%	-	7%
Recurring Revenues							
Legal Professionals	1,309	1,247	5%	(1%)	6%	-	6%
Corporates	638	591	8%	(1%)	9%	-	9%
Tax & Accounting Professionals	349	314	11%	-	11%	-	11%
"Big 3" Segments Combined	2,296	2,152	7%	(1%)	8%	-	8%
Reuters News	307	298	3%	(2%)	5%	-	5%
Eliminations/Rounding	(12)	(11)				-	
Total recurring revenues	2,591	2,439	6%	(1%)	7%	-	7%
Transactions Revenues							
Legal Professionals	89	94	(5%)	(2%)	(3%)	(2%)	(1%)
Corporates	146	137	7%	(1%)	8%	-	8%
Tax & Accounting Professionals	121	112	8%	-	8%	-	8%
"Big 3" Segments Combined	356	343	4%	(1%)	5%	(1%)	5%
Reuters News	57	40	44%	(7%)	50%	-	50%
Total transactions revenues	413	383	8%	(1%)	9%	(1%)	10%

(1) Growth percentages are computed using whole dollars. Accordingly, percentages calculated from reported amounts may differ from those presented, and components of growth may not total due to rounding.

Reconciliation of changes in revenues to changes in revenues excluding the effects of foreign currency (constant currency) as well as acquisitions/divestitures (organic basis)⁽¹⁾

(millions of U.S. dollars)	Year ended December 31,						
	2021 ⁽²⁾	2020 ⁽²⁾	Change				
			Total	Foreign Currency	Subtotal Constant Currency	Acquisitions/Divestitures	Organic
Revenues							
Legal Professionals	2,712	2,535	7%	1%	6%	-	6%
Corporates	1,440	1,361	6%	1%	5%	-	5%
Tax & Accounting Professionals	915	842	9%	-	9%	-	9%
"Big 3" Segments Combined	5,067	4,738	7%	1%	6%	-	6%
Reuters News	694	645	8%	1%	7%	-	7%
Global Print	609	620	(2%)	1%	(3%)	-	(3%)
Eliminations/Rounding	(22)	(19)				-	
Total revenues	6,348	5,984	6%	1%	5%	-	5%

(1) Growth percentages are computed using whole dollars. Accordingly, percentages calculated from reported amounts may differ from those presented, and components of growth may not total due to rounding.

(2) Revised to reflect the changes made to our segment reporting in the first quarter of 2022.

Reconciliation of changes in adjusted EBITDA and the related margin, and consolidating operating expenses and adjusted EPS, excluding the effects of foreign currency⁽¹⁾

(millions of U.S. dollars, except margins and per share amounts)	Three months ended June 30,				
	2022	2021	Total	Change Foreign Currency	Constant Currency
Adjusted EBITDA					
Legal Professionals	304	285	7%	(1%)	8%
Corporates	139	128	9%	-	8%
Tax & Accounting Professionals	81	74	12%	1%	11%
"Big 3" Segments Combined	524	487	8%	-	8%
Reuters News	44	35	26%	7%	19%
Global Print	50	56	(9%)	(1%)	(8%)
Corporate costs	(57)	(76)	n/a	n/a	n/a
Adjusted EBITDA	561	502	12%	1%	11%
Adjusted EBITDA margin					
Legal Professionals	43.4%	42.3%	110bp	30bp	80bp
Corporates	37.4%	37.0%	40bp	60bp	(20)bp
Tax & Accounting Professionals	37.4%	36.5%	90bp	60bp	30bp
"Big 3" Segments Combined	40.7%	39.9%	80bp	40bp	40bp
Reuters News	23.3%	20.2%	310bp	200bp	110bp
Global Print	35.4%	37.9%	(250)bp	-	(250)bp
Adjusted EBITDA margin	34.7%	32.7%	200bp	90bp	110bp
Operating expenses	1,041	1,036	1%	(4%)	5%
Adjusted EPS	\$0.60	\$0.48	25%	2%	23%

(1) Growth percentages and adjusted EBITDA margins are computed using whole dollars. Accordingly, percentages and margins calculated from reported amounts may differ from those presented, and components of growth may not total due to rounding.

Reconciliation of changes in adjusted EBITDA and the related margin, and consolidating operating expenses and adjusted EPS, excluding the effects of foreign currency⁽¹⁾

(millions of U.S. dollars, except margins and per share amounts)	Six months ended June 30,				
	2022	2021	Total	Change Foreign Currency	Constant Currency
Adjusted EBITDA					
Legal Professionals	609	564	8%	(1%)	9%
Corporates	296	273	8%	-	8%
Tax & Accounting Professionals	203	173	18%	1%	17%
"Big 3" Segments Combined	1,108	1,010	10%	-	10%
Reuters News	81	63	28%	7%	21%
Global Print	103	113	(9%)	(1%)	(8%)
Corporate costs	(131)	(126)	n/a	n/a	n/a
Adjusted EBITDA	1,161	1,060	10%	1%	9%
Adjusted EBITDA margin					
Legal Professionals	43.6%	42.1%	150bp	10bp	140bp
Corporates	37.8%	37.5%	30bp	50bp	(20)bp
Tax & Accounting Professionals	43.2%	40.4%	280bp	40bp	240bp
"Big 3" Segments Combined	41.8%	40.5%	130bp	20bp	110bp
Reuters News	22.2%	18.7%	350bp	170bp	180bp
Global Print	36.2%	38.9%	(270)bp	-	(270)bp
Adjusted EBITDA margin	35.3%	34.1%	120bp	50bp	70bp
Operating expenses	2,122	2,054	3%	(3%)	6%
Adjusted EPS	\$1.26	\$1.06	19%	2%	17%

(millions of U.S. dollars, except margins)	Year ended December 31,
	2021 ⁽²⁾
Adjusted EBITDA	
Legal Professionals	1,091
Corporates	496
Tax & Accounting Professionals	379
"Big 3" Segments Combined	1,966
Reuters News	103
Global Print	226
Corporate costs	(325)
Adjusted EBITDA	1,970
Adjusted EBITDA margin	
Legal Professionals	40.2%
Corporates	34.4%
Tax & Accounting Professionals	41.3%
"Big 3" Segments Combined	38.8%
Reuters News	14.8%
Global Print	37.1%
Adjusted EBITDA margin	31.0%

(1) Growth percentages and adjusted EBITDA margins are computed using whole dollars. Accordingly, percentages and margins calculated from reported amounts may differ from those presented, and components of growth may not total due to rounding.

(2) Revised to reflect the changes made to our segment reporting in the first quarter of 2022.

Reconciliation of weighted-average diluted shares used in adjusted EPS

Because we reported a net loss from continuing operations under IFRS for the three months ended June 30, 2022, the weighted-average number of common shares used for basic and diluted loss per share is the same for all per share calculations in the period, 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:

	Three months ended June 30,
(weighted-average common shares)	2022
IFRS: Basic and diluted	487,171,400
Effect of stock options and other equity incentive awards	772,342
Non-IFRS diluted	487,943,742

Appendix C

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							
	June 30, 2022	March 31, 2022	December 31, 2021	September 30, 2021	June 30, 2021	March 31, 2021	December 31, 2020	September 30, 2020
Revenues	1,614	1,674	1,710	1,526	1,532	1,580	1,616	1,443
Operating profit	391	414	257	282	316	387	956	318
(Loss) earnings from continuing operations	(71)	1,018	(177)	(241)	1,072	5,033	587	240
(Loss) earnings from discontinued operations, net of tax	(44)	(11)	2	1	(4)	3	(25)	1
Net (loss) earnings	(115)	1,007	(175)	(240)	1,068	5,036	562	241
(Loss) earnings attributable to common shareholders	(115)	1,007	(175)	(240)	1,068	5,036	562	241
Basic (loss) earnings per share								
From continuing operations	\$(0.15)	\$2.09	\$(0.36)	\$(0.49)	\$2.16	\$10.15	\$1.18	\$0.48
From discontinued operations	(0.09)	(0.02)	-	-	(0.01)	-	(0.05)	-
	\$(0.24)	\$2.07	\$(0.36)	\$(0.49)	\$2.15	\$10.15	\$1.13	\$0.48
Diluted (loss) earnings per share								
From continuing operations	\$(0.15)	\$2.09	\$(0.36)	\$(0.49)	\$2.16	\$10.13	\$1.18	\$0.48
From discontinued operations	(0.09)	(0.03)	-	-	(0.01)	-	(0.05)	-
	\$(0.24)	\$2.06	\$(0.36)	\$(0.49)	\$2.15	\$10.13	\$1.13	\$0.48

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 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 COVID-19 pandemic caused some of our revenue to shift from our traditional patterns. Specifically, revenues in our Tax & Accounting Professionals segment in the first quarter of 2022 and the second quarter of 2021 benefited from year-over-year timing of U.S. federal tax deadlines. In 2021, revenues in our Global Print segment benefited from more professionals returning to work. In contrast, revenues in 2020 were negatively impacted by delayed print shipments and deferrals of tax return filing revenues due to extended U.S. federal tax deadlines. As most of our business is conducted in U.S. dollars, foreign currency had a minimal impact on our revenues throughout the eight-quarter period. Acquisitions or divestitures of businesses did not significantly impact our revenues throughout the eight-quarter period.

Operating profit – Similarly, our operating profit does not tend to be significantly impacted by seasonality, as most of our operating expenses are fixed. As a result, when our revenues increase, we generally become more profitable, and when our revenues decline, we generally become less profitable. In the first and second quarters of 2022 and throughout 2021, our operating profit was impacted by the timing of costs associated with our Change Program. In the third quarter of 2020, operating profit benefited from our COVID-19 related cost mitigation initiatives. In the fourth quarter of 2020, operating profit also benefited from a significant gain from the sale of an investment and a gain from an amendment to a pension plan.

Net (loss) earnings – Our net (loss) earnings are impacted by changes in the value of our LSEG investment. The net loss in the second quarter of 2022 and third and fourth quarters of 2021 reflected decreases in the value of our LSEG investment. The first quarter of 2022 and second quarter of 2021 reflected increases in the value of our LSEG investment. Net earnings in the first quarter of 2021 were significantly higher than other periods due to the gain on sale of Refinitiv to LSEG.

Appendix D

Guarantor Supplemental Financial Information

The following tables set forth consolidating summary financial information in connection with the full and unconditional guarantee by Thomson Reuters Corporation and three U.S. subsidiary guarantors, which are also indirect 100%-owned and consolidated subsidiaries of Thomson Reuters Corporation (referred to as the Guarantor Subsidiaries), of any debt securities issued by TR Finance LLC under a trust indenture to be entered into between Thomson Reuters Corporation, TR Finance LLC, the Guarantor Subsidiaries, Computershare Trust Company of Canada, and Deutsche Bank Trust Company Americas. TR Finance LLC is an indirect 100%-owned subsidiary of Thomson Reuters Corporation and was formed with the sole purpose of issuing debt securities. TR Finance LLC has no significant assets or liabilities, as well as no subsidiaries or ongoing business operations of its own. The ability of TR Finance LLC to pay interest, premiums, operating expenses and to meet its debt obligations will depend upon the credit support of Thomson Reuters Corporation and the subsidiary guarantors. See the "Liquidity and Capital Resources" section of this management's discussion and analysis for additional information.

The tables below contain condensed consolidating financial information for the following:

- Parent – Thomson Reuters Corporation, the direct or indirect owner of all of its subsidiaries
- Subsidiary Issuer – TR Finance LLC
- Guarantor Subsidiaries on a combined basis
- Non-Guarantor Subsidiaries – Other subsidiaries of Thomson Reuters Corporation on a combined basis that will not guarantee TR Finance LLC debt securities
- Eliminations – Consolidating adjustments
- Thomson Reuters on a consolidated basis

The Guarantor Subsidiaries referred to above are comprised of the following indirect 100%-owned and consolidated subsidiaries of Thomson Reuters Corporation:

- Thomson Reuters Applications Inc., which operates part of the Company's Legal Professionals, Tax & Accounting Professionals and Corporates businesses;
- Thomson Reuters (Tax & Accounting) Inc., which operates part of the Company's Tax & Accounting Professionals and Corporates businesses; and
- West Publishing Corporation, which operates part of the Company's Legal Professionals, Corporates and Global Print businesses.

Thomson Reuters Corporation accounts for its investments in subsidiaries using the equity method for purposes of the condensed consolidating financial information. Where subsidiaries are members of a consolidated tax filing group, Thomson Reuters Corporation allocates income tax expense pursuant to the tax sharing agreement among the members of the group, including application of the percentage method whereby members of the consolidated group are reimbursed for losses when they occur, regardless of the ability to use such losses on a standalone basis. We believe that this allocation is a systematic, rational approach for allocation of income tax balances. Adjustments necessary to consolidate the Parent, Guarantor Subsidiaries and Non-Guarantor Subsidiaries are reflected in the "Eliminations" column.

This basis of presentation is not intended to present the financial position of Thomson Reuters Corporation and the results of its operations for any purpose other than to comply with the specific requirements for guarantor reporting and should be read in conjunction with our consolidated interim financial statements for the three and six months ended June 30, 2022, our 2021 annual consolidated financial statements, as well as our 2021 annual management's discussion and analysis included in our 2021 annual report.

The following condensed consolidating financial information is provided in compliance with the requirements of Section 13.4 of National Instrument 51-102 - *Continuous Disclosure Obligations* providing for an exemption for certain credit support issuers. Thomson Reuters Corporation has also elected to provide the following supplemental financial information in accordance with Article 13 of Regulation S-X, as adopted by the SEC and set forth in SEC Release No. 33-10762.

The following condensed consolidating financial information has been prepared in accordance with IFRS, as issued by the IASB and is unaudited.

CONDENSED CONSOLIDATING INCOME STATEMENT

(millions of U.S. dollars)	Three months ended June 30, 2022					
	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
CONTINUING OPERATIONS						
Revenues	-	-	514	1,236	(136)	1,614
Operating expenses	(1)	-	(375)	(801)	136	(1,041)
Depreciation	-	-	(11)	(27)	-	(38)
Amortization of computer software	-	-	(3)	(118)	-	(121)
Amortization of other identifiable intangible assets	-	-	(13)	(12)	-	(25)
Other operating gains, net	-	-	-	2	-	2
Operating (loss) profit	(1)	-	112	280	-	391
Finance (costs) income, net:						
Net interest expense	(39)	-	-	(10)	-	(49)
Other finance (costs) income	(41)	-	-	361	-	320
Intercompany net interest income (expense)	29	-	(13)	(16)	-	-
(Loss) income before tax and equity method investments	(52)	-	99	615	-	662
Share of post-tax losses in equity method investments	-	-	-	(825)	-	(825)
Share of post-tax (losses) earnings in subsidiaries	(63)	-	-	69	(6)	-
Tax (expense) benefit	-	-	(30)	122	-	92
(Loss) earnings from continuing operations	(115)	-	69	(19)	(6)	(71)
Loss from discontinued operations, net of tax	-	-	-	(44)	-	(44)
Net (loss) earnings	(115)	-	69	(63)	(6)	(115)
(Loss) earnings attributable to common shareholders	(115)	-	69	(63)	(6)	(115)

CONDENSED CONSOLIDATING INCOME STATEMENT

(millions of U.S. dollars)	Three months ended June 30, 2021					
	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
CONTINUING OPERATIONS						
Revenues	-	-	1,049	853	(370)	1,532
Operating expenses	(3)	-	(900)	(503)	370	(1,036)
Depreciation	-	-	(17)	(25)	-	(42)
Amortization of computer software	-	-	(5)	(117)	-	(122)
Amortization of other identifiable intangible assets	-	-	(12)	(18)	-	(30)
Other operating gains, net	-	-	-	14	-	14
Operating (loss) profit	(3)	-	115	204	-	316
Finance (costs) income, net:						
Net interest expense	(39)	-	-	(10)	-	(49)
Other finance income (costs)	13	-	-	(11)	-	2
Intercompany net interest income (expense)	29	-	(13)	(16)	-	-
Income before tax and equity method investments	-	-	102	167	-	269
Share of post-tax earnings in equity method investments	-	-	-	1,092	-	1,092
Share of post-tax earnings in subsidiaries	1,068	-	5	77	(1,150)	-
Tax expense	-	-	(25)	(264)	-	(289)
Earnings from continuing operations	1,068	-	82	1,072	(1,150)	1,072
Loss from discontinued operations, net of tax	-	-	-	(4)	-	(4)
Net earnings	1,068	-	82	1,068	(1,150)	1,068
Earnings attributable to common shareholders	1,068	-	82	1,068	(1,150)	1,068

CONDENSED CONSOLIDATING INCOME STATEMENT

(millions of U.S. dollars)	Six months ended June 30, 2022					
	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
CONTINUING OPERATIONS						
Revenues	-	-	1,100	2,543	(355)	3,288
Operating expenses	(4)	-	(820)	(1,653)	355	(2,122)
Depreciation	-	-	(24)	(52)	-	(76)
Amortization of computer software	-	-	(6)	(229)	-	(235)
Amortization of other identifiable intangible assets	-	-	(26)	(25)	-	(51)
Other operating gains, net	-	-	-	1	-	1
Operating (loss) profit	(4)	-	224	585	-	805
Finance (costs) income, net:						
Net interest expense	(79)	-	-	(18)	-	(97)
Other finance (costs) income	(38)	-	1	451	-	414
Intercompany net interest income (expense)	57	-	(25)	(32)	-	-
(Loss) income before tax and equity method investments	(64)	-	200	986	-	1,122
Share of post-tax losses in equity method investments	-	-	-	(27)	-	(27)
Share of post-tax earnings in subsidiaries	956	-	4	145	(1,105)	-
Tax expense	-	-	(55)	(93)	-	(148)
Earnings from continuing operations	892	-	149	1,011	(1,105)	947
Loss from discontinued operations, net of tax	-	-	-	(55)	-	(55)
Net earnings	892	-	149	956	(1,105)	892
Earnings attributable to common shareholders	892	-	149	956	(1,105)	892

CONDENSED CONSOLIDATING INCOME STATEMENT

(millions of U.S. dollars)	Six months ended June 30, 2021					
	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
CONTINUING OPERATIONS						
Revenues	-	-	2,141	1,737	(766)	3,112
Operating expenses	(5)	-	(1,854)	(961)	766	(2,054)
Depreciation	-	-	(33)	(55)	-	(88)
Amortization of computer software	-	-	(10)	(228)	1	(237)
Amortization of other identifiable intangible assets	-	-	(25)	(36)	-	(61)
Other operating (losses) gains, net	-	-	(1)	32	-	31
Operating (loss) profit	(5)	-	218	489	1	703
Finance (costs) income, net:						
Net interest expense	(78)	-	(1)	(21)	-	(100)
Other finance costs	(3)	-	-	(1)	-	(4)
Intercompany net interest income (expense)	57	-	(25)	(32)	-	-
(Loss) income before tax and equity method investments	(29)	-	192	435	1	599
Share of post-tax earnings in equity method investments	-	-	-	7,389	-	7,389
Share of post-tax earnings in subsidiaries	6,133	-	7	144	(6,284)	-
Tax expense	-	-	(48)	(1,835)	-	(1,883)
Earnings from continuing operations	6,104	-	151	6,133	(6,283)	6,105
Loss from discontinued operations, net of tax	-	-	-	(1)	-	(1)
Net earnings	6,104	-	151	6,132	(6,283)	6,104
Earnings attributable to common shareholders	6,104	-	151	6,132	(6,283)	6,104

CONDENSED CONSOLIDATING STATEMENT OF FINANCIAL POSITION

	June 30, 2022					
(millions of U.S. dollars)	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
Cash and cash equivalents	18	-	42	401	-	461
Trade and other receivables	-	-	406	578	-	984
intercompany receivables	3,663	-	486	2,529	(6,678)	-
Other financial assets	-	-	5	170	-	175
Prepaid expenses and other current assets	-	-	211	205	-	416
Current assets excluding assets held for sale	3,681	-	1,150	3,883	(6,678)	2,036
Assets held for sale	-	-	67	140	-	207
Current assets	3,681	-	1,217	4,023	(6,678)	2,243
Property and equipment, net	-	-	178	268	-	446
Computer software, net	-	-	8	853	-	861
Other identifiable intangible assets, net	-	-	1,110	2,166	-	3,276
Goodwill	-	-	3,783	2,130	-	5,913
Equity method investments	-	-	-	6,672	-	6,672
Other non-current assets	87	-	129	1,040	-	1,256
Intercompany receivables	228	-	-	779	(1,007)	-
Investments in subsidiaries	15,883	-	77	4,342	(20,302)	-
Deferred tax	-	-	-	1,132	-	1,132
Total assets	19,879	-	6,502	23,405	(27,987)	21,799
LIABILITIES AND EQUITY						
Liabilities						
Current indebtedness	50	-	-	-	-	50
Payables, accruals and provisions	40	-	308	605	-	953
Current tax liabilities	-	-	-	196	-	196
Deferred revenue	-	-	406	471	-	877
Intercompany payables	2,239	-	290	4,149	(6,678)	-
Other financial liabilities	429	-	21	54	-	504
Current liabilities excluding liabilities associated with assets held for sale	2,758	-	1,025	5,475	(6,678)	2,580
Liabilities associated with assets held for sale	-	-	35	114	-	149
Current liabilities	2,758	-	1,060	5,589	(6,678)	2,729
Long-term indebtedness	3,766	-	-	-	-	3,766
Provisions and other non-current liabilities	2	-	67	890	-	959
Intercompany payables	-	-	778	229	(1,007)	-
Deferred tax	-	-	178	814	-	992
Total liabilities	6,526	-	2,083	7,522	(7,685)	8,446
Equity						
Total equity	13,353	-	4,419	15,883	(20,302)	13,353
Total liabilities and equity	19,879	-	6,502	23,405	(27,987)	21,799

CONDENSED CONSOLIDATING STATEMENT OF FINANCIAL POSITION

	December 31, 2021					
(millions of U.S. dollars)	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
Cash and cash equivalents	15	-	237	526	-	778
Trade and other receivables	-	-	690	367	-	1,057
intercompany receivables	3,477	-	648	2,545	(6,670)	-
Other financial assets	-	-	6	102	-	108
Prepaid expenses and other current assets	2	-	236	224	-	462
Current assets excluding assets held for sale	3,494	-	1,817	3,764	(6,670)	2,405
Assets held for sale	-	-	8	40	-	48
Current assets	3,494	-	1,825	3,804	(6,670)	2,453
Property and equipment, net	-	-	201	301	-	502
Computer software, net	-	-	12	810	-	822
Other identifiable intangible assets, net	-	-	1,136	2,195	-	3,331
Goodwill	-	-	3,822	2,118	-	5,940
Equity method investments	-	-	-	6,736	-	6,736
Other non-current assets	100	-	144	982	-	1,226
Intercompany receivables	230	-	-	778	(1,008)	-
Investments in subsidiaries	15,899	-	71	4,526	(20,496)	-
Deferred tax	-	-	-	1,139	-	1,139
Total assets	19,723	-	7,211	23,389	(28,174)	22,149
LIABILITIES AND EQUITY						
Liabilities						
Payables, accruals and provisions	51	-	398	877	-	1,326
Current tax liabilities	-	-	-	169	-	169
Deferred revenue	-	-	634	240	-	874
Intercompany payables	2,049	-	497	4,124	(6,670)	-
Other financial liabilities	-	-	22	153	-	175
Current liabilities excluding liabilities associated with assets held for sale	2,100	-	1,551	5,563	(6,670)	2,544
Liabilities associated with assets held for sale	-	-	11	26	-	37
Current liabilities	2,100	-	1,562	5,589	(6,670)	2,581
Long-term indebtedness	3,786	-	-	-	-	3,786
Provisions and other non-current liabilities	3	-	74	866	-	943
Intercompany payables	-	-	779	229	(1,008)	-
Deferred tax	-	-	199	806	-	1,005
Total liabilities	5,889	-	2,614	7,490	(7,678)	8,315
Equity						
Total equity	13,834	-	4,597	15,899	(20,496)	13,834
Total liabilities and equity	19,723	-	7,211	23,389	(28,174)	22,149

CONDENSED CONSOLIDATING STATEMENT OF CASH FLOW

(millions of U.S. dollars)	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
Three months ended June 30, 2022						
Net cash (used in) provided by operating activities	(46)	-	158	321	-	433
Net cash provided by investing activities	522	-	2	68	(846)	(254)
Net cash used in financing activities	(464)	-	(291)	(459)	846	(368)
Translation adjustments	-	-	-	(4)	-	(4)
Increase (decrease) in cash and cash equivalents	12	-	(131)	(74)	-	(193)
Three months ended June 30, 2021						
Net cash (used in) provided by operating activities	(74)	-	123	413	-	462
Net cash used in investing activities	-	-	(8)	(481)	-	(489)
Net cash provided by (used in) financing activities	71	-	(97)	(190)	-	(216)
Translation adjustments	-	-	-	1	-	1
(Decrease) increase in cash and cash equivalents	(3)	-	18	(257)	-	(242)

CONDENSED CONSOLIDATING STATEMENT OF CASH FLOW

(millions of U.S. dollars)	Parent	Subsidiary Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations	Consolidated
Six months ended June 30, 2022						
Net cash (used in) provided by operating activities	(62)	-	231	539	-	708
Net cash provided by (used in) investing activities	522	-	23	(132)	(846)	(433)
Net cash used in financing activities	(457)	-	(449)	(528)	846	(588)
Translation adjustments	-	-	-	(4)	-	(4)
Increase (decrease) in cash and cash equivalents	3	-	(195)	(125)	-	(317)
Six months ended June 30, 2021						
Net cash (used in) provided by operating activities	(87)	-	183	746	-	842
Net cash (used in) provided by investing activities	-	-	(11)	386	(35)	340
Net cash provided by (used in) financing activities	87	-	(181)	(568)	35	(627)
(Decrease) increase in cash and cash equivalents	-	-	(9)	564	-	555

Unaudited Consolidated Financial Statements

THOMSON REUTERS CORPORATION CONSOLIDATED INCOME STATEMENT (unaudited)

(millions of U.S. dollars, except per share amounts)	Notes	Three months ended June 30,		Six months ended June 30,	
		2022	2021	2022	2021
CONTINUING OPERATIONS					
Revenues	2	1,614	1,532	3,288	3,112
Operating expenses	5	(1,041)	(1,036)	(2,122)	(2,054)
Depreciation		(38)	(42)	(76)	(88)
Amortization of computer software		(121)	(122)	(235)	(237)
Amortization of other identifiable intangible assets		(25)	(30)	(51)	(61)
Other operating gains, net	6	2	14	1	31
Operating profit		391	316	805	703
Finance costs, net:					
Net interest expense	7	(49)	(49)	(97)	(100)
Other finance income (costs)	7	320	2	414	(4)
Income before tax and equity method investments		662	269	1,122	599
Share of post-tax (losses) earnings in equity method investments	8	(825)	1,092	(27)	7,389
Tax benefit (expense)	9	92	(289)	(148)	(1,883)
(Loss) earnings from continuing operations		(71)	1,072	947	6,105
Loss from discontinued operations, net of tax		(44)	(4)	(55)	(1)
Net (loss) earnings		(115)	1,068	892	6,104
(Loss) earnings attributable to common shareholders		(115)	1,068	892	6,104
(Loss) earnings per share:	10				
Basic (loss) earnings per share:					
From continuing operations		(\$0.15)	\$2.16	\$1.94	\$12.31
From discontinued operations		(0.09)	(0.01)	(0.11)	(0.01)
Basic (loss) earnings per share		(\$0.24)	\$2.15	\$1.83	\$12.30
Diluted (loss) earnings per share:					
From continuing operations		(\$0.15)	\$2.16	\$1.94	\$12.28
From discontinued operations		(0.09)	(0.01)	(0.11)	-
Diluted (loss) earnings per share		(\$0.24)	\$2.15	\$1.83	\$12.28

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 June 30,		Six months ended June 30,	
		2022	2021	2022	2021
Net (loss) earnings		(115)	1,068	892	6,104
Other comprehensive (loss) income:					
Items that have been or may be subsequently reclassified to net earnings:					
Cash flow hedges adjustments to net earnings	7	36	(17)	23	(32)
Cash flow hedges adjustments to equity		(41)	15	(21)	24
Foreign currency translation adjustments to equity		(235)	27	(261)	32
Share of other comprehensive loss in equity method investments	8	-	-	-	(98)
Related tax benefit on share of other comprehensive loss in equity method investments		-	-	-	23
		(240)	25	(259)	(51)
Items that will not be reclassified to net earnings:					
Fair value adjustments on financial assets	12	(14)	7	(18)	5
Remeasurement on defined benefit pension plans		(133)	37	(87)	133
Related tax benefit (expense) on remeasurement on defined benefit pension plans		32	(14)	21	(37)
		(115)	30	(84)	101
Other comprehensive (loss) income		(355)	55	(343)	50
Total comprehensive (loss) income		(470)	1,123	549	6,154
Comprehensive (loss) income for the period attributable to:					
Common shareholders:					
Continuing operations		(426)	1,127	604	6,155
Discontinued operations		(44)	(4)	(55)	(1)
Total comprehensive (loss) income		(470)	1,123	549	6,154

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

THOMSON REUTERS CORPORATION
CONSOLIDATED STATEMENT OF FINANCIAL POSITION
(unaudited)

		June 30,	December 31,
(millions of U.S. dollars)	Notes	2022	2021 ⁽¹⁾
Cash and cash equivalents	12	461	778
Trade and other receivables		984	1,057
Other financial assets	12	175	108
Prepaid expenses and other current assets		416	462
Current assets excluding assets held for sale		2,036	2,405
Assets held for sale	11	207	48
Current assets		2,243	2,453
Property and equipment, net		446	502
Computer software, net		861	822
Other identifiable intangible assets, net		3,276	3,331
Goodwill		5,913	5,940
Equity method investments	8	6,672	6,736
Other non-current assets	13	1,256	1,226
Deferred tax		1,132	1,139
Total assets		21,799	22,149
LIABILITIES AND EQUITY			
Liabilities			
Current indebtedness	12	50	-
Payables, accruals and provisions	14	953	1,326
Current tax liabilities		196	169
Deferred revenue		877	874
Other financial liabilities	12	504	175
Current liabilities excluding liabilities associated with assets held for sale		2,580	2,544
Liabilities associated with assets held for sale	11	149	37
Current liabilities		2,729	2,581
Long-term indebtedness	12	3,766	3,786
Provisions and other non-current liabilities	15	959	943
Deferred tax		992	1,005
Total liabilities		8,446	8,315
Equity			
Capital	16	5,475	5,496
Retained earnings		8,966	9,149
Accumulated other comprehensive loss		(1,088)	(811)
Total equity		13,353	13,834
Total liabilities and equity		21,799	22,149

Contingencies (note 19)

(1) Amounts have been reclassified to reflect the current presentation.

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 June 30,		Six months ended June 30,	
		2022	2021	2022	2021
Cash provided by (used in):					
OPERATING ACTIVITIES					
(Loss) earnings from continuing operations		(71)	1,072	947	6,105
Adjustments for:					
Depreciation		38	42	76	88
Amortization of computer software		121	122	235	237
Amortization of other identifiable intangible assets		25	30	51	61
Share of post-tax losses (earnings) in equity method investments	8	825	(1,092)	27	(7,389)
Deferred tax		(183)	249	(17)	923
Other	17	(285)	33	(324)	63
Changes in working capital and other items	17	(25)	15	(216)	800
Operating cash flows from continuing operations		445	471	779	888
Operating cash flows from discontinued operations		(12)	(9)	(71)	(46)
Net cash provided by operating activities		433	462	708	842
INVESTING ACTIVITIES					
Acquisitions, net of cash acquired	18	(163)	-	(171)	(3)
Proceeds from disposals of businesses and investments		-	10	-	15
Dividend from sale of LSEG shares	8	-	-	-	994
Capital expenditures		(137)	(113)	(308)	(233)
Other investing activities	8	62	52	62	53
Taxes paid on sale of Refinitiv and LSEG shares		-	(438)	-	(444)
Investing cash flows from continuing operations		(238)	(489)	(417)	382
Investing cash flows from discontinued operations		(16)	-	(16)	(42)
Net cash (used in) provided by investing activities		(254)	(489)	(433)	340
FINANCING ACTIVITIES					
Net borrowings under short-term loan facilities	12	50	-	50	-
Payments of lease principal		(16)	(22)	(33)	(43)
Repurchases of common shares	16	(194)	-	(194)	(200)
Dividends paid on preference shares		-	-	(1)	(1)
Dividends paid on common shares	16	(210)	(194)	(419)	(388)
Other financing activities		2	-	9	5
Net cash used in financing activities		(368)	(216)	(588)	(627)
Translation adjustments		(4)	1	(4)	-
(Decrease) increase in cash and cash equivalents		(193)	(242)	(317)	555
Cash and cash equivalents at beginning of period		654	2,584	778	1,787
Cash and cash equivalents at end of period		461	2,342	461	2,342
Supplemental cash flow information is provided in note 17.					
Interest paid, net of debt related hedges		(66)	(67)	(80)	(81)
Interest received		-	-	1	1
Income taxes paid	17	(110)	(503)	(145)	(589)

Interest received and interest paid are reflected as operating cash flows.

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 (loss) on financial instruments	Foreign currency translation adjustments	Total accumulated other comprehensive loss ("AOCL")	Total equity
Balance, December 31, 2021	3,813	1,683	5,496	9,149	25	(836)	(811)	13,834
Net earnings	-	-	-	892	-	-	-	892
Other comprehensive loss	-	-	-	(66)	(16)	(261)	(277)	(343)
Total comprehensive income (loss)	-	-	-	826	(16)	(261)	(277)	549
Dividends declared on preference shares	-	-	-	(1)	-	-	-	(1)
Dividends declared on common shares	-	-	-	(433)	-	-	-	(433)
Shares issued under Dividend Reinvestment Plan ("DRIP")	14	-	14	-	-	-	-	14
Repurchases of common shares (see note 16)	(18)	-	(18)	(205)	-	-	-	(223)
Automatic share purchase plan (see note 16)	(30)	-	(30)	(370)	-	-	-	(400)
Stock compensation plans	107	(94)	13	-	-	-	-	13
Balance, June 30, 2022	3,886	1,589	5,475	8,966	9	(1,097)	(1,088)	13,353

(millions of U.S. dollars)	Stated share capital	Contributed surplus	Total capital	Retained earnings	Unrecognized (loss) gain on financial instruments	Foreign currency translation adjustments	AOCL	Total equity
Balance, December 31, 2020	3,719	1,739	5,458	5,211	(8)	(681)	(689)	9,980
Net earnings	-	-	-	6,104	-	-	-	6,104
Other comprehensive income (loss)	-	-	-	96	19	(65)	(46)	50
Total comprehensive income (loss)	-	-	-	6,200	19	(65)	(46)	6,154
Dividends declared on preference shares	-	-	-	(1)	-	-	-	(1)
Dividends declared on common shares	-	-	-	(400)	-	-	-	(400)
Shares issued under DRIP	12	-	12	-	-	-	-	12
Stock compensation plans	84	(52)	32	-	-	-	-	32
Balance, June 30, 2021	3,815	1,687	5,502	11,010	11	(746)	(735)	15,777

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 leading provider of business information services. The Company's products include highly specialized information-enabled software and tools for legal, tax, accounting and compliance professionals combined with the world's most global news service - Reuters.

These unaudited interim consolidated financial statements ("interim financial statements") were approved by the Audit Committee of the Board of Directors of the Company on August 3, 2022.

Change Program

In February 2021, the Company announced a two-year Change Program to transition from a holding company to an operating company, and from a content provider into a content-driven technology company (see note 5).

Basis of preparation

The 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, 2021. The interim financial statements comply 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 more judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements have been disclosed in note 2 of the consolidated financial statements for the year ended December 31, 2021.

The Company continues to operate in an uncertain macroeconomic and geopolitical environment. Inflation has surged, labor markets remain tight, and the global economy is experiencing substantial disruption due to the Russian military invasion of Ukraine and the ongoing impacts from COVID-19 and associated supply chain challenges. Central banks in Canada, the U.S., and many other markets have begun to raise interest rates to combat inflation, which is impacting economic activity in certain markets. The Company is closely monitoring the evolving macroeconomic and geopolitical conditions to assess potential impacts on its businesses. Due to the significant uncertainty created by these circumstances, some of management's estimates and judgments may be more variable and may change materially in the future.

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. These interim financial statements should be read in conjunction with the Company's consolidated financial statements for the year ended December 31, 2021, which are included in the Company's 2021 annual report.

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

Revision to Segment Results

In the first quarter of 2022, the Company made two changes to its segment reporting to reflect how it currently manages its businesses. The changes (i) reflect the transfer of certain revenues from its Corporates business to its Tax & Accounting Professionals business where they are better aligned; and (ii) record intercompany revenue in Reuters News for content-related services that it provides to Legal Professionals, Corporates and Tax & Accounting Professionals. Previously, these services had been reported as a transfer of expense from Reuters News to these businesses. These changes impact the financial results of the Company's segments, but do not change the Company's consolidated financial results. The table below summarizes the changes for the three and six months ended June 30, 2021.

	Three months ended June 30, 2021			Six months ended June 30, 2021		
	As Reported	Adjustments	As Revised	As Reported	Adjustments	As Revised
Revenues						
Legal Professionals	673	-	673	1,341	-	1,341
Corporates	348	(2)	346	732	(4)	728
Tax & Accounting Professionals	197	2	199	422	4	426
Reuters News	168	5	173	328	10	338
Global Print	147	-	147	290	-	290
Eliminations/Rounding	(1)	(5)	(6)	(1)	(10)	(11)
Revenues	1,532	-	1,532	3,112	-	3,112
Adjusted EBITDA						
Legal Professionals	285	-	285	564	-	564
Corporates	130	(2)	128	276	(3)	273
Tax & Accounting Professionals	72	2	74	170	3	173
Reuters News	35	-	35	63	-	63
Global Print	56	-	56	113	-	113
Total reportable segments adjusted EBITDA	578	-	578	1,186	-	1,186

Note 2: Revenues**Revenues by type and geography**

The following tables disaggregate revenues by type and geography and reconciles them to reportable segments (see note 3).

Revenues by type	Legal Professionals		Corporates		Tax & Accounting Professionals		Reuters News		Global Print		Eliminations/Rounding		Total	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Three months ended June 30,														
Recurring	656	626	322	298	167	152	152	149	-	-	(6)	(6)	1,291	1,219
Transactions	44	47	51	48	50	47	36	24	-	-	-	-	181	166
Global Print	-	-	-	-	-	-	-	-	142	147	-	-	142	147
Total	700	673	373	346	217	199	188	173	142	147	(6)	(6)	1,614	1,532

Revenues by type	Legal Professionals		Corporates		Tax & Accounting Professionals		Reuters News		Global Print		Eliminations/Rounding		Total	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Six months ended June 30,														
Recurring	1,309	1,247	638	591	349	314	307	298	-	-	(12)	(11)	2,591	2,439
Transactions	89	94	146	137	121	112	57	40	-	-	-	-	413	383
Global Print	-	-	-	-	-	-	-	-	284	290	-	-	284	290
Total	1,398	1,341	784	728	470	426	364	338	284	290	(12)	(11)	3,288	3,112

Revenues by geography (country of destination)	Legal Professionals		Corporates		Tax & Accounting Professionals		Reuters News		Global Print		Eliminations/ Rounding		Total	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Three months ended June 30,														
U.S.	558	532	305	285	169	153	28	26	102	104	(6)	(6)	1,156	1,094
Canada (country of domicile)	17	15	2	3	12	11	1	1	19	19	-	-	51	49
Other	8	6	16	11	26	23	2	2	4	5	-	-	56	47
Americas (North America, Latin America, South America)	583	553	323	299	207	187	31	29	125	128	(6)	(6)	1,263	1,190
U.K.	65	69	28	27	6	7	119	103	8	9	-	-	226	215
Other	16	17	12	11	-	-	24	28	3	4	-	-	55	60
EMEA (Europe, Middle East and Africa)	81	86	40	38	6	7	143	131	11	13	-	-	281	275
Asia Pacific	36	34	10	9	4	5	14	13	6	6	-	-	70	67
Total	700	673	373	346	217	199	188	173	142	147	(6)	(6)	1,614	1,532

Revenues by geography (country of destination)	Legal Professionals		Corporates		Tax & Accounting Professionals		Reuters News		Global Print		Eliminations/ Rounding		Total	
	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021	2022	2021
Six months ended June 30,														
U.S.	1,115	1,058	650	606	375	342	58	80	205	205	(12)	(11)	2,391	2,280
Canada (country of domicile)	34	31	4	5	22	21	2	2	36	36	-	-	98	95
Other	16	11	30	23	56	44	4	4	8	9	-	-	114	91
Americas (North America, Latin America, South America)	1,165	1,100	684	634	453	407	64	86	249	250	(12)	(11)	2,603	2,466
U.K.	131	137	55	53	10	11	221	169	16	18	-	-	433	388
Other	32	34	26	23	-	-	51	55	6	8	-	-	115	120
EMEA (Europe, Middle East and Africa)	163	171	81	76	10	11	272	224	22	26	-	-	548	508
Asia Pacific	70	70	19	18	7	8	28	28	13	14	-	-	137	138
Total	1,398	1,341	784	728	470	426	364	338	284	290	(12)	(11)	3,288	3,112

Note 3: Segment Information

The Company is organized as five reportable segments, reflecting how the businesses are managed. The accounting policies applied by the segments are the same as those applied by the Company. The segments offer products and services to target customers as described below.

Legal Professionals

The Legal Professionals segment serves law firms and governments with research and workflow products, focusing on intuitive legal research powered by emerging technologies and integrated legal workflow solutions that combine content, tools and analytics.

Corporates

The Corporates segment serves corporate customers from small businesses to multinational organizations, including the seven largest global accounting firms, with the Company's full suite of content-enabled technology solutions for in-house legal, tax, regulatory, compliance and IT professionals.

Tax & Accounting Professionals

The Tax & Accounting Professionals segment serves tax, accounting and audit professionals in accounting firms (other than the seven largest, which are served by the Corporates segment) with research and workflow products, focusing on intuitive tax offerings and automating tax workflows.

Reuters News

The Reuters News segment supplies business, financial and global news to the world's media organizations, professionals and news consumers through Reuters News Agency, Reuters.com, Reuters Events, Thomson Reuters products and the Refinitiv business of London Stock Exchange Group ("LSEG").

Global Print

The Global Print segment provides legal and tax information primarily in print format to customers around the world.

The Company also reports "Corporate costs", which includes expenses for corporate functions and the Change Program which are centrally managed. Corporate costs does not qualify as a reportable segment.

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Revenues				
Legal Professionals	700	673	1,398	1,341
Corporates	373	346	784	728
Tax & Accounting Professionals	217	199	470	426
Reuters News	188	173	364	338
Global Print	142	147	284	290
Eliminations/Rounding	(6)	(6)	(12)	(11)
Revenues	1,614	1,532	3,288	3,112
Adjusted EBITDA				
Legal Professionals	304	285	609	564
Corporates	139	128	296	273
Tax & Accounting Professionals	81	74	203	173
Reuters News	44	35	81	63
Global Print	50	56	103	113
Total reportable segments adjusted EBITDA	618	578	1,292	1,186
Corporate costs	(57)	(76)	(131)	(126)
Fair value adjustments (see note 5)	12	(6)	5	(2)
Depreciation	(38)	(42)	(76)	(88)
Amortization of computer software	(121)	(122)	(235)	(237)
Amortization of other identifiable intangible assets	(25)	(30)	(51)	(61)
Other operating gains, net	2	14	1	31
Operating profit	391	316	805	703
Net interest expense	(49)	(49)	(97)	(100)
Other finance income (costs)	320	2	414	(4)
Share of post-tax (losses) earnings in equity method investments	(825)	1,092	(27)	7,389
Tax benefit (expense)	92	(289)	(148)	(1,883)
(Loss) earnings from continuing operations	(71)	1,072	947	6,105

Reuters News revenues included \$6 million (2021 - \$6 million) and \$12 million (2021 - \$11 million) in the three and six months ended June 30, 2022, respectively, primarily from content-related services that it provided to the Legal Professionals, Corporates and Tax & Accounting Professionals segments.

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.

Segment 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, based on usage or other applicable measures, for centralized support services such as technology, customer service, commercial policy, facilities management, and product and content development. Additionally, product costs are allocated when one segment sells products managed by another segment.

Note 4: 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 the contract term and its costs are generally incurred evenly throughout the year. However, the Company's revenues 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 timing of costs related to the Change Program impacted the seasonality of the Company's expenses and operating profit in 2022 and 2021.

Note 5: Operating Expenses

The components of operating expenses include the following:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Salaries, commissions and allowances	601	608	1,194	1,192
Share-based payments	26	16	47	34
Post-employment benefits	36	37	73	74
Total staff costs	663	661	1,314	1,300
Goods and services ⁽¹⁾	309	279	640	567
Content	65	67	132	138
Telecommunications	9	11	22	23
Facilities	7	12	19	24
Fair value adjustments ⁽²⁾	(12)	6	(5)	2
Total operating expenses	1,041	1,036	2,122	2,054

(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 on intercompany balances that arise in the ordinary course of business due to changes in foreign currency exchange rates.

Operating expenses in the three and six months ended June 30, 2022 included \$30 million (2021 - \$41 million) and \$64 million (2021 - \$52 million), respectively, related to the Change Program. The charges included severance as well as costs to drive technology and digital sales efficiencies.

Note 6: Other Operating Gains, Net

Other operating gains, net, were not significant in either the three or six months ended June 30, 2022. Other operating gains, net, were \$14 million and \$31 million in the three and six months ended June 30, 2021, respectively. Both periods included a gain on the sale of a business and income from a license that allowed the Refinitiv business of LSEG to use the "Reuters" mark. Additionally, the six-month period included a benefit from the revaluation of warrants that the Company held in Refinitiv prior to its sale to LSEG on January 29, 2021.

Note 7: Finance Costs, Net

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

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Interest expense:				
Debt	40	40	80	80
Derivative financial instruments — hedging activities	-	(1)	(1)	(2)
Other, net	5	5	10	12
Fair value losses (gains) on cash flow hedges, transfer from equity	36	(17)	23	(32)
Net foreign exchange (gains) losses on debt	(36)	17	(23)	32
Net interest expense — debt and other	45	44	89	90
Net interest expense — leases	2	2	4	4
Net interest expense — pension and other post-employment benefit plans	2	3	5	7
Interest income	-	-	(1)	(1)
Net interest expense	49	49	97	100
	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Net (gains) losses due to changes in foreign currency exchange rates	(78)	(2)	(94)	4
Net gains on derivative instruments	(242)	-	(320)	-
Other finance (income) costs	(320)	(2)	(414)	4

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

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

Net gains on derivative instruments

Net gains on derivative instruments related to foreign exchange contracts, including gains on instruments that are intended to reduce foreign currency risk on a portion of the Company's indirect investment in LSEG, which is denominated in British pounds sterling (see note 12).

Note 8: Equity Method Investments

Equity method investments were primarily comprised of the Company's indirect investment in LSEG shares, which it holds through its direct investment in York Parent Limited and its subsidiaries ("YPL"), formerly Refinitiv Holdings Ltd. ("RHL"). YPL is an entity jointly owned by the Company, Blackstone's consortium (comprised of The Blackstone Group and its subsidiaries, and private equity funds affiliated with Blackstone), and certain current LSEG and former members of Refinitiv senior management. As of June 30, 2022 and December 31, 2021, YPL held a combination of LSEG ordinary shares and LSEG limited-voting ordinary shares (with the shares carrying in aggregate an approximate 30% economic interest and a 24% voting interest in LSEG). At the same dates, the Company owned 42.82% of YPL and indirectly owned approximately 72.4 million LSEG shares.

The investment in LSEG is subject to equity accounting because the LSEG shares are held through YPL, over which the Company has significant influence. As YPL owns only the financial investment in LSEG shares, which the parties intend to sell over time, and is not involved in operating LSEG or the Refinitiv business of LSEG, the investment in LSEG shares held by YPL is accounted for at fair value, based on the share price of LSEG. As the investment in LSEG is denominated in British pounds sterling, the Company has entered a series of foreign exchange contracts to mitigate currency risk on its investment (see note 12).

The Company's share of post-tax (losses) earnings in equity method investments as reported in the consolidated income statement is comprised of the following:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
YPL	(822)	1,090	(23)	7,385
Other equity method investments	(3)	2	(4)	4
Total share of post-tax (losses) earnings in equity method investments	(825)	1,092	(27)	7,389

In the three months ended June 30, 2022, share of post-tax losses in equity method investments included an \$884 million decrease in the value of the LSEG investment, of which \$319 million related to a decrease in the LSEG share price and \$565 million related to foreign exchange losses. In the six months ended June 30, 2022, share of post-tax losses in equity method investments reflected an \$85 million decrease in the value of the LSEG investment, which included an increase of \$689 million due to an increase in the LSEG share price, which was more than offset by \$774 million of foreign exchange losses. Both periods also included \$62 million of dividend income from its LSEG investment.

In the three months ended June 30, 2021, the Company's share of post-tax earnings in equity method investments was primarily comprised of a \$1,039 million increase in the value of its LSEG investment. The six months ended June 30, 2021 was comprised of an \$8,075 million gain from the sale of Refinitiv, in which the Company owned a 45% interest, to LSEG which was partially offset by a \$573 million decline in the value of its LSEG investment after the sale and \$168 million of post-tax losses related to the Refinitiv operations prior to the sale. Both periods included \$51 million of dividend income from the Company's LSEG investment. Additionally, as permitted under a lock-up exception, approximately 10.1 million of the Company's LSEG shares were sold in March 2021 for pre-tax net proceeds of \$994 million. The proceeds from the sale of the shares by YPL were distributed to the Company as a dividend that reduced the value of the investment. The proceeds were presented in "Net cash flows (used in) provided by investing activities" in the consolidated statement of cash flow.

The composition of equity method investments as reported in the consolidated statement of financial position is comprised of the following:

	June 30,	December 31,
	2022	2021
YPL	6,489	6,574
Other equity method investments	183	162
Total equity method investments	6,672	6,736

Set forth below is summarized financial information for 100% of YPL (formerly RHL prior to its sale in January 2021).

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Revenues	-	-	-	551
Gain related to the sale of Refinitiv to LSEG	-	-	-	18,645
Mark-to-market of LSEG shares	(2,064)	2,427	(199)	(1,147)
Dividend income	144	120	144	120
Refinitiv net loss prior to its sale to LSEG	-	-	-	(361)
Net (loss) earnings	(1,920)	2,547	(55)	17,257
Remove: Net earnings attributable to non-controlling interests	-	-	-	(11)
Net (loss) earnings attributable to YPL	(1,920)	2,547	(55)	17,246
Other comprehensive loss attributable to YPL	-	-	-	(214)
Total comprehensive (loss) income attributable to YPL	(1,920)	2,547	(55)	17,032

The following table reconciles the net assets attributable to YPL (formerly RHL) to the Company's carrying value of its investment in YPL:

	June 30, 2022	December 31, 2021
Assets		
Current assets	10	6
Non-current assets	15,884	16,068
Total assets	15,894	16,074
Liabilities		
Current liabilities	8	4
Non-current liabilities	204	189
Total liabilities	212	193
Net assets attributable to YPL	15,682	15,881
Net assets attributable to YPL - beginning period	15,881	2,487
Net (loss) earnings attributable to YPL	(55)	14,555
Other comprehensive loss attributable to YPL	-	(214)
Other adjustments ⁽¹⁾	-	253
Distribution to owners	(144)	(1,200)
Net assets attributable to YPL - ending period	15,682	15,881
Thomson Reuters % share	42.82%	42.82%
Thomson Reuters \$ share	6,715	6,800
Historical excluded equity adjustment ⁽²⁾	(226)	(226)
Thomson Reuters carrying amount	6,489	6,574

(1) Consists of equity transactions excluded from total comprehensive income attributable to YPL.

(2) Represents the cumulative impact of equity transactions excluded from the Company's investment in YPL.

Note 9: Taxation

Tax (benefit) expense was \$(92) million and \$289 million in the three months ended June 30, 2022 and 2021, respectively, and included \$(209) million (2021 – \$262 million) of tax (benefit) expense related to the Company's (loss) earnings in equity method investments. Tax expense was \$148 million and \$1,883 million in the six months ended June 30, 2022 and 2021, respectively, and included \$(17) million (2021 – \$1,800 million) of tax (benefit) expense related to the Company's (loss) earnings in equity method investments. In the six-month period of 2021, the tax expense related primarily to the gain on sale of Refinitiv to LSEG. Additionally, tax (benefit) 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 (benefit) expense for the full year.

Note 10: Earnings Per Share

Basic (loss) earnings per share was calculated by dividing (loss) 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").

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

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
(Loss) earnings attributable to common shareholders	(115)	1,068	892	6,104
Less: Dividends declared on preference shares	-	-	(1)	(1)
(Loss) earnings used in consolidated (loss) earnings per share	(115)	1,068	891	6,103
Less: Loss from discontinued operations, net of tax	44	4	55	1
(Loss) earnings used in (loss) earnings per share from continuing operations	(71)	1,072	946	6,104

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 (loss) earnings per share computation to the weighted-average number of common shares outstanding used in the diluted (loss) earnings per share computation, is presented below:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Weighted-average number of common shares outstanding	486,892,062	495,687,352	486,639,796	495,597,737
Weighted-average number of vested DSUs	279,338	410,886	289,885	418,730
Basic	487,171,400	496,098,238	486,929,681	496,016,467
Effect of stock options and TRSUs	-	1,160,834	784,132	1,093,324
Diluted	487,171,400	497,259,072	487,713,813	497,109,791

Because the Company reported a net loss from continuing operations for the three months ended June 30, 2022, the weighted-average number of common shares used for basic and diluted loss per share is the same for all per share calculations in the period, as the effect of stock options and other equity incentive awards would reduce the loss per share, and therefore be anti-dilutive.

Note 11: Assets Held for Sale

Assets held for sale included several small businesses and products that the Company intends to sell. The assets and liabilities classified as held for sale in the consolidated statement of financial position are as follows:

	June 30,	December 31,
	2022	2021
Trade and other receivables	35	14
Other financial assets	85	-
Prepaid expenses and other current assets	2	1
Property and equipment, net	3	4
Computer software, net	12	5
Goodwill	60	14
Other assets	10	10
Total assets held for sale	207	48
Payables, accruals and provisions	8	8
Deferred revenue	54	26
Other financial liabilities	86	2
Other liabilities	1	1
Total liabilities associated with assets held for sale	149	37

Foreign currency translation gains of \$20 million relating to these assets were recorded within accumulated other comprehensive loss in the consolidated statement of financial position at June 30, 2022 (December 31, 2021 – gains of \$23 million).

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

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

June 30, 2022	Assets/ (Liabilities) at Amortized Cost	Assets/ (Liabilities) at Fair Value through Earnings	Assets at Fair Value through Other Comprehensive Income or Loss	Derivatives Used for Hedging	Total
Cash and cash equivalents	319	142	-	-	461
Trade and other receivables	984	-	-	-	984
Other financial assets - current	12	163	-	-	175
Other financial assets - non-current (see note 13)	28	384	58	78	548
Current indebtedness	(50)	-	-	-	(50)
Trade payables (see note 14)	(153)	-	-	-	(153)
Accruals (see note 14)	(673)	-	-	-	(673)
Other financial liabilities - current ⁽¹⁾⁽²⁾	(504)	-	-	-	(504)
Long-term indebtedness	(3,766)	-	-	-	(3,766)
Other financial liabilities - non current (see note 15) ⁽³⁾	(222)	(19)	-	-	(241)
Total	(4,025)	670	58	78	(3,219)

December 31, 2021	Assets/ (Liabilities) at Amortized Cost	Assets/ (Liabilities) at Fair Value through Earnings	Assets at Fair Value through Other Comprehensive Income or Loss	Derivatives Used for Hedging	Total
Cash and cash equivalents	389	389	-	-	778
Trade and other receivables	1,057	-	-	-	1,057
Other financial assets - current	108	-	-	-	108
Other financial assets - non-current (see note 13)	27	235	68	99	429
Trade payables (see note 14)	(227)	-	-	-	(227)
Accruals (see note 14)	(950)	-	-	-	(950)
Other financial liabilities - current ⁽¹⁾	(174)	(1)	-	-	(175)
Long-term indebtedness	(3,786)	-	-	-	(3,786)
Other financial liabilities - non current (see note 14) ⁽³⁾	(215)	(19)	-	-	(234)
Total	(3,771)	604	68	99	(3,000)

(1) Includes lease liabilities of \$59 million (2021 - \$64 million).

(2) Includes a commitment to repurchase up to \$400 million of common shares related to the Company's automatic share purchase plan with its broker to repurchase the Company's shares during its internal trading blackout period. See note 16.

(3) Includes lease liabilities of \$193 million (2021 - \$197 million).

Cash and cash equivalents

Of total cash and cash equivalents, \$75 million and \$70 million at June 30, 2022 and December 31, 2021, 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.

Commercial paper program

The Company's \$1.8 billion commercial paper program provides cost effective and flexible short-term funding. The Company had \$50 million of outstanding commercial paper in current indebtedness within the consolidated statement of financial position at June 30, 2022 (December 31, 2021 - nil).

Credit facility

The Company has a \$1.8 billion syndicated credit facility agreement which matures in December 2024 and may be used to provide liquidity for general corporate purposes (including acquisitions or support for its commercial paper program). There were no outstanding borrowings under the credit facility at June 30, 2022 and December 31, 2021. Based on the Company's current credit ratings, the cost of borrowing under the facility is priced at LIBOR/EURIBOR plus 112.5 basis points. The Company has the option to request an increase, subject to approval by applicable lenders, in the lenders' commitments in an aggregate amount of \$600 million for a maximum credit facility commitment of \$2.4 billion.

The U.K. Financial Conduct Authority, which regulates LIBOR, phased out the majority of LIBOR rates globally at the end of 2021. The Company has no material agreements with third parties that use or reference LIBOR, except for the LIBOR-based benchmarks in the Company's external credit facility, for which adequate LIBOR benchmarks will remain in effect until June 2023.

The Company guarantees borrowings by its subsidiaries under the credit facility. The Company must also maintain a ratio of net debt as defined in the credit agreement (total debt after swaps less cash and cash equivalents) as of the last day of each fiscal quarter to EBITDA as defined in the credit agreement (earnings before interest, income taxes, depreciation and amortization and other modifications described in the credit agreement) for the last four quarters ended of not more than 4.5:1. If the Company were to complete an acquisition with a purchase price of over \$500 million, the ratio of net debt to EBITDA would temporarily increase to 5.0:1 for three quarters after completion, at which time the ratio would revert to 4.5:1. As of June 30, 2022, the Company was in compliance with this covenant as its ratio of net debt to EBITDA, as calculated under the terms of its syndicated credit facility, was 1.6:1.

Foreign Exchange Contracts

The Company has entered foreign exchange contracts that are intended to reduce foreign currency risk related to a portion of its indirect investment in LSEG, which is denominated in British pounds sterling. In the three months ended June 30, 2022, the Company entered an additional series of foreign exchange contracts with a notional amount of £0.6 billion (\$0.7 billion), for a cumulative notional amount of £3.2 billion (\$4.2 billion). Gains of \$242 million and \$320 million in the three and six months ended June 30, 2022, respectively, were reported within "Other finance income (costs)" in the consolidated income statement (see note 7) due to fluctuations in the U.S. dollar – British pounds sterling exchange rate. The associated fair value of these contracts was an asset of \$301 million (December 31, 2021 – \$19 million liability) and were recorded within other financial assets or liabilities, current or long-term as appropriate, in the consolidated statement of financial position. As of June 30, 2022, the Company's interest in LSEG shares had a market value of approximately \$6.7 billion, based on LSEG's share price on that day (December 31, 2021 - \$6.8 billion).

Fair Value

The fair values of cash and cash equivalents, 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 considering non-performance risk.

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

June 30, 2022	Carrying Amount		Fair Value	
	Primary Debt Instruments	Derivative Instruments (Asset)	Primary Debt Instruments	Derivative Instruments (Asset)
Commercial paper	50	-	50	-
C\$1,400, 2.239% Notes, due 2025	1,081	(78)	1,023	(78)
\$600, 4.30% Notes, due 2023	599	-	605	-
\$450, 3.85% Notes, due 2024 ⁽¹⁾	241	-	240	-
\$500, 3.35% Notes, due 2026	498	-	483	-
\$350, 4.50% Notes, due 2043 ⁽¹⁾	117	-	103	-
\$350, 5.65% Notes, due 2043	342	-	351	-
\$400, 5.50% Debentures, due 2035	396	-	411	-
\$500, 5.85% Debentures, due 2040	492	-	515	-
Total	3,816	(78)	3,781	(78)
Current portion	50	-		
Long-term portion	3,766	(78)		

December 31, 2021	Carrying Amount		Fair Value	
	Primary Debt Instruments	Derivative Instruments (Asset)	Primary Debt Instruments	Derivative Instruments (Asset)
C\$1,400, 2.239% Notes, due 2025	1,103	(99)	1,119	(99)
\$600, 4.30% Notes, due 2023	599	-	631	-
\$450, 3.85% Notes, due 2024 ⁽¹⁾	241	-	256	-
\$500, 3.35% Notes, due 2026	497	-	531	-
\$350, 4.50% Notes, due 2043 ⁽¹⁾	116	-	128	-
\$350, 5.65% Notes, due 2043	342	-	478	-
\$400, 5.50% Debentures, due 2035	396	-	516	-
\$500, 5.85% Debentures, due 2040	492	-	695	-
Total	3,786	(99)	4,354	(99)
Long-term portion	3,786	(99)		

(1) Notes were partially redeemed in October 2018.

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:

June 30, 2022	Level 1	Level 2	Level 3	Total Balance
Assets				
Money market accounts	-	142	-	142
Other receivables ⁽¹⁾	-	-	246	246
Foreign exchange contracts ⁽²⁾	-	301	-	301
Financial assets at fair value through earnings	-	443	246	689
Financial assets at fair value through other comprehensive income ⁽³⁾	25	33	-	58
Derivatives used for hedging ⁽⁴⁾	-	78	-	78
Total assets	25	554	246	825
Liabilities				
Contingent consideration ⁽⁵⁾	-	-	(19)	(19)
Financial liabilities at fair value through earnings	-	-	(19)	(19)
Total liabilities	-	-	(19)	(19)
December 31, 2021	Level 1	Level 2	Level 3	Total Balance
Assets				
Money market accounts	-	389	-	389
Other receivables ⁽¹⁾	-	-	235	235
Financial assets at fair value through earnings	-	389	235	624
Financial assets at fair value through other comprehensive income ⁽³⁾	46	22	-	68
Derivatives used for hedging ⁽⁴⁾	-	99	-	99
Total assets	46	510	235	791
Liabilities				
Contingent consideration ⁽⁵⁾	-	-	(1)	(1)
Foreign exchange contracts ⁽²⁾	-	(19)	-	(19)
Financial liabilities at fair value through earnings	-	(19)	(1)	(20)
Total liabilities	-	(19)	(1)	(20)

(1) Receivables under indemnification arrangement (see note 19).

(2) Relates to the management of foreign exchange risk on a portion of the Company's indirect investment in LSEG.

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

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

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

The receivable from the indemnification arrangement is a level 3 in the fair value measurement hierarchy. The increase in the receivable between December 31, 2021 and June 30, 2022 primarily reflected additional payments that are expected to be recovered, net of fair value losses based on interest rates associated with the indemnifying party's credit profile and foreign exchange losses, which are included within loss from discontinued operations, net of tax, in the consolidated income statement.

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 in the six months ended June 30, 2022.

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 foreign exchange contracts are calculated as the present value of the estimated future cash flows based on observable yield curves;
- The fair value of other receivables considers estimated future cash flows, current market interest rates and non-performance risk; and
- The fair value of contingent consideration is calculated based on estimates of future revenue performance.

Note 13: Other Non-Current Assets

	June 30, 2022	December 31, 2021
Net defined benefit plan surpluses	163	239
Cash surrender value of life insurance policies	333	346
Deferred commissions	107	127
Other financial assets (see note 12)	548	429
Other non-current assets ⁽¹⁾	105	85
Total other non-current assets	1,256	1,226

(1) Includes a tax receivable from HM Revenue & Customs ("HMRC") of \$89 million and \$74 million at June 30, 2022 and December 31, 2021, respectively, (see note 19).

Note 14: Payables, Accruals and Provisions

	June 30, 2022	December 31, 2021
Trade payables	153	227
Accruals	673	950
Provisions	99	107
Other current liabilities	28	42
Total payables, accruals and provisions	953	1,326

Note 15: Provisions and Other Non-Current Liabilities

	June 30, 2022	December 31, 2021
Net defined benefit plan obligations	551	506
Other financial liabilities (see note 12)	241	234
Deferred compensation and employee incentives	77	99
Provisions	86	94
Other non-current liabilities	4	10
Total provisions and other non-current liabilities	959	943

Note 16: Capital

Share repurchases – Normal Course Issuer Bid ("NCIB")

The Company buys back shares (and subsequently cancels them) from time to time as part of its capital strategy. In June 2022, the Company announced that it plans to repurchase up to \$2.0 billion of its common shares. Share repurchases are typically executed under a NCIB. Under the current NCIB, the Company may repurchase up to 24 million common shares between June 13, 2022 and June 12, 2023 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 in the future from applicable securities regulatory authorities in Canada for such purchases.

Details of share repurchases were as follows:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Share repurchases (millions of U.S. dollars)	194	-	194	200
Shares repurchased (number in millions)	1.9	-	1.9	2.5
Share repurchases - average price per share in U.S. dollars	\$99.71	-	\$99.71	\$81.45

Decisions regarding any future repurchases will depend on certain factors, such as market conditions, share price, and other opportunities to invest capital for growth. The Company may elect to suspend or discontinue 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 an automatic share purchase 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. The Company entered into such a plan with its broker on June 30, 2022. As a result, the Company recorded a \$400 million liability in "Other financial liabilities" within current liabilities at June 30, 2022 with a corresponding amount recorded in equity in the consolidated statement of financial position (December 31, 2021 – nil).

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 June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Dividends declared per common share	\$0.445	\$0.405	\$0.890	\$0.810
Dividends declared	217	200	433	400
Dividends reinvested	(7)	(6)	(14)	(12)
Dividends paid	210	194	419	388

Note 17: Supplemental Cash Flow Information

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

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Non-cash employee benefit charges	44	39	86	78
Net (gains) losses on foreign exchange and derivative financial instruments	(319)	(3)	(411)	3
Net gains on disposals of businesses and investments	1	(8)	1	(8)
Revaluation of Refinitiv warrants (see note 6)	-	-	-	(9)
Fair value adjustments (see note 5)	(12)	6	(5)	2
Other	1	(1)	5	(3)
	(285)	33	(324)	63

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

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Trade and other receivables	(6)	8	37	102
Prepaid expenses and other current assets	24	15	49	(1)
Other financial assets	2	1	13	18
Payables, accruals and provisions	(93)	(46)	(367)	(175)
Deferred revenue	67	89	58	57
Other financial liabilities	(2)	-	(13)	(18)
Income taxes ⁽¹⁾	(3)	(24)	36	860
Other	(14)	(28)	(29)	(43)
	(25)	15	(216)	800

(1) The six months ended June 30, 2021 reflects current tax liabilities that were recorded on the LSEG transaction and subsequent sale of LSEG shares (see note 8), for which the tax payments are included in investing activities.

Details of income taxes paid are as follows:

	Three months ended June 30,		Six months ended June 30,	
	2022	2021	2022	2021
Operating activities - continuing operations	(94)	(65)	(129)	(101)
Operating activities - discontinued operations	-	-	-	(2)
Investing activities - continuing operations	-	(438)	-	(444)
Investing activities - discontinued operations ⁽¹⁾	(16)	-	(16)	(42)
Total income taxes paid	(110)	(503)	(145)	(589)

(1) Reflects payments made to HMRC (see note 19).

The Company paid \$87 million in the six months ended June 30, 2022 and 2021, related to notices of assessment under the Diverted Profit Tax regime. Of the amount paid in the six months ended June 30, 2022, \$28 million (2021- \$55 million) was paid directly to HMRC and \$59 million (2021- \$32 million) was paid to LSEG under an indemnity arrangement that related to businesses the Company sold to LSEG. The payments made directly to HMRC were included as income taxes paid in the consolidated statement of cash flow. The payments made to LSEG were presented in operating activities from discontinued operations in the consolidated statement of cash flow and were not included as taxes paid. See note 19.

Note 18: Acquisitions

Acquisitions primarily comprise the purchase of businesses that are integrated into existing operations to broaden the Company's range of offerings to customers as well as its presence in global markets. The results of acquired businesses are included in the consolidated financial statements from the date of acquisition. Acquisitions also include investments in equity method investments and asset acquisitions.

Acquisition activity

The Company acquired all of the equity interests in two businesses and acquired a portion of the equity interests in three other businesses in the three and six months ended June 30, 2022. The related consideration was as follows:

	Three months ended June 30,		Six months ended June 30,	
	2022		2022	
Total consideration				
Businesses acquired	153		153	
Less: Cash acquired	(2)		(2)	
Businesses acquired, net of cash	151		151	
Investments in businesses	12		18	
Contingent consideration payments	-		2	
	163		171	

The following provides a brief description of an acquisition completed during the three and six months ended June 30, 2022:

Date	Company	Acquiring Segment	Description
April 2022	ThoughtTrace	Corporates	A business that uses artificial intelligence and machine learning to read, organize and manage document workflows.

Purchase price allocation

Purchase price allocations related to certain acquisitions may be subject to adjustment pending completion of final valuations.

The details of net assets acquired were as follows:

	Three and six months ended June 30, 2022
Cash and cash equivalents	2
Trade receivables	3
Prepaid expenses and other current assets	1
Current assets	6
Computer software	24
Other identifiable intangible assets	9
Total assets	39
Payables and accruals	(1)
Deferred revenue	(4)
Current liabilities	(5)
Provisions and other non-current liabilities	(20)
Deferred tax	(3)
Total liabilities	(28)
Net assets acquired	11
Goodwill	142
Total	153

The excess of the purchase price over the net assets acquired was recorded as goodwill and reflects synergies and the value of the acquired workforce. The majority of goodwill for acquisitions completed in 2022 are not expected to be deductible for tax purposes.

Other

The revenues and operating profit of the acquired businesses were not material to the Company's results of operations.

Note 19: 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. When appropriate, the Company performs an expected value calculation to determine its provisions. 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.

Prior to 2022, the Company paid \$379 million of tax as required under notices of assessment issued by the U.K. tax authority, HM Revenue & Customs ("HMRC"), under the Diverted Profits Tax ("DPT") regime. In February 2022, HMRC issued DPT notices aggregating \$74 million, which the Company paid in March 2022. These assessments collectively related to the 2015, 2016, 2017 and 2018 taxation years of certain of the Company's current and former U.K. affiliates. In May 2022, HMRC issued additional DPT notices aggregating \$9 million related to the 2016 tax year, which the Company paid.

HMRC continues to have the statutory authority to amend the above assessments for the 2017 and 2018 taxation years by issuing DPT supplementary notices for each year. Based on recent discussions with HMRC, management believes that HMRC may issue supplementary notices for these years within the next 12 months that would be almost entirely related to businesses the Company has sold, which are subject to indemnity arrangements. If that occurs, the Company will be required to pay additional taxes to HMRC shortly thereafter that could be as much as \$350 million in aggregate (largely related to the 2018 taxation year).

As the Company does not believe these current and former U.K. affiliates fall within the scope of the DPT regime, it will continue contesting these assessments (including any amended by HMRC) through all available administrative and judicial remedies and intends to vigorously defend its position. Payments made by the Company are not a reflection of its view on the merits of the case. As the assessments largely relate to businesses that the Company has sold, the majority are subject to indemnity arrangements under which the Company has been or will be required to pay additional taxes to HMRC or the indemnity counterparty.

Because the Company believes that its position is supported by the weight of law, it does not believe that the resolution of this matter will have a material adverse effect on its financial condition taken as a whole. As the Company expects to receive refunds of substantially all of the aggregate of amounts paid and potential future payments pursuant to these notices of assessment, it expects to continue recording substantially all of these payments as non-current receivables from HMRC or the indemnity counterparty on its financial statements. The Company expects that its existing sources of liquidity will be sufficient to fund any required additional payments if HMRC issues further notices.

Guarantees

The Company has an investment in 3 Times Square Associates LLC ("3XSQ Associates"), an entity jointly owned by a subsidiary of the Company and Rudin Times Square Associates LLC ("Rudin"), that owns and operates the 3 Times Square office building ("the building") in New York, New York. In June 2022, 3XSQ Associates obtained a \$415 million, 3-year term loan facility to refinance existing debt, fund the building's redevelopment, and cover interest and operating costs during the redevelopment period. The building is pledged as loan collateral. Thomson Reuters and Rudin each guarantee 50% of (i) certain principal loan amounts and (ii) interest and operating costs. Thomson Reuters and Rudin also jointly and severally guarantee (i) completion of commenced works and (ii) lender losses arising from disallowed acts, environmental or otherwise. To minimize economic exposure to 50% for the joint and several obligations, Thomson Reuters and a parent entity of Rudin entered a cross-indemnification arrangement. The Company believes the value of the building is expected to be sufficient to cover obligations that could arise from the guarantees. The guarantees do not impact the Company's ability to borrow funds under its \$1.8 billion syndicated credit facility or the related covenant calculation.

Note 20: Related Party Transactions

As of June 30, 2022, the Company's principal shareholder, The Woodbridge Company Limited, beneficially owned approximately 67% of the Company's common shares.

Transactions with 3XSQ Associates

The Company follows the equity method of accounting for its investment in 3XSQ Associates. In the six months ended June 30, 2022, Thomson Reuters contributed \$10 million in cash pursuant to capital calls and made a \$15 million in-kind contribution representing the fair value of guarantees provided in connection with a \$415 million loan facility obtained by 3XSQ Associates (see note 19). The Company also paid approximately \$4 million of rent to 3XSQ Associates for office space in the building.

Transactions with YPL

In June 2022, the Company received a dividend of \$62 million from YPL, reflecting the Company's portion of dividends from its LSEG investment (see note 8).

Except for the above transactions, there were no new significant related party transactions during the first six months of 2022. Refer to "Related party transactions" disclosed in note 31 of the Company's consolidated financial statements for the year ended December 31, 2021, which are included in the Company's 2021 annual report, for information regarding related party transactions.

Note 21: Subsequent Events

In July 2022, the Company repurchased approximately \$200 million of its common shares under its NCIB.

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