

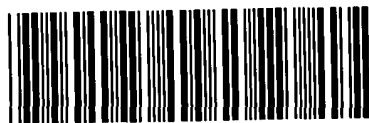
Registration number: 06091083

Global World-Check Holdings (Nominee) Limited

Annual Report and Financial Statements

for the Year Ended 31 December 2016

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Global World-Check Holdings (Nominee) Limited

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Global World-Check Holdings (Nominee) Limited

Strategic Report for the Year Ended 31 December 2016

The Directors present their strategic report on the Company for the year ended 31 December 2016.

Definitions

As used in this annual report, "the Group" and "Thomson Reuters" refer to the Thomson Reuters Corporation and its subsidiary undertakings, including joint ventures and associates. "The Company" refers to Global World-Check Holdings (Nominee) Limited.

Fair review of the business

The principal activity of the Company is the provision of research and administration services to the Global World-Check Group. The profit for the year amounted to US\$ 514,814 (2015: US\$ 385,848).

Principal risks and uncertainties

From the perspective of the Company, the risks and uncertainties are integrated with the risks of the Group and are not managed separately. Accordingly, the risks and uncertainties of Thomson Reuters Corporation, which include those of the Company, are discussed in Thomson Reuters Corporation's annual report which does not form part of this report. However, the directors view the following as being the principal risks facing the Company:

In 2016, the economic environment for our core businesses continued to be challenging, which was similar to that experienced in recent years. The momentum and pace of growth continued to be unequal around the world, as advances in some regions were offset by weaknesses in others. Uncertainty in global economic and market conditions, particularly around the U.K.'s referendum to leave the European Union (Brexit), continued to cause disruptions and volatility worldwide, particularly in the financial services industry. The financial services industry remains challenged with heightened regulatory scrutiny, increasing capital requirements, lower transaction volumes in certain markets and asset classes, consolidation among firms and relatively low overall anticipated market growth. A number of banks continue to implement structural changes designed to reduce costs, including job cuts. In 2016, the combination of these factors continued to put intense pressure on financial institutions' profitability and returns. At the same time, increased and more complex regulatory requirements have caused many financial institutions to increase their spending on compliance and risk-related matters. Continued global economic uncertainty and future downturns in the financial services industry in one or more of the countries in which we operate or significant trading market disruptions could adversely affect our Financial & Risk business.

On 23 June 2016, the UK voted to leave the European Union and on 23rd March 2017, the UK has invoked Article 50(2) of the Treaty and notified the European Council of their intention to withdraw from the European Council. It remains unclear how Brexit will affect the country's trading relationships, corporate taxation policy, the movement of people, and regulatory affairs. The directors have considered the impact of the UK leaving on the financial, regulatory and legal environment and concluded that it would depend on the nature of arrangements agreed. These arrangements are difficult to predict as the UK's exit terms are likely to take a number of years. Until these terms are finalised it is not possible to determine the impact on the economic conditions in the UK and on the Group.

All of the risks referred to above are monitored and managed by the directors through control processes in operation and also through regular meetings.

Given the nature of the business, the Company's directors are of the opinion that analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

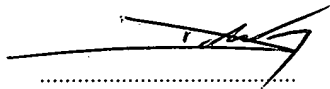
Global World-Check Holdings (Nominee) Limited

Strategic Report for the Year Ended 31 December 2016 (continued)

Financial risk management

The management of financial risks is co-ordinated with those undertaken at Group level by Thomson Reuters Corporation. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise the potential adverse effects on the Company's and the Group's financial performance. More details of the Group's risk management programme can be found in the Thomson Reuters Corporation 2016 Annual Report. Refer to Note 2 for further information.

Approved by the Board on 31 July 2017 and signed on its behalf by:



D.M. Mitchley
Director

Global World-Check Holdings (Nominee) Limited

Directors' Report for the Year Ended 31 December 2016

The directors presents their report and the audited financial statements for the Company for the year ended 31 December 2016.

Directors of the company

The directors who held office during the year and up to the date of signing the financial statements were as follows:

D.M. Mitchley
C. Becker-Smith (resigned 8 December 2016)
P Thorn (appointed 7 June 2016)

General Information

The Company is a private company limited by share capital incorporated in United Kingdom.

The address of its principal place of business is:

The Apex Building
1 Kinetic Way,
Bridge Way Precinct
Century City, Capetown
Western Cape
7441
South Africa

The Company's immediate parent company is Global World-Check Holdings Limited and Thomson Reuters Corporation is the ultimate parent company.

Future development

The directors do not envisage any changes to the nature of the business in the foreseeable future.

Global World-Check Holdings (Nominee) Limited

Directors' Report for the Year Ended 31 December 2016 (continued)

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable IFRSs as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and enable them to ensure that the financial statements comply with the Companies Act 2006 and, as regards the group financial statements, Article 4 of the IAS Regulation. They are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

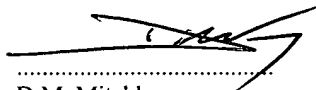
Political donations

During the year the Company made US\$nil (2015: US\$nil) political donations.

Disclosure of information to the auditor

Each Each director has taken steps that they they ought to have taken as a director in order to make themselves themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information. The directors confirm that there is no relevant information that they know they know of and of which they know the auditors are unaware.

Approved by the Board on 31 July 2017 and signed on its behalf by:



D.M. Mitchley
Director

Global World-Check Holdings (Nominee) Limited

Independent Auditors' Report to the Members of Global World-Check Holdings (Nominee) Limited

Report on the financial statements

Our opinion

In our opinion, Global World-Check Holdings (Nominee) Limited financial statements (the "financial statements"):

- give a true and fair view of the state of the Company's affairs as at 31 December 2016 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements, included within the Annual Report, comprise:

- the Statement of Financial Position as at 31 December 2016;
- the Income Statement and Statement of Comprehensive Income for the year then ended;
- the Statement of Cash Flows for the year then ended;
- the Statement of Changes in Equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is IFRSs as adopted by the European Union, and applicable law.

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

In addition, in light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we are required to report if we have identified any material misstatements in the Strategic Report and the Directors' Report. We have nothing to report in this respect.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Global World-Check Holdings (Nominee) Limited

Independent Auditors' Report to the Members of Global World-Check Holdings (Nominee) Limited (continued)

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

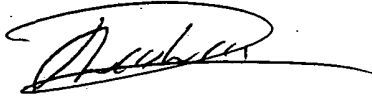
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report. With respect to the Strategic Report and Directors' Report, we consider whether those reports include the disclosures required by applicable legal requirements.



Jonathan Lucas - Lucas (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors

London

31 July 2017

Global World-Check Holdings (Nominee) Limited

Income Statement for the Year Ended 31 December 2016

	Note	2016 \$	2015 \$
Revenue	13	9,262,306	6,840,790
Operating cost	14	<u>(8,507,260)</u>	<u>(6,256,083)</u>
Operating profit		<u>755,046</u>	<u>584,707</u>
Finance costs	15	(10,385)	(13,170)
Loss on Investment	7	<u>(480)</u>	<u>-</u>
Profit before tax		744,181	571,537
Income tax expense	6	<u>(229,367)</u>	<u>(185,689)</u>
Profit for the year		<u><u>514,814</u></u>	<u><u>385,848</u></u>

All amounts are derived from continuing operations.

The notes on pages 12 to 32 form an integral part of these financial statements.

Global World-Check Holdings (Nominee) Limited

Statement of Comprehensive Income for the Year Ended 31 December 2016

	2016	2015
	\$	\$
Profit for the year	514,814	385,848
Items that may be reclassified subsequently to profit or loss		
Foreign currency translation gains/(losses)	<u>(36,392)</u>	<u>1,091,537</u>
Total comprehensive income for the year	<u><u>478,422</u></u>	<u><u>1,477,385</u></u>

The notes on pages 12 to 32 form an integral part of these financial statements.

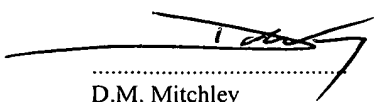
Global World-Check Holdings (Nominee) Limited

(Registration number: 06091083)

Statement of Financial Position as at 31 December 2016

	Note	2016 \$	2015 \$
Assets			
Non-current assets			
Property, plant and equipment	5	1,964,307	768,173
Deferred tax	6	171,747	141,346
Available for sale investments	7	427	857
		<u>2,136,481</u>	<u>910,376</u>
Current assets			
Trade and other receivables	8	12,974,372	9,633,598
Cash and cash equivalents	9	306,403	335,180
Total assets		<u>15,417,256</u>	<u>10,879,154</u>
Equity and liabilities			
Equity			
Share capital	10	111,285	111,285
Share premium		456,403	456,403
Translation reserve		1,523,747	1,560,139
Retained earnings		<u>3,187,421</u>	<u>2,672,607</u>
Total equity		<u>5,278,856</u>	<u>4,800,434</u>
Non-current liabilities			
Provisions	11	<u>313,041</u>	<u>204,214</u>
Current liabilities			
Trade and other payables	12	9,689,799	5,793,528
Current tax payable		<u>135,560</u>	<u>80,978</u>
		<u>9,825,359</u>	<u>5,874,506</u>
Total liabilities		<u>10,138,400</u>	<u>6,078,720</u>
Total equity and liabilities		<u>15,417,256</u>	<u>10,879,154</u>

The financial statements on pages 7 to 32, have been prepared on a going concern basis, were approved and authorised for issue by the Board on 31 July 2017 and signed on its behalf by:


D.M. Mitchley
Director

The notes on pages 12 to 32 form an integral part of these financial statements.

Global World-Check Holdings (Nominee) Limited

Statement of Changes in Equity for the Year Ended 31 December 2016

	Share capital \$	Share premium \$	Translation reserve \$	Retained earnings \$	Total \$
At 1 January 2016	111,285	456,403	1,560,139	2,672,607	4,800,434
Profit for the year	-	-	-	514,814	514,814
Other comprehensive income	-	-	(36,392)	-	(36,392)
At 31 December 2016	<u>111,285</u>	<u>456,403</u>	<u>1,523,747</u>	<u>3,187,421</u>	<u>5,278,856</u>

	Share capital \$	Share premium \$	Translation reserve \$	Retained earnings \$	Total \$
At 1 January 2015	111,285	456,403	468,602	2,286,759	3,323,049
Profit for the year	-	-	-	385,848	385,848
Other comprehensive income	-	-	1,091,537	-	1,091,537
At 31 December 2015	<u>111,285</u>	<u>456,403</u>	<u>1,560,139</u>	<u>2,672,607</u>	<u>4,800,434</u>

The notes on pages 12 to 32 form an integral part of these financial statements.

Global World-Check Holdings (Nominee) Limited

Statement of Cash Flows for the Year Ended 31 December 2016

	Note	2016 \$	2015 \$
Cash flows from operating activities			
Cash generated from operations	18	1,783,659	1,205,192
Interest received		894	7,231
Interest paid		(11,280)	(20,401)
Tax paid		<u>(244,398)</u>	<u>(207,414)</u>
Net cash flow from operating activities		<u>1,528,875</u>	<u>984,608</u>
Cash flows from investing activities			
Purchase of assets		(1,223,164)	(673,097)
Loan granted to group undertakings		<u>(336,873)</u>	<u>(193,898)</u>
Net cash flow from investing activities		<u>(1,560,037)</u>	<u>(866,995)</u>
Total cash movement for the year		(31,162)	117,613
Cash at the beginning of the year	9	335,180	293,724
Effect of exchange rate movement on cash balances		<u>2,385</u>	<u>(76,157)</u>
Total cash at the end of the year	9	<u><u>306,403</u></u>	<u><u>335,180</u></u>

The notes on pages 12 to 32 form an integral part of these financial statements.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016

1 General information

The Company is a private company limited by share capital incorporated in United Kingdom.

The address of its registered office is:

The Thomson Reuters Building
30 South Colonnade
Canary Wharf
London
United Kingdom
E14 5EP

Global World-Check Holdings (Nominee) Limited ("the Company") provides research and administration services to the Global World-Check Group.

2 Accounting policies

2.1 Basis of preparation

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

The financial statements of Global World-Check Holdings (Nominees) Limited have been prepared in accordance with European Union endorsed International Financial Reporting Standards (IFRS), International Financial Reporting Interpretations Committee interpretations and the Companies Act 2006 applicable to companies reporting under IFRS. The financial statements have been prepared on a going concern basis under the historical cost convention, as modified by the revaluation of financial assets and financial liabilities at fair value through profit or loss.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

The financial statements contain information about Global World-Check Holdings (Nominee) Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption under Section 401 of the Companies Act 2006, from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of Thomson Reuters Corporation ("Thomson Reuters"). The consolidated financial statements of Thomson Reuters are prepared in accordance with International Financial Reporting Standards. Thomson Reuters Corporation is incorporated under the laws of the Province of Ontario, Canada.

2.2 Measurement convention

The financial statements are prepared on the historical cost basis.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

2.3 Foreign currency transactions and balances

(a) Functional and presentation currency

Items included in the financial statements of the Company's entities are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Company changed its functional currency from US Dollars to South African Rand in 2013. The financial statements are presented in US Dollars, which is the Company's presentation currency.

(b) Transactions and balances

Transactions denominated in foreign currencies are recorded at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the closing rates at the balance sheet date. All resulting exchange differences are recognised as a translation reserve in equity.

2.4 Property, plant and equipment

The cost of an item of property, plant and equipment is recognised as an asset when:

- it is probable that future economic benefits associated with the item will flow to the Company; and
- the cost of the item can be measured reliably.

Property, plant and equipment purchased, but not used yet is disclosed as assets under construction.

Property, plant and equipment is initially measured at cost.

Costs include costs incurred initially to acquire or construct an item of property, plant and equipment and costs incurred subsequently to add to, replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised.

Property, plant and equipment is depreciated on the straight line basis over their expected useful lives to their estimated residual value.

Property, plant and equipment is carried at cost less accumulated depreciation and any impairment losses.

2.5 Depreciation

The useful lives of items of property, plant and equipment have been assessed as follows:

Asset class	Depreciation method
Furniture and fixtures	3 to 7 years
Office Equipment	6 years
IT equipment	3 years
Leasehold improvements	over the period of the lease

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting period. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

The depreciation charge from each period is recognised in profit or loss unless it is included in the carrying amount of another asset. Assets under construction are not depreciated.

The gain or loss arising from the derecognising of an item of property, plant and equipment is included in profit or loss when the item is derecognised. The gain or loss arising from the derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

2.5 Intangible assets

Computer software

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. Costs associated with developing or maintaining computer software programmes are recognised as an expense as incurred. Costs that are directly associated with the development of identifiable and unique software products controlled by the Company, and that will probably generate economic benefits exceeding costs beyond one year, are recognised as intangible assets. Costs include the employee costs incurred as a result of developing software and an appropriate portion of relevant overheads. Computer software development costs recognised as assets are amortised over their estimated useful lives (3 years).

2.6 Impairment of assets

The net book amounts of intangible assets are reviewed by the directors annually. Tangible fixed assets and investments are tested for impairment when an event that might affect asset values has occurred. For both tangible and intangible fixed assets and investments an impairment loss is recognised to the extent that the carrying amount cannot be recovered either by selling the assets or by the discounted future earnings from operating the asset.

2.7 Financial instruments

Initial recognition and measurement

Financial instruments are recognised initially when the Company becomes a party to the contractual provisions of the instruments.

Group company loans

These include loans to and from holding companies, fellow subsidiaries, subsidiaries, joint ventures and associates and are recognised initially at fair value plus direct transaction costs.

Loans to group companies are classified as loans and receivables.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

2.8 Receivables

Receivables are measured at initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in profit or loss when there is objective evidence that the asset is impaired. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired.

The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in profit or loss within operating expenses. When a trade receivable is uncollectable, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against operating expenses in profit or loss.

Receivables are classified as loans and receivables.

2.9 Trade and other payables

Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

2.10 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These are initially and subsequently recorded at fair value.

2.11 Borrowings

Interest-bearing bank loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the Company's accounting policy for borrowing costs. Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the year end date.

2.12 Provisions

Provisions are recognised when:

- the Company has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

Provisions are measured at the directors' best estimate of the expenditure required to settle the obligation at the year end date, and are discounted to present value where the effect is material.

2.13 Current and Deferred tax

Current and Deferred tax assets and liabilities

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; or arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

2.14 Share Capital

(a) Ordinary Shares

Ordinary shares (Note 10) are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

(b) Share premium

Share premium is the excess of the total share issue value over the par value of the shares issued.

2.15 Revenue

When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction is recognised. The outcome of a transaction can be estimated reliably when all the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the select entity;

Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable for services provided in the normal course of business, net of trade discounts and volume rebates, and value added tax.

(a) Interest Income

Interest income is recognised on a time-proportion basis using the effective interest method.

(b) Management Income

Management fees are charged for services rendered to group Companies and are accrued when due payment or when services are rendered.

2.16 Operating and finance leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership.

Operating leases - lessee

Operating lease payments are recognised as an expense on a straight-line basis over the lease term.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

2.17 Employee benefits

(a) Bonus plans

The Company recognises a liability and expense for bonus payments based upon a percentage of employees' salaries. The Company recognises a provision where contractually obliged or where there is a past practice that has a constructive obligation.

(b) Defined contribution schemes

The Company operates defined contribution pension schemes. The assets of the schemes are held separately from those of the Company in an independently administered fund. The amounts charged against profits represent the contributions payable to the schemes in respect of the accounting period.

2.18 Financial risk management

Financial risk factors

The Company's activities expose it to a variety of financial risks: market risks (including foreign exchange risk, fair value interest rate risk and cash flow interest rate risk) liquidity risk and credit risk.

a) Market risk

(i) Foreign exchange risk

The Company's financial statements are expressed in USD but some portion of its business is conducted in other currencies. Changes in the exchange rates for such currencies into USD can increase or decrease revenues, operating profit, net earnings and the carrying values of assets and liabilities.

(ii) Cash flow and fair value interest rate risk

As the Company has no significant interest-bearing assets or liabilities, other than cash and cash equivalents, the Company's income and operating cash flows are substantially independent of changes in market interest rates. As part of Corporate Governance, the Company's risks are regularly reviewed by the Board of Directors and appropriate processes are in place to monitor and mitigate said risks.

At 31 December 2016, if interest rates earned on positive cash and bank balances (Note 9) increased/decreased by 1% with all other variables held constant, post tax profit for the year would have been US\$ Nil (year ended 31 December 2015: US\$ Nil) higher/lower. The Company had no long term interest bearing loans at year end.

(iii) Commodity price risk

The Company has no exposure to commodity price risk due to the nature of the Company's business.

(b) Liquidity risk

To manage liquidity risk the Company maintains sufficient cash and ensures the availability of funding from an adequate amount of committed credit facilities.

(c) Credit risk

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as exposure to customers, including outstanding receivables. For banks and financial institutions, only independently rated parties with a minimum rating of "A" are accepted. The assessment of the credit quality of customers takes into account financial position, past experience and other factors. The utilisation of credit limits is regularly monitored. The credit quality of the financial assets that are neither past due nor impaired are as disclosed in the statement of financial position and Notes 8 & 9.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

2 Accounting policies (continued)

Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

3 Critical accounting judgements and key sources of estimation uncertainty

Estimates and judgements 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.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, rarely equal the related actual results.

(a) Current and deferred tax

The Company prepares taxation figures based on information available at year end together with taxation legislation. These figures are however estimates, subject to final assessment by the tax authority.

(b) Estimates of useful life

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. Increasing an asset's expected life or its residual value would result in a reduced depreciation charge in the income statement. The useful lives and residual values of the assets are determined by management at the time the asset is acquired and reviewed annually for appropriateness.

(c) Provisions

The Company exercises judgement in measuring and recognising provisions. Provisions are measured at the directors' best estimates of the expenditure required to settle the obligation at the year end date, and are discounted to present value where the effect is material. Refer to Note 11 for further details on specific provision.

(d) Impairment of assets

Assets are tested for impairment when an event that might affect asset values has occurred. An impairment loss is recognised to the extent that the carrying amount cannot be recovered either by selling the asset or through the discounted future earnings from the assets. These figures are however, estimates, based on professional judgement and available information.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

4 New Standards and Interpretations

Recent Accounting Pronouncements

Pronouncements issued by the IASB or IFRIC that are applicable or consequential to the company are described below.

Pronouncements effective for annual periods beginning January 1, 2018:

IFRS 15 Revenue from Contracts with Customers

IFRS 15 is the culmination of a joint project between the IASB and the Financial Accounting Standards Board, the accounting standard setter in the U.S., to create a single revenue standard. The core principle of IFRS 15 is that an entity recognises revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The new standard moves away from a revenue recognition model based on an earnings process to an approach that is based on transfer of control of a good or service to a customer. Additionally, the new standard requires disclosures as to the nature, amount, timing and uncertainty of revenues and cash flows arising from contracts with customers. IFRS 15 shall be applied retrospectively to each period presented or retrospectively as a cumulative effect adjustment as of the date of adoption. We do not expect a material impact from the adoption of this standard.

IFRS 9 Financial Instruments

IFRS 9 replaces IAS 39 - Financial Instruments: Recognition and Measurement. The new standard addresses classification and measurement, impairment and hedge accounting.

Classification and measurement

The new standard requires the classification of financial assets based on business model and cash flow characteristics measured at either (a) amortized cost; (b) fair value through profit or loss; or (c) fair value through other comprehensive income or loss. For financial liabilities, the standard retains most of the IAS 39 requirements, but where the fair value option is taken, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income or loss rather than the income statement.

Impairment

Under the forward looking impairment model, expected credit losses are recognized as soon as a financial asset is originated or purchased, rather than waiting for a trigger event to record a loss.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

4 New Standards and Interpretations (continued)

Hedge accounting

The new standard more closely aligns hedge accounting with an entity's risk management activities. Specifically, the new standard (a) no longer requires the use of a specific quantitative threshold to determine if the hedging relationship is highly effective in order to qualify for hedge accounting; (b) removes restrictions that prevented some economically rational hedging strategies from qualifying for hedge accounting; and (c) allows purchased options, forwards and non-derivative financial instruments to be hedging instruments in applicable circumstances.

IFRS 9 shall be applied retrospectively to each period presented, subject to the various transition provisions within IFRS 9. We do not expect a material impact from the adoption of this standard.

IFRS 2 Share-based Payments

IFRS 2, Classification and Measurement of Share-based Payment Transactions, was amended to clarify the accounting for (a) the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments; (b) share based payment transactions with a net settlement feature for withholding tax obligations; and (c) a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity settled. We do not expect a material impact from the adoption of this standard.

IFRIC 22 Foreign Currency Transactions and Advance Consideration

IFRIC 22 clarifies the exchange rate to be used upon recognition of an asset, liability, expense or income in situations when a related advanced payment is disbursed or received. We do not expect a material impact from the adoption of this standard.

Pronouncement effective for annual periods beginning January 1, 2019:

IFRS 16 Leases

IFRS 16 introduces a single accounting model for leases. The standard requires a lessee to recognise right-of-use assets and lease liabilities on the statement of financial position for almost all leases having a term of more than 12 months. We are assessing the impact of the new standard on our consolidated financial statements.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

5 Property, plant and equipment

	Furniture, fittings and equipment \$	Office equipment \$	Assets under construction \$	Leasehold improvements \$	Other property, plant and equipment \$
Cost or valuation					
At 1 January 2015	211,647	58,271	48,295	106,041	491,644
Additions	-	-	636,981	18,592	32,196
Foreign exchange movements	(53,129)	(14,627)	(22,972)	(26,619)	(128,662)
At 31 December 2015	158,518	43,644	662,304	98,014	395,178
At 1 January 2016	158,518	43,644	662,304	98,014	395,178
Additions	-	-	-	1,267,754	502,152
Transfers	-	-	(311,874)	-	-
Foreign exchange movements	21,103	5,810	66,928	96,317	106,730
At 31 December 2016	179,621	49,454	417,358	1,462,085	1,004,060
Depreciation					
At 1 January 2015	174,911	38,020	-	49,880	427,571
Charge for year	12,013	17,277	-	9,645	48,994
Foreign exchange movements	(46,028)	(12,594)	-	(14,224)	(115,980)
At 31 December 2015	140,896	42,703	-	45,301	360,585
At 1 January 2016	140,896	42,703	-	45,301	360,585
Charge for the year	12,439	784	-	255,073	178,228
Foreign exchange movements	19,692	5,744	-	25,424	61,402
At 31 December 2016	173,027	49,231	-	325,798	600,215
Carrying amount					
At 31 December 2016	6,594	223	417,358	1,136,287	403,845
At 31 December 2015	17,622	941	662,304	52,713	34,593

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

5 Property, plant and equipment (continued)

	Total \$
Cost or valuation	
At 1 January 2015	915,898
Additions	687,769
Foreign exchange movements	<u>(246,009)</u>
At 31 December 2015	<u>1,357,658</u>
At 1 January 2016	1,357,658
Additions	1,769,906
Transfers	(311,874)
Foreign exchange movements	<u>296,888</u>
At 31 December 2016	<u>3,112,578</u>
Depreciation	
At 1 January 2015	690,382
Charge for year	87,929
Foreign exchange movements	<u>(188,826)</u>
At 31 December 2015	<u>589,485</u>
At 1 January 2016	589,485
Charge for the year	446,524
Foreign exchange movements	<u>112,262</u>
At 31 December 2016	<u>1,148,271</u>
Carrying amount	
At 31 December 2016	<u>1,964,307</u>
At 31 December 2015	<u>768,173</u>

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

6 Income Tax

Tax expense / (income) included in profit or loss

	2016 \$	2015 \$
Current tax		
Foreign tax suffered	259,769	167,198
Total current tax	259,769	167,198
Deferred tax		
Origination and reversal of timing differences	(30,402)	18,491
Total deferred tax	(30,402)	18,491
Total tax on profit or loss	229,367	185,689

Tax expense for the year is higher (2015: higher) than the standard rate of corporation tax in the UK for the year ended 31 December 2016 of 20% (2015: 20.25%).

The differences are reconciled below:

	2016 \$	2015 \$
Profit before tax	744,181	571,537
Profit multiplied by the standard rate of tax in the UK of 20% (2015: 20.25%)	148,836	115,717
Effect of overseas tax rates	57,071	43,806
Expenses not deductible	1,575	1,274
Other adjustments	21,885	24,892
Total tax charge	229,367	185,689

Any future income is expected to be taxed in South Africa. Accordingly, deferred tax is recognised at the main rate in South Africa of 28%.

The UK statutory tax rate for the current year is lower than the prior year due to changes in the UK Corporation tax rate which decreased from 21% to 20% from 1 April 2015. The main rate in South Africa has remained at 28% in both periods.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

6 Income Tax (continued)

The provision for deferred tax consists of the following deferred tax (assets)/liabilities:

Deferred tax (assets) / liabilities:

	Note	2016 \$	2015 \$
Employee bonuses and leave pay provisions		(125,903)	(84,052)
Dilapidations provision		(5,729)	(57,180)
Accrued severance		-	(114)
Deferred rent amortisation		<u>(40,115)</u>	<u>-</u>
		<u>(171,747)</u>	<u>(141,346)</u>

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

7 Available for sale investments

Name of company	Country of Incorporation	% holding 31 December 2016	% holding 31 December 2015	Carrying amount 31 December 2016 \$	Carrying amount 31 December 2015 \$
Infosight Ltd Limitada	Miraflores, #383, Floor 11, Santiago de Chile, 8320149, Chile	1.00%	1.00%	427	377
Global World-Check	The Thomson Reuters Building, 30 South Colonnade, Canary Wharf, London, United Kingdom, E14 5EP	0.01%	0.01%	-	-
Thomson Reuters International Services Private Limited*	8th Floor, 'A' Wing, Prism Tower, MindSpace, Off New Link Road, Georgegon (W), Mumbai, 400062, India	0%	0.02%	-	480
				<u>427</u>	<u>857</u>

*formerly known as IntegraScreen Services Pvt Ltd

During the year investment in this entity has been transferred to a fellow group undertaking for no consideration.

The Loss on Investment of \$480 pertains to the transfer of shares invested in Thomson Reuters International Services Private Limited to Global World Check for no consideration.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

8 Other receivables

	2016 \$	2015 \$
Other debtors	17,279	229
Deposits	44,353	58,921
Amounts owed by fellow group undertakings	12,506,269	9,574,448
Other taxes and social security	<u>406,471</u>	<u>-</u>
	<u><u>12,974,372</u></u>	<u><u>9,633,598</u></u>

The fair value of receivables approximates their carrying value.

Amounts owed by fellow group undertakings are unsecured, non-interest bearable and repayable on demand except a loan granted to a group undertaking of US\$ 336,873 (2015: US\$ 193,898), which accrues an interest equal to the greater of 0.25% and the one month Rand (ZAR) Johannesburg Inter Bank Offered Rate quoted by a recognised financial data provider on the first day of each month plus a margin of 0.125%.

9 Cash and cash equivalents

	2016 \$	2015 \$
Bank balances	<u>306,403</u>	<u>335,180</u>

Credit quality of cash at bank and short term deposits, excluding cash on hand

The credit quality of cash at bank and short term deposits, excluding cash on hand that are neither past due nor impaired can be assessed by reference to external credit ratings or historical information about counterparty default rates:

	2016 \$	2015 \$
BB+ Rating	<u>306,403</u>	<u>335,180</u>

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

10 Share capital

Allotted, called up and fully paid shares

	2016		2015	
	No.	\$	No.	\$
Ordinary shares £1 of \$1.96 each	56,701	111,285	56,701	111,285

11 Provisions

	2016	2015
	\$	\$
Opening balance	204,214	229,516
Charge for the year	66,970	119,233
Translation	41,857	(144,535)
Balance as at end of year	<u>313,041</u>	<u>204,214</u>

Provision is made for estimated cost of leasehold improvements dilapidations, which arise when the Company agrees to restore a leased property to a specified condition at the completion of the lease period. In 2016, the old lease expired and consequently a new lease was entered into by the Company for its principal place of business as listed in the Director's Report. The 2016 dilapidation provision relates entirely to this lease.

12 Trade and other payables

	2016	2015
	\$	\$
Trade creditors	138,330	213,207
Leave pay accrual	98,972	49,148
Bonus accrual	344,070	238,140
Accruals and other payables	314,330	845,955
Amounts owed to fellow group undertakings	<u>8,794,097</u>	<u>4,447,078</u>
	<u>9,689,799</u>	<u>5,793,528</u>

Amounts owed to fellow group undertakings are unsecured, non-interest bearing and repayable on demand. The carrying amount of trade and other payables approximates their fair values, given their short term nature.

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

13 Revenue

The analysis of the Company's revenue for the year is as follows:

	2016	2015
	\$	\$
Management fees	<u>9,262,306</u>	<u>6,840,790</u>

Management fees are charged for services rendered to group Companies and are accrued when due for payment or when the services are rendered.

14 Expenses by nature

	2016	2015
	\$	\$
Employee benefit expense (Note 16)	6,460,526	4,377,553
Communication	208,475	325,447
Operating lease payment expense	570,076	215,659
Travel expenses	120,351	62,318
Depreciation	449,434	87,929
Other expenses	<u>698,398</u>	<u>1,187,177</u>
	<u>8,507,260</u>	<u>6,256,083</u>

15 Finance costs

	2016	2015
	\$	\$
Finance costs		
Group companies	(1,338)	(20,401)
Interest expense	<u>(9,047)</u>	<u>7,231</u>
Total finance costs	<u>(10,385)</u>	<u>(13,170)</u>

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

16 Employee benefit expense

The aggregate payroll costs (including directors' remuneration) were as follows:

	2016 \$	2015 \$
Salaries	4,632,945	3,213,172
Bonus	504,150	204,598
Pension costs, defined contribution scheme	381,784	327,001
Other employee cost	941,647	632,782
	<u>6,460,526</u>	<u>4,377,553</u>

The average monthly number of persons employed by the Company (including directors) during the year, was as follows:

	2016 No.	2015 No.
Average number of employees	<u>228</u>	<u>180</u>

17 Contingencies and commitments

The Company has no contingent liabilities arising in the ordinary course of business.

The Company enters into operating leases in the ordinary course of business, primarily for office space. Payments for these leases are contractual obligations as scheduled per each agreement. Operating lease payments in 2016 were \$570,076 (2015: \$215,659). The future aggregate minimum lease payments under operating leases are as follows:

	2016 \$	2015 \$
Minimum lease payments due		
- within one year	366,944	356,934
- in second to fifth year	1,325,306	1,883,270
- over five years	-	44,146
	<u>1,692,250</u>	<u>2,284,350</u>

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

18 Reconciliation of Profit before tax to cash generated from operations

	2016 \$	2015 \$
Profit before taxation	744,182	571,537
Adjustments:		
Depreciation and amortisation	446,523	87,929
Interest received	(894)	(7,231)
Interest paid	11,280	20,401
Unrealised gain on ARO	33,615	-
Other losses / (gains)	480	-
Changes in working capital:		
Trade and other receivables	(3,003,899)	(856,657)
Trade and other payables	3,896,270	204,023
Effect of exchange rate movement on working capital	(343,898)	1,185,190
	<u>1,783,659</u>	<u>1,205,192</u>

19 Related party transactions

Amounts owed by fellow group undertakings

	2016 \$	2015 \$
Thomson Reuters Global Resources unlimited Company	-	1,871,091
Thomson Reuters (Professional) UK Limited	-	10,164
Thomson Reuters Canada Limited	58,243	38,673
Thomson Reuters (GRC) Inc	10,519,679	6,356,440
Thomson Reuters (Markets) SA (Trading)	-	7,152
Thomson Reuters (Markets) Deutschland GmbH	194,905	86,361
Thomson Reuters Markets KK	17,445	9,729
Thomson Reuters (Markets) Australia Pty Limited	73,995	15,471
Reuters Limited	<u>1,642,002</u>	<u>1,179,367</u>
	<u>12,506,269</u>	<u>9,574,448</u>

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

19 Related party transactions (continued)

Amounts owed to fellow group undertakings

	2016 \$	2015 \$
TR Organisation Limited	630	97
Thomson Reuters Asia Pte Limited	276	281
Thomson Reuters (Markets) SA	74,936	12,110
Thomson Reuters France	809	833
Thomson Reuters (Markets) SA SouthAfrica	1,724,697	908,943
West Publishing Corporation	2,271	675
Thomson Reuters (Professional) UK Limited	6,981,276	3,524,139
Thomson Reuters Global Resources unlimited company	8,487	-
Thomson Reuters Corporation	715	-
	<u>8,794,097</u>	<u>4,447,078</u>

Administration fees received from related parties

	2016 \$	2015 \$
Thomson Reuters France, SAS	-	441
Thomson Reuters Global Resources unlimited company	630,336	467,427
Thomson Reuters Canada Limited	19,570	20,924
Thomson Reuters (GRC) Inc.	4,163,239	4,078,318
Reuters Limited UK	3,970,596	3,093,852
Thomson Reuters (Professional) UK Limited	303,781	(929,893)
Thomson Reuters (Markets) SA (Main Dist)	-	(1,840)
Thomson Reuters Markets KK	7,716	9,729
Thoms Reuters (Markets) Australia Pty Limited	58,524	15,471
Thomson Reuters(Markets)Deutschland GmbH	108,544	86,361
	<u>9,262,306</u>	<u>6,840,790</u>

Compensation of key management personal

None of the directors had any beneficial interest in the share capital of the Company or an interest in any transaction or arrangements with the Company which require disclosure. None of the directors received any payment for their services as directors of the company (2015: US\$ nil).

Global World-Check Holdings (Nominee) Limited

Notes to the Financial Statements for the Year Ended 31 December 2016 (continued)

20 Directors' remuneration

No emoluments were paid to the directors during the year (2015: US\$ nil). All directors' emoluments relating to the directors of this Company was paid by group companies.

21 Auditors' remuneration

The auditors' remuneration (relating to audit services) is £ 32,222 (2015: £31,680) and is paid by a fellow group undertaking and is not recharged to the Company.

22 Parent and ultimate parent undertaking

The Company's immediate parent company is Global World-Check Holdings Limited. Within the meaning of the Companies Act 2006 ("CA 2006"). Thomson Investment Limited is regarded by the Directors of the Company as being the Company's ultimate parent company and controlling party. Within the meaning of CA2006, Thomson Reuters Corporation ("Thomson Reuters") is the parent undertaking of the only group of undertakings for which group financial statements were drawn up and of which the Company was a member for the year ended 31 December 2016. Thomson Reuters are incorporated under the laws of the Province of Ontario, Canada. The address of the ultimate parent's registered office is Bay Adelaide Centre, 333 Bay Street, Suite 400, Toronto ON M5H 2R2, Canada.

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