

**Exhibit E**

**Information Concerning Ownership and Control**

This application seeks FCC consent for a *pro forma* transfer of control of Reuters America LLC (“Reuters America”), the holder of FCC authorizations for the use of three private, non-common carrier Earth stations in the United States. Specifically, this application relates to Earth station call signs: E4309 (Smithtown, NY); E950436 (Hauppauge, NY); and E930235 (Washington, DC). For the reasons described below, this application may not be required, but Reuters America files it in an abundance of caution.

**I. *Background***

On April 17, 2008, in a transaction involving the acquisition of Reuters Group PLC (“Reuters”) by The Thomson Corporation (“Thomson”), a transfer of control occurred over Reuters America, an indirect subsidiary of Reuters, from the then-shareholders of Reuters to The Woodbridge Company Limited (“Woodbridge”), the Thomson family holding company that became the controlling shareholder of the unified group known as Thomson Reuters. This transaction was effectuated pursuant to prior FCC consent via transfer applications SES-T/C-20070921-01430 and SES-T/C-20070921-01431 (the “2008 Transfer Applications”). On August 18, 2008, Reuters America duly notified the Commission that the transaction had been consummated as approved.<sup>1</sup>

The 2008 Transfer Applications provided detailed ownership and other information concerning the transaction, including the following:

- **Information Concerning the Transferee, Woodbridge**, a private company incorporated in Ontario, Canada, which, by virtue of the economic and voting interest acquired in Thomson Reuters became the controlling shareholder of the enterprise.
- **Detailed information concerning the entities that would hold direct and indirect ownership and voting interests in Reuters America.** Specifically, Attachment C to the 2008 Transfer Applications provided a table describing each entity with applicable ownership/voting interests in the chain of ownership between Woodbridge, the party that would hold

---

<sup>1</sup> See letters of Raymond G. Bender, Jr., counsel for Reuters America, to Marlene H. Dortch, FCC Secretary, dated April 18, 2008.

ultimate control of the enterprise, and Reuters America, the FCC licensee, including each entity's address, citizenship, type of business, and applicable ownership interest. The relationships between each of these entities also were depicted on a chart provided in Attachment D to the 2008 Transfer Applications.

- **A description concerning the adoption by Thomson Reuters of the Reuters Trust Principles and the Reuters Founders Share Company structure**, which are designed to preserve independence, integrity and freedom from bias in the gathering and dissemination of news and information.

The information reported in the 2008 Transfer Applications concerning Woodbridge remains the same today in all relevant and material respects, and Woodbridge retains its controlling interest in Thomson Reuters, including (indirectly) in FCC licensee Reuters America. Moreover, the Reuters Trust Principles and the Reuters Founders Share Company also currently remain in effect.<sup>2</sup> In the interim, however, a number of minor, *pro forma* changes have occurred with respect to the entities holding direct or indirect ownership and control in Reuters America (each of which has been approved by the Commission), as follows:

- The addition of a new intermediate holding company, Thomson Reuters No. 8 Inc., in the chain of ownership between Woodbridge, the party holding ultimate control of the enterprise, and Reuters America, the FCC licensee, pursuant to SES-T/C-20090616-00738.
- The liquidation of another intermediate holding company, Canvas Holdings Limited ("CHL"), thereby removing CHL from the Reuters America ownership chain, pursuant to SES-T/C-20090616-00738.
- The merger of another entity, Thomorg Sarl, and its consequent removal from the Reuters America ownership chain, pursuant to SES-T/C-20090616-00738.
- Steps implemented to convert Thomson Reuters from a dual listed company ("DLC") structure to a traditional single parent company structure (referred to as "DLC unification"), pursuant to SES-T/C-20090724-00913.

---

<sup>2</sup> As reported in a recent *pro forma* transfer application (SES-T/C-20090724-00913), the Reuters Founding Share Company now holds its single share in Thomson Reuters Corporation for the purpose of safeguarding the Reuters Trust Principles.

**Reuters America LLC**  
***Pro Forma* Transfer of Control**  
**FCC Form 312**  
**Schedule A, Item 20**  
**March 2014**

- The substitution of Thomson Reuters Investment Holdings Limited in the place of Thomson Reuters PLC in the Reuters America control chain, pursuant to SES-T/C-20091023-01350.
- The merger of Thomson Reuters U.S.A. Inc. into its parent company, Thomson Reuters U.S. Holdings Inc., removing Thomson Reuters U.S.A. Inc. from the Reuters America control chain, pursuant to SES-T/C-20101207-01514.
- The merger of Thomson Reuters U.S. Holdings Inc. into its parent company, LiveNote, Inc., pursuant to SES-T/C-20110711-00808.
- The merger of TR International Holdings S.a.r.l. into its parent, Thomson Reuters Finance S.A., pursuant to SES-T/C-20121112-01009.<sup>3</sup>
- The mergers of Thomcorp Holdings Inc., into its parent, Thomson Financial Holdings Inc., followed by the merger of Thomson Financial Holdings Inc. into its parent, Thomson Reuters Organization Corp., pursuant to SES-T/C-20121206-01072.<sup>4</sup>
- The merger of Thomson Reuters Organization LLC with and into its parent company, Thomson Reuters U.S. LLC, pursuant to SES-T/C-20131205-01172.<sup>5</sup>

Attached hereto, for the convenience of the Commission, is a copy of Attachment D reflecting the current Thomson Reuters control structure, as reported to the Commission on December 5, 2013.

## **II. *The Proposed Pro Forma Transaction***

This application seeks FCC consent to the amalgamation and continuation under Nova Scotia law of two companies in the ownership chain of Reuters America – 1602854 Ontario Limited and 3097052 Nova Scotia Company – into one company under the name 3276838 Nova Scotia Company. This amalgamation and continuation was accomplished in two steps.

---

<sup>3</sup> See File No. SES-T/C-20121112-01009. Consummation of this *pro forma* transfer of control was reported to the Commission on Nov. 30, 2012. See File No. CONSMT2012113000057.

<sup>4</sup> See File No. SES-T/C-20121206-01072. All of the steps required for this *pro forma* transfer of control were completed on December 26, 2012, and consummation of the transaction has been reported to the Commission.

<sup>5</sup> See File No. SES-T/C-20131205-01172. Consummation of this *pro forma* transfer of control was reported to the Commission on January 2, 2014. See File No. CONSMT2014010200002.

**Reuters America LLC**  
***Pro Forma* Transfer of Control**  
**FCC Form 312**  
**Schedule A, Item 20**  
**March 2014**

The first step was the conversion of 1602854 Ontario Limited, which formerly was governed by the laws of Ontario, into a Nova Scotia company under the name 3276853 Nova Scotia Limited, which took place on December 18, 2013. This conversion continued the corporate existence of the Ontario entity, and so did not require FCC approval.

The second step was the amalgamation and continuation of 3276853 Nova Scotia Limited (the former 1602854 Ontario Limited) and 3097052 Nova Scotia Company as one company under the name 3276838 Nova Scotia Company. This took place on January 1, 2014. Under Nova Scotia law, the amalgamation of these two companies continues the existence of both companies, but as a single entity. As a consequence of the amalgamation, Thomson Reuters Corporation, which previously held 100% of 1602854 Ontario Limited indirectly, now holds 100% of 3276838 Nova Scotia Company, and 3276838 Nova Scotia Company now holds 100% of the voting shares of Thomson Reuters Canada Limited. (The Woodbridge Company Limited, which previously held 100% of the non-voting Class A preferred shares of Thomson Reuters Canada Limited, continues to hold those shares.)

The Thomson Reuters Control Structure following this transaction is depicted on a *new* Attachment D (March 2014) attached hereto. Also attached hereto is a new Attachment C describing the relationships between the entities having direct and indirect ownership interests in Reuters America following the amalgamation and continuation.

As noted above, under Nova Scotia law the amalgamation and continuation of 3276853 Nova Scotia Limited and 3097052 Nova Scotia Company did not extinguish the existence of either company, but instead continued their corporate personalities as a single company. Given this continued existence, Thomson Reuters submits that no transfer of control took place as a result of the amalgamation and continuation of these two companies.

However, to the extent that the Commission deems the amalgamation and continuation to constitute a transfer of control, Reuters America seeks *nunc pro tunc* consent to the amalgamation. Given the nature of an amalgamation under Nova Scotia law, Reuters America did not understand this action to constitute a transfer of control under the Commission's rules and consequently did not seek prior consent. Nevertheless, this minor transaction does not involve a substantial change in ownership or control of the licensee and is entirely *pro forma* in nature. Indeed, Woodbridge is the controlling shareholder of Thomson Reuters prior to the proposed transaction, and Woodbridge will retain its controlling interest in Thomson Reuters thereafter, including (indirectly) in FCC licensee Reuters America. Accordingly, to the extent that the Commission concludes that approval is required, Reuters America respectfully requests that this application not be

**Reuters America LLC**  
***Pro Forma* Transfer of Control**  
**FCC Form 312**  
**Schedule A, Item 20**  
**March 2014**

placed on public notice prior to FCC grant since *pro forma* transactions not involving a substantial change in ownership or control are exempt from public notice requirements.<sup>6</sup>

Thomson Reuters respectfully asks that the Commission, to the extent it concludes that approval is required, grant this *pro forma* transfer application as soon as possible.

---

<sup>6</sup> See 47 U.S.C. § 309(c)(2)(B) (eliminating thirty-day notice period for non-substantial transactions); and 47 C.F.R. § 25.151(c)(5) (providing that public notice will not be required for transactions that do not involve a substantial change in ownership or control).

**Entities with Ownership Interests in Reuters America**

The following entities will have direct and indirect ownership interests in Reuters America. The relationships between these entities are shown in the chart in Attachment D and, where applicable, the abbreviation used for each entity on that chart is shown in parentheses following the entity's name below. Except where indicated, all ownership interests reflect both voting and equity.<sup>1</sup>

<b>Entity</b>	<b>Address</b>	<b>Citizenship</b>	<b>Business</b>	<b>Interest</b>
The Woodbridge Company Limited ( <i>Woodbridge</i> )	65 Queen Street West Suite 2400 Toronto ON M5H 2MA, Canada	Canada	Holding company	Approx. 55% of Thomson Reuters Corporation <sup>2</sup>
Thomson Reuters Corporation ( <i>TR Corp</i> )	Bay Adelaide Centre 333 Bay Street Suite 400, Mailbox 11 Toronto, ON M5H2R2 Canada	Canada	Holding company	100% of 3276838 Nova Scotia Company
3276838 Nova Scotia Company ( <i>New NSULC</i> )	Bay Adelaide Centre 333 Bay Street Suite 400, Mailbox 11 Toronto, ON M5H2R2 Canada	Canada	Holding company	100% of the voting shares of Thomson Reuters Canada Limited; The Woodbridge Company Limited holds 100% of the non-voting Class A preferred shares of Thomson Reuters Canada Limited.

<sup>1</sup> All of the interests reported are as of the date of filing of this application. It is possible that there will be minor changes that do not affect control of Reuters America between the time of the application and the completion of the reorganization. Any change that is relevant to the transaction described in this application will be reported to the Commission through an amendment to the application.

<sup>2</sup> Woodbridge holds its approximately 55% interest in Thomson Reuters Corporation either directly or through affiliates or wholly-owned subsidiaries, with the following wholly-owned subsidiary holding a 10% or greater interest in Thomson Reuters Corporation: 1683560 Ontario Limited (21.75%), which is an Ontario company whose address is the same as the address shown for Woodbridge, and 1908720 Ontario Limited (22.83%), which is an Ontario company whose address is the same as the address shown for Woodbridge. 1908720 Ontario Limited formerly was known as 1645425 Ontario Limited prior to an amalgamation that did not affect its ownership or control.

**Reuters America LLC  
FCC Form 312  
Schedule A, Item A20  
March 2014**

<b>Entity</b>	<b>Address</b>	<b>Citizenship</b>	<b>Business</b>	<b>Interest</b>
Thomson Reuters Canada Limited ( <i>TRCL</i> )	Bay Adelaide Centre 333 Bay Street Suite 400, Mailbox 11 Toronto, ON M5H2R2 Canada	Canada	Holding company	100% of Thomson Reuters Holdings S.A.
Thomson Reuters Holdings S.A. ( <i>TRHSA</i> )	7 Boulevard Royal, L2449 Luxembourg	Luxembourg	Holding company	100% of Thomson Reuters Finance SA
Thomson Reuters Finance SA ( <i>TRFSA</i> )	7 Boulevard Royal, L2449 Luxembourg.	Luxembourg	Holding company	100% of Thomson Reuters Investment Holdings Limited
Thomson Reuters Investment Holdings Limited	One Bishops Square London E1 6AD England	England and Wales	Holding company	99.67% of the voting shares of TR (2008) Limited.
TR Investment Company Limited ( <i>TR Investments Co. Ltd</i> )	Aldgate House 33 Aldgate High Street London EC3N 1DL England	England and Wales	Holding company	Holds the remaining 0.33% of the voting shares and 58.007% of the equity of TR (2008) Limited.
TR (2008) Limited	Aldgate House 33 Aldgate High Street London EC3N 1DL England	England and Wales	Holding company	100% of the voting shares and equity of TR Holdings Limited.
TR Holdings Limited ( <i>TRHL</i> )	Clarendon House 2 Church Street Hamilton, HM 11 Bermuda	Bermuda	Investment holding company	100% of LN Holdings Limited. TR Holdings Limited also holds non-voting preferred shares in LN Holdings Limited.
LN Holdings Limited ( <i>LN Holdings</i> )	Clarendon House 2 Church Street Hamilton, HM 11 Bermuda	Bermuda	Investment holding company	100% of LiveNote Technologies Limited

**Reuters America LLC  
FCC Form 312  
Schedule A, Item A20  
March 2014**

<b>Entity</b>	<b>Address</b>	<b>Citizenship</b>	<b>Business</b>	<b>Interest</b>
LiveNote Technologies Limited (LNUK)	Aldgate House 33 Aldgate High Street London EC3N 1DL England	England	Transcript and evidence management software provider	100% of LiveNote Inc.
LiveNote Inc. (LNUS)	221 Main Street, Suite 1250, San Francisco, CA 94105	Delaware	Holding company	100% of Thomson Reuters No. 4 Inc.
Thomson Reuters No. 4 Inc. (TR No. 4 Inc.)	One Station Place Stamford, CT 06902	Delaware	Holding company	100% of the voting common of Thomson Reuters No. 5 LLC.; TR Organization 2 (TR02) holds non-voting preferred shares in Thomson Reuters No. 5 LLC. <sup>3</sup>
Thomson Reuters No. 5 LLC (TR No. 5 LLC)	One Station Place Stamford, CT 06902	Delaware	Holding company	100% of Thomson Reuters (TRI) Inc.
Thomson Reuters (TRI) Inc. (TR (TRI) Inc.)	One Station Place Stamford, CT 06902	Delaware	Holding company	100% of TR U.S. Inc.
TR U.S. Inc.	One Station Place Stamford, CT 06902	Delaware	Holding company	100% of Thomson Reuters No. 8 LLC
Thomson Reuters No. 8 LLC (TR No. 8 LLC)	One Station Place Stamford, CT 06902	Delaware	Holding company	100% of Thomson Reuters U.S. LLC
Thomson Reuters U.S. LLC	One Station Place Stamford, CT 06902	Delaware	Holding company	100% Thomson Reuters (Markets) LLC
Thomson Reuters (Markets) LLC	Thomson Reuters 3 Times Square New York, NY 10036	Delaware	Legal, financial and professional publishing and services	100% of Reuters America LLC

<sup>3</sup> TR02, an indirect subsidiary of Thomson Reuters Corporation, is a U.K. holding company located at Aldgate House, 33 Aldgate High Street, London, EC3N 1DL, England.

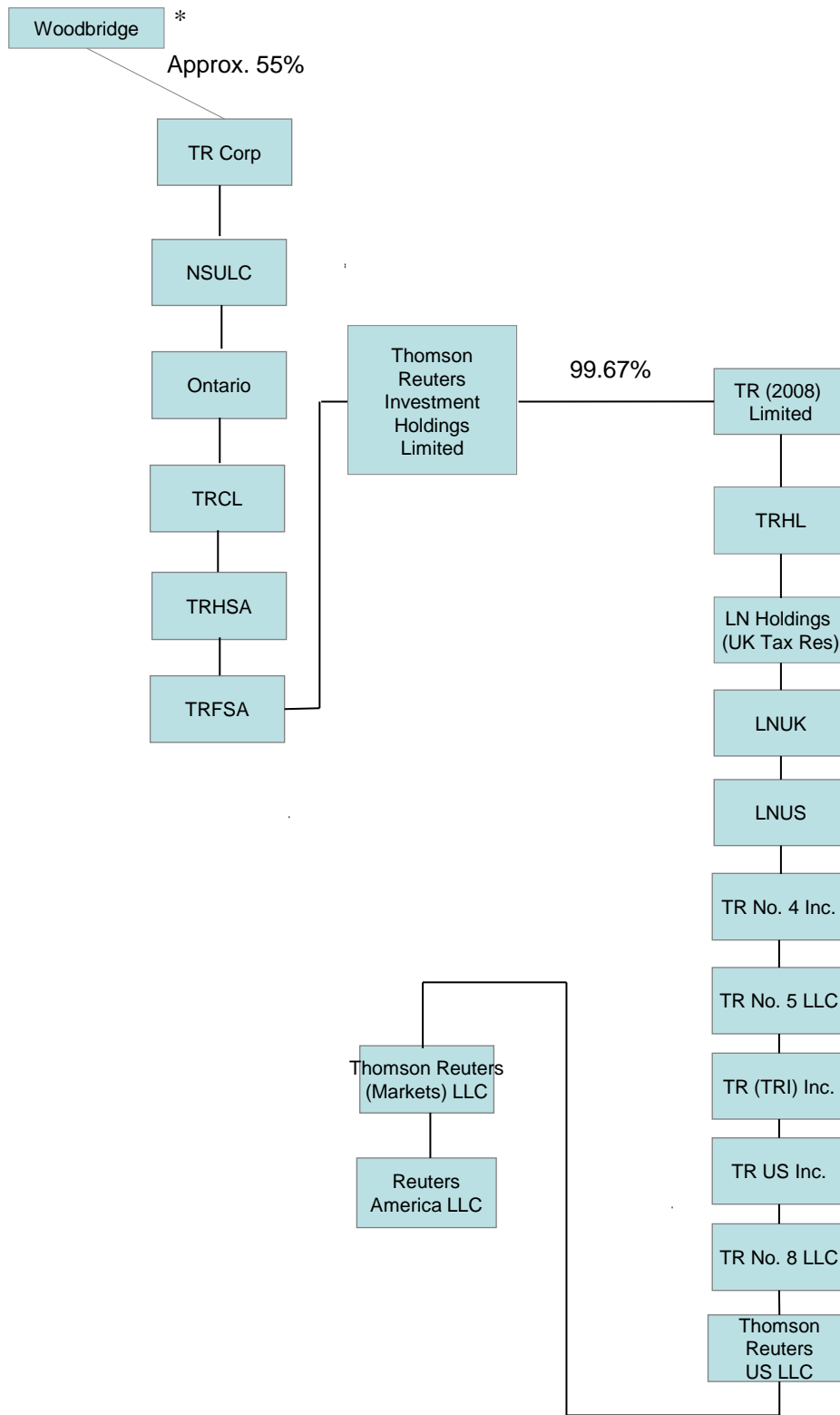




**Attachment D**  
**December, 2013**

**Thomson Reuters**  
**Control Structure**

All voting interests reflected on this chart are 100% unless otherwise indicated.

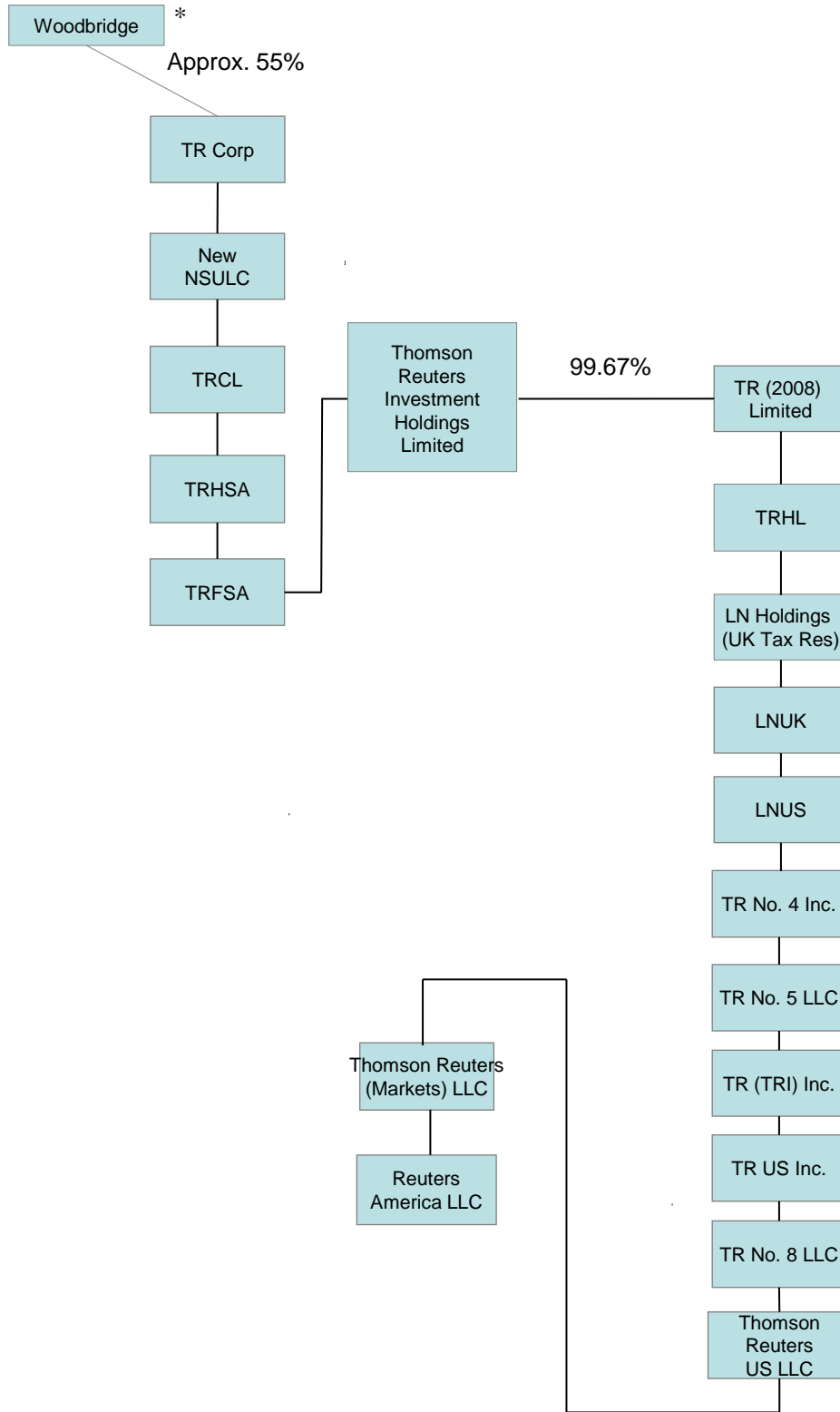


\* **Note:** Woodbridge holds its 55% interest in Thomson Reuters Corporation either directly or through affiliates or wholly-owned subsidiaries, with the following wholly-owned subsidiaries holding a 10% or greater interest in Thomson Reuters Corporation: 1683560 Ontario Limited (21.58%) and 1645325 Ontario Limited (22.66%). See Attachment C for further details.

**Attachment D**  
**March, 2014**

**Thomson Reuters**  
**Control Structure**

All voting interests reflected on this chart are 100% unless otherwise indicated.



\* **Note:** Woodbridge holds its 55% interest in Thomson Reuters Corporation either directly or through affiliates or wholly-owned subsidiaries, with the following wholly-owned subsidiaries holding a 10% or greater interest in Thomson Reuters Corporation: 1683560 Ontario Limited (21.75%) and 1908720 Ontario Limited (formerly 1645425 Ontario Limited (22.836%)). See Attachment C for further details.