



ASPIRATION STATEMENT

To be the leading regional corporation with global reach serving as the most credible and authoritative source of news, information and entertainment in and of the Caribbean.

To take the leadership role in the development of the media industry by:

- Zealously guarding and advocating the Freedom of the Press/Media.
- Observing and promoting the highest professional standards.
- Providing training and development opportunities for media personnel.

To be an exemplary employer.

To make sound investments in diverse businesses that will provide for the leveraging of the Group's assets and competencies and the creation of shareholder value.

To take a leadership role in corporate social responsibility initiatives in the region.



TABLE OF CONTENTS

Corporate Information Page 3

The Brands Page 4

Chairman’s Statement..... Page 6

Group Chief Executive Officer’s Statement..... Page 8

Meet Our Newest Team Members..... Page 10

OCM CSR Initiatives 2017 Page 12

Board of Directors Page 16

Corporate Governance Page 19

Organisational Chart and Executive Team Page 21

Directors’ Report Page 23

Directors’ and Senior Officers’ Interests and Major Shareholders Page 24

Statement of Management’s Responsibilities Page 26

Independent Auditor’s Report..... Page 27

Consolidated Balance Sheet..... Page 34

Consolidated Statement of Profit or Loss Page 35

Consolidated Statement of Other Comprehensive Income Page 36

Consolidated Statement of Changes in Equity..... Page 37

Consolidated Statement of Cash Flows..... Page 38

Notes to the Consolidated Financial Statements Page 39

Notice of Meeting Page 84

Proxy Form Page 85

CORPORATE INFORMATION

HEAD OFFICE

Express House
 35 Independence Square, Port of Spain
 Trinidad and Tobago
 Tele: 868-623-1711-8, 868-627-8806
 Fax: 868-627-2721

SECRETARY

Karlene Ng Tang
 35 Independence Square, Port of Spain
 Trinidad and Tobago

REGISTRAR

The Trinidad and Tobago Central
 Securities Depository Limited
 10th Floor, Nicholas Towers,
 63-65 Independence Square
 Port of Spain, Trinidad and Tobago

ATTORNEYS-AT-LAW

Juris Chambers
 39 Richmond Street
 Port of Spain
 Trinidad and Tobago

Sir Henry deB. Forde, Q.C.
 Juris Chambers, Parker House, Wildey,
 St. Michael, Barbados

Carrington & Sealy
 Cor. Belmont House, Belmont Road
 St. Michael, Barbados

AUDITORS

PricewaterhouseCoopers
 11-13, Victoria Avenue, Port of Spain,
 Trinidad and Tobago

NO. OF EMPLOYEES

805

BOARD OF DIRECTORS

CHAIRMAN

Mr. Faarees Hosein

DIRECTORS

Mrs. Dawn Thomas

Dr. Grenville Phillips

Mr. Harold Hoyte

Mr. Michael Carballo

Mr. Peter G. Symmonds Q.C.

Mr. Anthony Shaw

Mr. Gregory Thomson

Mr. Douglas Wilson



BROADCAST - RADIO



THE BRANDS



PRINT



The Nation Publishing Co. Limited



Trinidad Express Newspapers

BROADCAST - TELEVISION



CABLE & BROADBAND

RENEWABLE ENERGY



VIDEO PRODUCTION, PRINTING & DESIGN



DIGITAL MEDIA



NOVO Media



DISTRIBUTION



CHAIRMAN'S STATEMENT

Due to continued challenges in the region and the markets in which we operate our investment strategy has had to be cautious.

Trinidad and Tobago and Barbados, our primary business centres have been in recession for over 24 months.

Despite these constraints the OCM Group continues to deliver reasonable results.

During the year Group revenues of \$442 million (US\$65 million) decreased from the \$466 million (US\$68.5 million) in 2016.

OCM's profit before tax for the year of TT\$72.5 million (US\$10.6 million) was less than the TT\$86.5 million (US\$12.7 million) in 2016.

The economic challenges are expected to persist but our companies continue to review their strategies and make the necessary adaptations to deliver value for all stakeholders. In so doing, the OCM Group remains market leaders in print, television, radio and digital media.

In February 2017, OCM concluded its acquisition of a controlling interest in Green Dot Limited, a Broadband and Cable TV service provider, as part of the Group's selective diversification thrust adopted in order to leverage the competencies and assets of the OCM Group to create shareholder value.

Trinidad Express Newspapers celebrated its Golden Anniversary last June; the first edition of the Daily Express hit the streets on June 6, 1967 and to this day it continues to be fearless in its reporting. We remain grateful to all team members, over the years and those who now continue to contribute to the newspaper's striving for excellence.

The Group continues to give assistance to several sporting, cultural and educational causes in the region. These include the longstanding Express Children's Fund which provides aid to primary and secondary school students in Trinidad and Tobago, the Bocas Prize for Caribbean Literature and the Annual "Funathlon" in Barbados.

Our scholarships, made in alternate years, for Journalism (in honour of Mr Harold Hoyte, co-founder of Nation Newspaper) and Business Studies (in

honour of Mr Vernon Charles, one of the founders of Trinidad Express Newspapers) are still granted. This year the next scholarship to be awarded will be in Business Studies.

This year Mr. Harold Hoyte's term of office will come to an end and on behalf of the Board I thank Mr. Hoyte for his immense contribution to the growth and stability of the OCM Group.

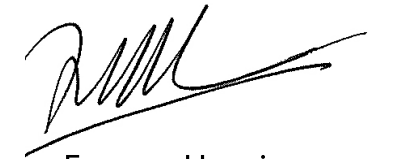
At the upcoming Annual Meeting, your directors also take great pleasure in recommending the re-election of Dr. Grenville Phillips and Mr. Gregory Thomson for terms not exceeding the first and third Annual Meetings respectively following this re-election.

On behalf of the Board of Directors I take this opportunity to thank management and staff across the OCM Group for their sterling contribution in a year filled with challenges. Our readers, viewers, listeners, advertisers and customers continue to support us, for which we are grateful. We are also appreciative of our shareholders who maintain strong loyalty to the OCM vision.

Your Directors have approved a final dividend of \$0.40 per share bringing the

total dividend declared for the year to \$0.67.

The Annual Meeting has been scheduled for Thursday June 7th, 2018 at 10:00 a.m. at Express House, 35 Independence Square, Port of Spain.



Faarees Hosein
Chairman
One Caribbean Media Limited

MR. FAAREES HOSEIN
CHAIRMAN

GROUP CHIEF EXECUTIVE OFFICER'S STATEMENT

The Group was able to deliver a satisfactory performance despite the challenging economic environment and business disruptors faced. Revenues of TT\$442M decreased by 5% from TT\$466M achieved in the prior year while Profit of TT\$52.4M declined by 6%. A Goodwill Impairment charge of \$7M was incurred by our Distribution business mainly due to a steep decline in Retail demand which directly impacted Sales. The Group's Earnings/Share were TT\$0.69 compared with TT\$0.82 in 2016. However, we were still able to achieve a healthy profit margin of 16%.

Our Trinidad based Media business was able to perform reasonably well as a result of the restructuring efforts and cost management strategies implemented in 2016. Management recognises however that this industry is in transition and as such further steps are being taken to achieve not only greater efficiencies but to ensure that we continue to be relevant to all our audiences on the traditional, digital and social media platforms.

We are very encouraged by the growth that continues to be delivered by our Digital Media Company, Novo Media. This year the company was able to achieve 24% growth on its profit contribution building on its prior year growth of 45%. The Novo team has been keeping abreast of the market trends and developments and developing innovative digital solutions for their customer base. As such, we are confident that our strategy to fully embrace this new platform and seek out enthusiastically the opportunities presented will deliver the targeted results.

Our selective diversification strategy also continues to bear fruit with our Non-Media investments making

an Operating Profit contribution (excluding Goodwill Impairment and Tax) of \$16M which represents growth of 51% over prior year. Positively, Green Dot, our Cable and Broadband company, was able to make a material profit contribution to the Group's performance this year and has clearly defined a path for future growth. In Barbados, our Renewable Energy company had a good year and was able to make a positive profit contribution.

Shared Services and Talent Leveraging

The Group continued to transition its operations in response to changes in the market and to be better positioned to embrace the new opportunities being presented. As such, in addition to the restructuring efforts, the Group has been actively pursuing the implementation of a Shared Services Model and the identification of key talent that could be better leveraged across Business Units. These initiatives are expected to not only yield further cost savings and efficiencies for the Group but will allow for greater agility and better returns on all our investments.

We have researched international best practices and looked at companies that have already successfully taken this path to ensure that not only is there a clear understanding of the preferred roll-out methodology but we are able to set realistic goals for these initiatives.

Successes in 2017

There is no disputing the difficult economic environment faced by the Group in 2017. However, there were noteworthy successes that will auger well for the Group in the future which include:

1. Novo Tech, which the Group has a significant investment (40%) was able to attain contracts from the Airport Authority of Trinidad and Tobago for the supply of both the Immigration Kiosks and the carpark upgrade.
2. The newest acquisition, Green Dot, was able to deliver a material profit contribution.

3. Novo Media (Software developer/Digital media) was able to grow its profit contribution by 24%.
4. The Trinidad Radio Group was able to grow its profit contribution by 6%.
5. The Grenada Media subsidiary (GBN) which consists of a Free-to-air Television station and three radio stations was able to report two successive years of profitable growth.
6. The Barbados based renewable energy company was able to make a profitable contribution following a reported loss in 2016.
7. Successful redesign of the Saturday and Sunday Sun in Barbados.
8. Media Leadership in the publication and broadcasting of Exclusive Investigative and Special reports.

Corporate Social Responsibility

The Group continued to remain committed to being a socially responsible organisation by doing our part to develop and build the communities in which we operate. We believe that our success is tied to the well-being of the communities that we operate within. Initiatives led by the Group across the region in 2017 included:

- We Care: One People, One Caribbean Hurricane Relief
- The Nation Group in partnership with the Rotary Clubs raised monies for the territories affected by Hurricane Irma and Maria
- OCM employees also collected food, cleaning supplies, water etc which were then shipped out to the affected areas.
- National Word Championship (Trinidad)
The Trinidad Express Newspapers in partnership with corporate sponsors held its 5th National Word Championship Spelling Competition. The primary objective of this initiative is to support literacy and provide a fun environment for learning.
- Nation Annual Funathon

(Barbados)

This initiative was led by the Publishing and the Starcom network. The 2017 theme was "Stand up for a better Barbados" and this road race attracted thousands of participants who walked or ran the 7K route.

- The NLCB All Fours Competition. This Championship was a three-table tournament played throughout Trinidad and Tobago with eighty-two teams participating. Objectives of this competition included the fostering and promotion of teamwork and community spirit.

Outlook

The Group was able to deliver satisfactory results despite a very difficult operating environment. While, there is still a lot of uncertainty with the economic outlook for the region, the Group's management will continue to implement the strategies identified to transition the organisation successfully into the future.

We do feel encouraged by the results we have seen so far with most of our newer investments and the higher levels of efficiency achieved with our traditional media business.

Undoubtedly, a lot more work has to be done to return the Group to sustainable growth. However, I feel confident that the strength of the management team along with the strategic path that has been charted will lead to a stronger and more diversified Group.

We are very grateful to our many stakeholders: employees, customers, service providers and partners who have continued to provide support to us during these most challenging times.



Dawn Thomas
Group Chief Executive Officer
One Caribbean Media Limited



MRS. DAWN THOMAS
GROUP CHIEF EXECUTIVE OFFICER



MEET OUR NEWEST TEAM MEMBERS

In 2012, One Caribbean Media Limited commenced its diversification strategy to support our goal to achieve sustainable profitable growth for the Group. We are pleased to share that our investments are bearing fruit and we are encouraged by the future growth opportunities being presented.

NOVO MEDIA



Larry Holder
GENERAL MANAGER



Greg Yacoob
OPERATIONS MANAGER



Raees Rahim
SOFTWARE AND
INFRASTRUCTURE LEAD



**Tesha Bachoo-
Ramsaran**
ACCOUNTANT

Novo Media (Novo), is our digital unit focused on bringing various aspects of digital media to our clients. Over the years, Novo has maintained a focus on SMS text messaging as an engagement tool for various sectors. This however, is not its only strength as the team is also capable of building websites and developing custom smart phone applications (iOS and android). Some of Novo's smartphone application clients are in the process of launching Digital Payments, a process which can be facilitated by Novo.

Novo's skillset includes the ability to assist clients with optimizing social media presence so that the client's brand is

properly represented within the various social communities such as Facebook and Instagram etc. Novo's newest initiative involves Augmented Reality (AR). AR can be simply described as a process where real world media is enhanced by the presence of digital media.

Novo Media performed creditably in 2017 and was able to deliver over 24% growth on its profit contribution. This achievement is encouraging given the growth potential of the digital media platform and the strategic positioning of the company to take advantage of the opportunities presented.

INNOGEN TECHNOLOGIES

With over 3.5MW of installed capacity in 700 locations in Barbados and Saint Lucia, Innogen Technologies Inc is engaged in the provision of renewable energy solutions including solar farms, commercial PV installations and waste-to-energy systems for businesses, and, in association with UK-based Aceleron, off-grid systems for households. In conjunction with German integrators - Elgris, Innogen specializes in Fuel Save technologies for both primary and secondary generators.

Innogen has installed 55% of the residential solar systems that are connected to the Barbados electricity grid.

Projects completed in 2017 were:

- 275kW solar system for Barbados National Oil Company complex at Woodbourne, St. Philip;
- An integrated solar, wind and biogas system for a chicken farm at Babbs, St. Lucy; and
- A 99kW solar installation for a storage rentals company at Wildey, St. Michal, Barbados.

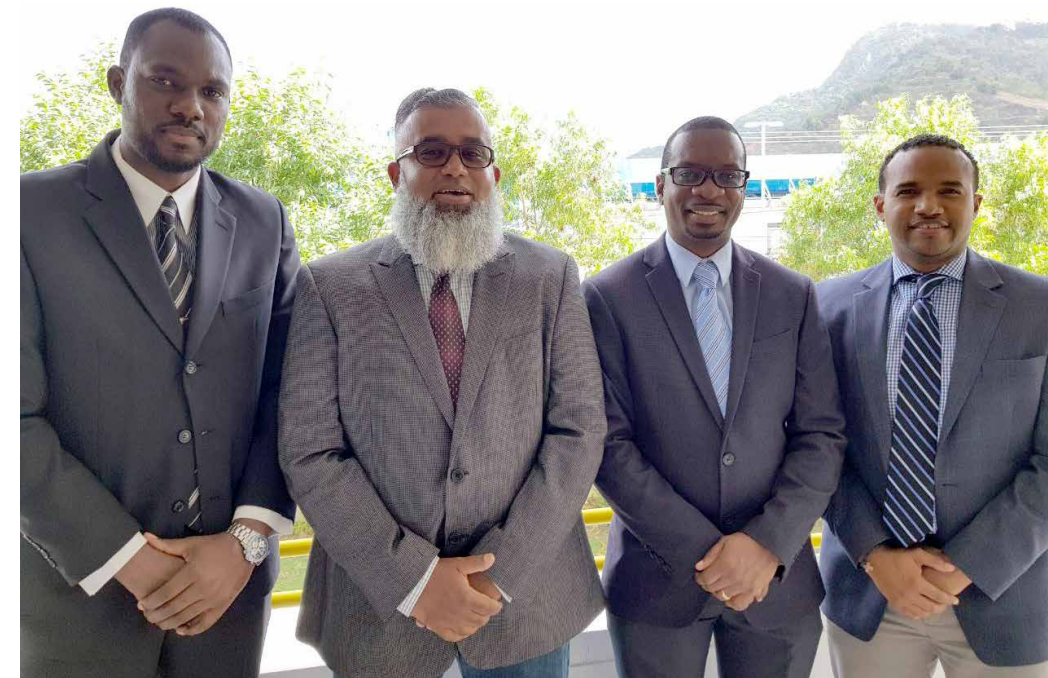
Innogen's management has been exploring commercial installations both in Barbados and Guyana and feel confident that some of these projects will be completed over the next three years.



THE MANAGEMENT TEAM AT INNOGEN TECHNOLOGIES

From left, Karl Nembhard - Design and Installation Engineer; Vancourt Rouse - Chief Executive Officer; Toni Worrell - Customer Service Administrator and Mark Hill - Chief Innovation Officer

GREEN DOT LIMITED



GREEN DOT LTD'S EXECUTIVE TEAM

From left: Joel Noel - Customer Experience Manager, Khaleel Ahmad - Facilities and Infrastructure Manager, Deon Grandison - Financial Controller and Yohann Sambrano - General Manager

After obtaining the necessary regulatory approvals, OCM finalised the acquisition of Green Dot Limited (Green Dot), in February 2017.

Green Dot, which is a provider of Digital Cable TV and Broadband internet services, has been operating in the Trinidad market for over 10 years.

Green Dot built its foundation on providing quality customer service to the niche markets it served, and today continues to develop on this platform, to expand its operations nationwide. The company's installed infrastructure positions it to provide Cable and Broadband internet services to 75% and 65% of the households respectively in Trinidad and Tobago. In 2018, the expansion of the ISP service will grow coverage to



75%.

In addition to providing Internet and Subscription TV to the consumer market, Green Dot has expanded its portfolio to serve the business market including:

- Wide Area Network solutions
- Dedicated Internet solutions
- Primary and Back-up solutions

Green Dot prides itself in being an innovator in the telecoms space, being the first entity to provide a 'Free View' service to consumers in Trinidad, rollout Personal video recording (PVR) built into its devices, develop a cost-savings one-time payment plan for a year service (customers get 3 months free) and building a wireless network that can provide upwards of 50Mbps, just to name a few.

With a competent, experienced and driven leadership team ably led by Mr. Ketan Patel, Green Dot continues its focus to improve and simplify the lives of the citizenry of Trinidad and Tobago, by expanding its Internet and TV coverage to unserved and underserved areas in Trinidad and Tobago. It sees its purpose as helping to build a more knowledgeable society through ICT development, with services that are affordable, that are reliable, that comes with a warm smile and "WOW" experience.

In 2017, Green Dot was able to make a healthy profit contribution to the Group's results.



Ketan Patel
CHIEF EXECUTIVE OFFICER
GREEN DOT LIMITED

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

WE CARE: ONE PEOPLE, ONE CARIBBEAN HURRICANE RELIEF APPEAL

In light of the devastation throughout the Caribbean region, following the passage of Hurricanes Irma and Maria, the Nation Group of Companies in partnership with the Rotary Clubs of Barbados launched the We Care: One People, One Caribbean Appeal, to raise money for those territories affected. This major fundraiser was opened with a Radiothon. Management and Staff of the various companies engaged the public and elicited their help in raising money for our Caribbean neighbours.



In addition to the Radiothon, a social media campaign was rolled out and a 'Fund Me Account' was created to encourage persons to make a donation. The appeal raised just over BDS\$205,000 which was handed over to the Rotary Clubs in November 2017.



OCM EMPLOYEES FOR HURRICANE RELIEF

Employees from across the OCM Group (Trinidad) gave their support and donated non-perishable items to assist persons devastated by hurricanes Irma and Maria. In addition to helping our Caribbean friends, donations were also distributed to citizens from Trinidad that were deeply affected by the heavy downpour which occurred in September 2017.

Items were delivered to the Living Water Community who spearheaded the distribution of relief items.





NATION GROUP ANNUAL FUNATHLON

Under the theme "Stand Up for a better Barbados", The Nation Publishing partnered with Starcom Network Inc for the Annual Nation Funathlon which was held in November 2017. The Funathlon which formed part of the 44th anniversary celebrations of the Nation Newspaper, was held in Oistins, Christ Church. The event attracted thousands of participants who walked or ran the 7K route. At the end of the race, top performers and special category winners were awarded with a prize giving ceremony and patrons were treated to live performances from popular artistes as well as a high energy exercise session.

This year's event raised funds for two anti-violence charities, Paredos, which promotes positive parenting and provides counselling services to both offenders and victims of crime and the Nature Fun Ranch, which does excellent intervention work with at-risk youth.



NATIONAL WORD CHAMPIONSHIPS

The Trinidad Express Newspapers in partnership with corporate sponsors held its fifth National Word Championship Spelling competition in November 2017. The primary objective of the competition is to support literacy throughout Trinidad and Tobago by providing children with a positive avenue to learn in a challenging but fun and interactive forum that encourages sportsmanship and team building skills.

The preliminary stage of the competition was held nationwide at all participating schools. This stage of the competition allowed four (4) students and one (1) alternate from each school to advance to the next round of competition.

The quarter-finals, semi-finals, third place play-off and final were held at the CCN TV6 studio.

In the end, Robert Village Hindu Primary School, the South Eastern District emerged the 2017 National Word Champions. St Peter's Private Primary School and Rio Claro Hindu Primary School placed second and third respectively.



THE NLCB ALL FOURS CHAMPIONSHIP

The NLCB All Fours Championship is a three-table tournament played throughout Trinidad and Tobago. The tournament debuted in April 2017.

Out of eighty-two teams, eight teams were chosen to move to the television rounds. The televised games took place in the CCN TV6 studio, where the teams battled for the championship.

Objectives of this competition included the fostering and promotion of teamwork and community spirit.



NATIONAL DAY OF CARING 2017

One Caribbean Media Limited was once again part of the National Day of Caring initiative.

Volunteers from HOTT 93.5FM, TAJ 92.3FM and Citadel adopted and painted a classroom at St. Mary's Mucurapo Boys School. The students were thrilled when they returned to school to see a brand new and freshly painted classroom.

OCM remains a proud participant of this initiative.



BOARD OF DIRECTORS



Mr. Faarees Hosein
CHAIRMAN

An Attorney-at-Law, Mr. Faarees Hosein obtained his LLB at Dundee University, Scotland and was called to the Bar of England and Wales at Lincoln's Inn. He has been in private civil law practice since 1988 in Trinidad and Tobago and was called to the Bars of Barbados in 1991 and Grenada in 1997. Mr. Hosein is also the Chairman of Caribbean Communications Network Limited, a wholly owned subsidiary of One Caribbean Media Limited.



Mrs. Dawn Thomas
GROUP CHIEF EXECUTIVE OFFICER

Mrs. Thomas is currently the Group Chief Executive Officer of One Caribbean Media Limited (OCM). Prior to her present appointment she served for four years as the Group Chief Executive Officer (CEO) of Caribbean Communications Network Limited (CCN), which is a subsidiary of the OCM Group.

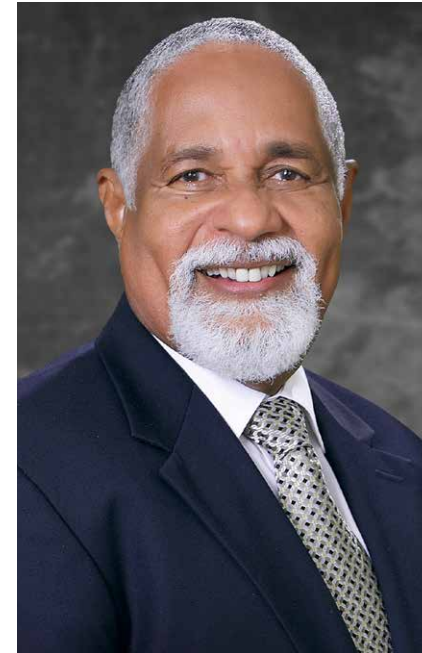
Prior to her tenure with the OCM Group, she spent fifteen (15) years with the Massy Group (formerly Neal and Massy Group) and held the position of CEO of Tracmac Engineering Limited (now Massy Machinery Limited). During her appointment, Mrs. Thomas worked with the energy, construction, agriculture, industrial and marine sectors of the economy. Mrs. Thomas also served as a Director on the Board of Neal and Massy Energy Services Ltd. (now Massy Energy), Associated Brands Limited (Guyana) and General Finance Corporation Limited (now Massy Finance Limited).

Mrs. Thomas holds a BSc. Industrial Engineering (Hons) Degree from the University of The West Indies (UWI). She is a member of The Association of Professional Engineers of Trinidad and Tobago (A.P.E.T.T).



Dr. Grenville Phillips

Dr. Grenville Phillips retired as a Principal of the Barbados and Eastern Caribbean practices of Coopers & Lybrand and Managing Director of Colybrand Company Services Limited on the merger of the international firms of Coopers & Lybrand with Price Waterhouse in 1998. He now practices as a private corporate and financial consultant. Dr. Phillips served as Chairman of the Barbados National Bank for approximately seven (7) years and as a Director of the Barbados Stock Exchange from its inception. He gained his doctorate from Bradford University (UK) in 2004 and holds professional qualifications in Chartered Secretarial, Accounting and Banking. Dr. Phillips was awarded the CBE in the Queen's New Year honour in 2000 for his contribution to accountancy and public service in Barbados.



Mr. Harold Hoyte

Mr. Harold Hoyte is a founding member of the Nation Group and is Chairman and Editor Emeritus of The Nation Publishing Company of Barbados. He has served as President of the Caribbean Publishing and Broadcasting Association. A former Commonwealth Press Union Fellow and Eisenhower Fellow, he was recognized by Columbia University in the United States for his contribution to Caribbean journalism with the Maria Moors Cabot Citation in 1984.

Mr. Hoyte was awarded the Gold Crown of Merit (GCM) by Barbados in 2003, is a Distinguished Honorary Fellow of the University of the West Indies, and was awarded the honorary Doctor of Letters Degree by the University of the West Indies in October 2005.

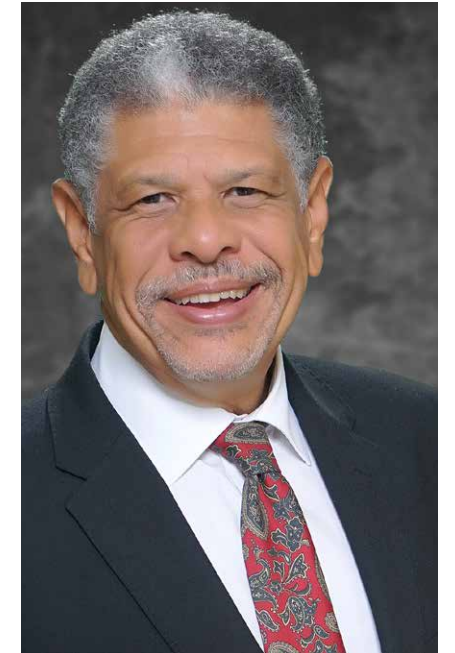


Mr. Michael Carballo

Mr. Michael Carballo is a Chartered Accountant and Independent Financial Consultant to many companies in Trinidad and Tobago and the Region.

He has held senior positions at a major Professional Services Firm, prior to joining the Angostua Group of Companies in 1991, where he held various senior Financial and Management positions, including that of Executive Director and Company Secretary. Mr. Carballo was eventually seconded to C.L. Financial Limited in 2008, the parent of Angostura Holdings Limited, where he served as Group Finance Director until 2010.

Mr. Carballo is member of the Institute of Chartered Accountants of Trinidad and Tobago and a Fellow of the Association of Chartered Certified Accountants.

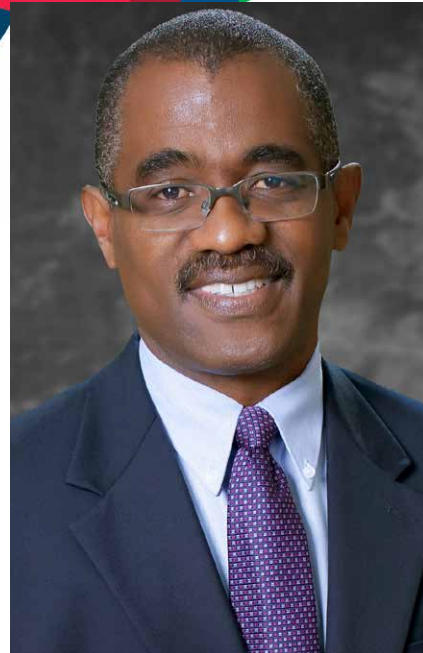


Mr. Peter G. Symmonds Q.C.

Mr. Peter G. Symmonds Q.C. is an Attorney-at-Law who has been in private practice for 35 years. He holds a Bachelor of Laws (LLB) from the University of the West Indies and a Masters of Laws (LLM) from the University of London and is also a Justice of the Peace in Barbados.

Mr. Symmonds serves as a Director on Republic Bank (Barbados) Limited (formerly Barbados National Bank Inc.) and United Insurances Company Limited. He was a Board Member of BS&T for 6 years prior to its acquisition by Massy Holdings Limited. He is also a Director of the Rum Refinery of Mount Gay Limited, a privately held company, and a Trustee of The Maria Holder Memorial Trust, and The Brewster Trust, Registered Barbados Charities.

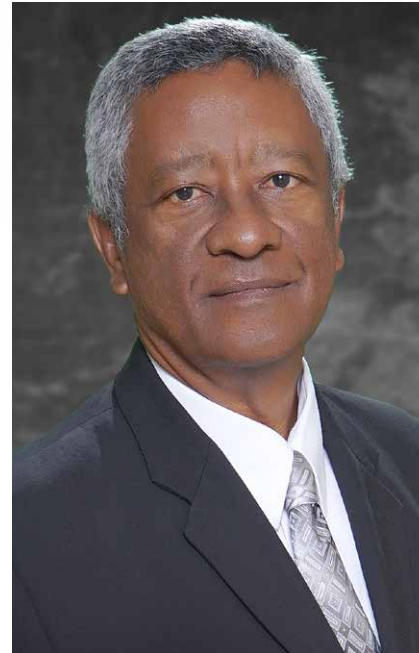
BOARD OF DIRECTORS



Mr. Anthony Shaw
EXECUTIVE

Mr. Anthony Shaw has a career that spans over 31 years in the finance industry, at both operational and executive levels. He possesses a proven track record of success and has a well-rounded background with a strong strategic, financial and sales orientation. Mr. Shaw was the Chief Executive Officer of Signia Financial Group Inc. and played a pivotal role in the development and growth of that organization.

He is the holder of BComm, Accounting and Management Information Systems, McGill University and a member of the Canadian Institute of Chartered Accountants. He also has a deep knowledge of the Nation Corporation having served eight (8) years as a Director in the Nation Group.



Mr. Gregory Thomson

Mr. Gregory Thomson is a retired banker with over 40 years' experience in Banking, Investments and Finance. He was the Deputy Managing Director of Republic Bank Limited prior to his retirement in 2012.

Mr. Thomson holds a BSc in Mathematics and Physics from The University of the West Indies and a MBA from The University of Western Ontario, Canada. He is presently on the Boards of Republic Financial Holdings Ltd and Republic Bank Limited.



Mr. Douglas Wilson
EXECUTIVE

Mr. Douglas Wilson who joined the Trinidad Express Newspapers in 2014, has over 20 years' experience in the newspaper industry. He earlier held positions in consulting, banking and government in the field of software development before a focus in Operations Management.

Douglas is the holder of a B.Sc. in Mathematics and Computer Science from the University of the West Indies. He holds an advanced diploma in Accounting and Finance C.DipAF and an MBA from UWI – Institute of Business.

He also served as a Director of ANSA Polymer Ltd.

CORPORATE GOVERNANCE

One Caribbean Media Limited is committed to the maintenance of strong corporate governance practices that allocate rights and responsibilities among the Company's stockholders, Board of Directors and management in a manner that enhances shareholder value. Accordingly, our corporate governance practices are designed not just to satisfy regulatory requirements, but to provide for the effective oversight and management of the Company.

OCM maintains the following standing committees of the Board of Directors:

GOVERNANCE COMMITTEE

The primary purpose of the Governance Committee is to ensure that the Company's policies and practices conform to statutory requirements and best practice. The Committee also oversees compensation and recruitment of senior executives.

Name	Position	Present	Excused	Absent
Dr. Grenville Phillips	Chairman	1	0	0
Mr. Harold Hoyte	Member	0	1	0
Mr. Faarees Hosein	Ex Officio Member	1	0	0
Mrs. Dawn Thomas	Ex Officio Member	1	0	0
<i>No of Meetings held in 2017 - 1</i>				

STRATEGIC INVESTMENT COMMITTEE

The primary purpose of the Strategic Investment Committee is to review investment opportunities.

Name	Position	Present	Excused	Absent
Mr. Michael Carballo	Chairman	2	0	0
Mr. Faarees Hosein	Ex-Officio	2	0	0
Dr. Grenville Phillips	Member	2	0	0
Mr. Harold Hoyte	Member	2	0	0
Mrs. Dawn Thomas	Ex-Officio	2	0	0
<i>No of Meetings held in 2017 - 2</i>				

AUDIT COMMITTEE

The primary purpose of the Audit Committee is to provide oversight on the integrity of the Company's financial reporting and the internal audit function.

Name	Position	Present	Excused	Absent
Mr. Michael Carballo	Chairman	3	0	0
Dr. Grenville Phillips	Member	3	0	0
Mr. Peter G. Symmonds	Member	3	0	0
<i>No of Meetings held in 2017 - 3</i>				



CORPORATE GOVERNANCE

BOARD MEETINGS

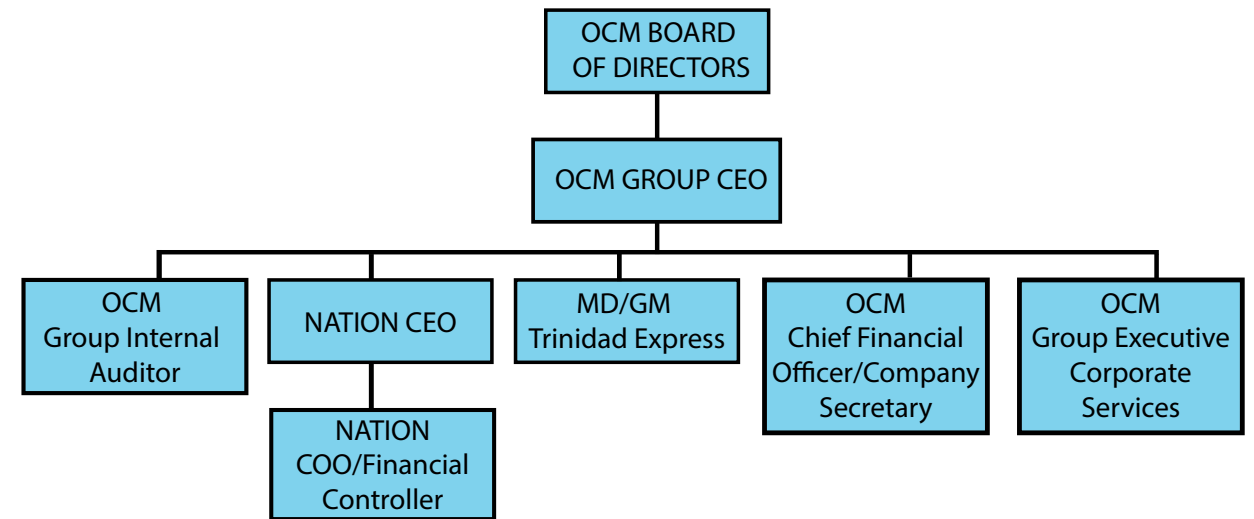
The following table indicates the number of Board Meetings held and attendance of Directors during the year:

Directors	Positions	Present	Excused	Absent
Mr. Faarees Hosein	Chairman	6	0	0
Mrs. Dawn Thomas	Director/Group Chief Executive Officer	6	0	0
Mr. Michael Carballo	Director	6	0	0
Mr. Harold Hoyte	Director	5	1	0
Dr. Grenville Phillips	Director	4	2	0
Mr. Anthony Shaw	Director	6	0	0
Mr. Peter G. Symmonds	Director	6	0	0
Mr. Gregory Thomson	Director	5	1	0
*Mr. Douglas Wilson	Director	3	1	0

There were 6 Board Meetings in 2017

**Mr. Douglas Wilson was appointed in June 2017*

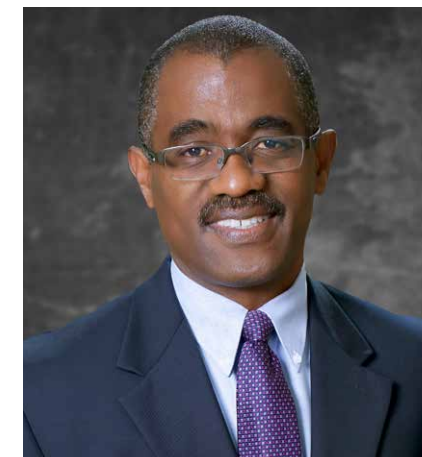
ORGANISATIONAL CHART



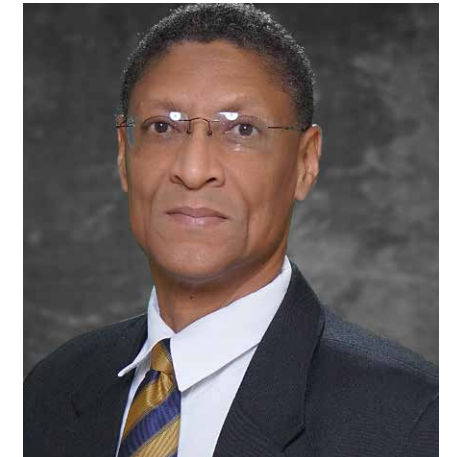
EXECUTIVE TEAM



Mrs. Dawn Thomas
GROUP CHIEF EXECUTIVE OFFICER
ONE CARIBBEAN MEDIA LTD



Mr. Anthony Shaw
CHIEF EXECUTIVE OFFICER,
THE NATION CORPORATION



Mr. Douglas Wilson
MANAGING DIRECTOR/GENERAL
MANAGER, TRINIDAD EXPRESS
NEWSPAPERS

EXECUTIVE TEAM CONTINUED



Ms. Karlene Ng Tang
CHIEF FINANCIAL OFFICER/
COMPANY SECRETARY
ONE CARIBBEAN MEDIA LTD

Ms. Karlene Ng Tang joined Caribbean Communications Network Limited (CCN Group) in 1998 as the Group Financial Accountant and assumed the role of Group Financial Controller from 2009 to 2017.

In 2017 she was appointed to the position of Chief Financial Officer and Company Secretary of One Caribbean Media Limited.

Karlene is a Fellow of the Association of Chartered Certified Accountants with over 24 years' experience, including 9 years in executive management and 20 years in the media industry. Her experience includes audit, financial accounting and management, budgeting, treasury management and related activities.

Karlene also serves as a Director on the Board of the Express Children's Fund.



Mr. Gregory Camejo
GROUP EXECUTIVE -
CORPORATE SERVICES
ONE CARIBBEAN MEDIA LTD

Mr. Gregory Camejo joined Caribbean Communications Network Limited (CCN Group) in 2010 as the Group Human Resources Manager and later that year assumed the role of Group Corporate Services Manager. He provides support in the areas of strategy implementation, alignment of HR policies and practices, executive management development, achievement of non-financial enabling goals and Group marketing and communication, Labour/Health, Safety and the Environment and Information Technology.

Gregory holds a MSc in International Finance from UWI - St. Augustine, Master of Business Administration (MBA) from Andrews University and a Master of Social Sciences (M.SocSci) from the University of Leicester.



Mrs. Rita Purdeen-Nandlal
GROUP INTERNAL AUDITOR
ONE CARIBBEAN MEDIA LTD

Mrs. Rita Purdeen-Nandlal joined One Caribbean Media Limited in 2013. She has over fourteen (14) years of experience in Internal Audit from tenures in the financial, energy and manufacturing industries. She is a Fellow of the Association of Chartered Certified Accountants.

Rita is a member of the Institute of Internal Auditors and holds the designation of Certified Internal Auditor. She is also a Certified Information Systems Auditor and serves as Vice President for the ISACA – Trinidad and Tobago Chapter.

ISACA is an independent non-profit global association serving IT Governance professionals. Governance professionals.



Mr. Noel Wood
GROUP FINANCIAL
CONTROLLER/CHIEF
OPERATING OFFICER
NATION CORPORATION

Mr. Noel Wood is a chartered accountant and a Fellow of the Institute of Chartered Accountants of Barbados (ICAB) and holds a Master of Business Administration (MBA) in Finance from City University, London. He is a Director of SVG Publishers Inc. During his tenure, he attended several developmental and training programmes and has played a pivotal role in several projects that has driven the success of the company.

The Directors take pleasure in submitting the Report and Audited Consolidated Financial Statements for the year ended December 31st, 2017.

Financial Results

	2017 \$'000	2016 \$'000
Profit before tax	72,469	86,564
Taxation	(20,023)	(30,520)
Profit for the year	52,446	56,044
Other comprehensive income	11,187	(430)
	<u>63,633</u>	<u>55,614</u>
Profits Attributable to:		
- Non-controlling interest	4,690	111
- Owners of the parent	58,943	55,503
	<u>63,633</u>	<u>55,614</u>
Earnings per share basic	\$0.76	\$0.89
Earnings per share fully diluted	\$0.73	\$0.86
Earnings per share inclusive of ESOP Shares	\$0.69	\$0.82

The Directors have declared a final dividend of \$0.40 per share for the year ended December 31st, 2017. An interim dividend of \$0.27 per share was paid on September 29th, 2017 making a total dividend on each share of \$0.67 (2016: \$0.76).

Notes:

(a) Directors

- In accordance with the By Laws, Mr. Gregory Thomson retires by rotation and being eligible offers himself for re-election for a term not later than the close of the third Annual Meeting of the shareholders following this re-election.
- In accordance with the By Laws, Dr. Grenville Phillips retires by rotation and being over seventy five (75) years of age offers himself for re-election for a term not later than the close of the first Annual Meeting of the shareholders following this re-election.
- In accordance with the By Laws, Mr. Harold Hoyte retires after the expiration of one year from the last Annual Meeting.
- In accordance with the By Laws, Mrs. Renee Kowlessar being recommended by the Board of Directors to be appointed to the Board, offers herself for election for a term not later than the close of the second Annual Meeting of shareholders following this election.

(b) Auditors

The Auditors, PricewaterhouseCoopers, retire and being eligible offer themselves for re-appointment.

By Order of the Board

Karlene Ng Tang
Company Secretary



DIRECTORS' AND SENIOR OFFICERS' INTERESTS AND MAJOR SHAREHOLDERS

DIRECTORS

The interests of the Directors holding office as at December 31st, 2017 in the ordinary shares of the Company were as follows:

	Direct Interest	Connected Persons
M. Carballo	-	-
F. Hosein	-	-
H. Hoyte	-	1,941,398
G. Phillips	60,000	2,050,000
A. Shaw	-	-
P. Symmonds	5,000	-
D. Thomas	2,000	-
G. Thomson	-	-
D. Wilson	-	150

There were no beneficial interests attached to any shares registered in the names of Directors in the Company's subsidiaries, such shares being held by the Directors and nominees of the Company or its subsidiaries. At no time during or at the end of the financial year did any Director have any material interest in any contract or arrangement in relation to the business of the Company or any of its subsidiaries.

SENIOR OFFICERS

The interests of the senior officers holding office at the end of December 31st, 2017 in the ordinary shares of the Company were as follows:

	Direct Interest	Connected Persons
D. Thomas	2,000	-
A. Shaw	-	-
K. Ng Tang	-	-
D. Wilson	-	150
N. Wood	92,007	-

SUBSTANTIAL INTERESTS/LARGEST SHAREHOLDERS

The ten (10) largest shareholders in the Company as at the end of December 31st, 2017 were as follows:

Colonial Life Insurance Co. (Trinidad) Limited	15,285,917
Rebyn Limited	5,826,064
CCN Group Employees Share Ownership Plan	4,627,286
Republic Bank Limited	3,512,658
RBC Trust (Trinidad & Tobago) Limited	3,087,632
ABK Investments Inc.	2,330,000
Brentwood Corporation	2,050,000
HH Investments Limited	1,941,398
Athlyn Investments Limited	1,661,075
Dr. St. Elmo Thompson	1,615,572

SHAREHOLDERS' DISTRIBUTION

Other includes Canada, Cayman Islands, Grenada, Guyana, Jamaica, St. Vincent, United Kingdom and United States of America.

