

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 10-K**

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2015

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Commission File Number 001-06605

**EQUIFAX INC.**

(Exact name of registrant as specified in its charter)

Georgia  
(State or other jurisdiction of incorporation or organization)  
1550 Peachtree Street, N.W.  
Atlanta, Georgia  
(Address of principal executive offices)

58-0401110  
(I.R.S. Employer Identification No.)  
  
30309  
(Zip Code)

Registrant's telephone number, including area code: 404-885-8000

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Name of each exchange on which registered
Common Stock, \$1.25 par value per share	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None.

Indicate by check mark if Registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Exchange Act ("Act"). ☒ YES ☐ NO

Indicate by check mark if Registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. ☐ YES ☒ NO

Indicate by check mark whether Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. ☒ YES ☐ NO

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of Registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☐

Indicate by check mark whether the Registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the Registrant was required to submit and post such files). YES ☒ NO ☐

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

☒ Large accelerated filer

☐ Accelerated filer

☐ Non-accelerated filer

☐ Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Act). ☐ YES ☒ NO

As of June 30, 2015, the aggregate market value of Registrant's common stock held by non-affiliates of Registrant was approximately \$11,479,281,498 based on the closing sale price as reported on the New York Stock Exchange. At January 31, 2016, there were 118,706,565 shares of Registrant's common stock outstanding.

**DOCUMENTS INCORPORATED BY REFERENCE**

Portions of Registrant's definitive proxy statement for its 2016 annual meeting of shareholders are incorporated by reference in Part III of this Form 10-K.

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## PART I

### ITEM 1. BUSINESS

#### OVERVIEW

Equifax Inc. is a leading global provider of information solutions and human resources business process outsourcing services for businesses, governments and consumers. We have a large and diversified group of clients, including financial institutions, corporations, governments and individuals. Our products and services are based on comprehensive databases of consumer and business information derived from numerous types of credit, financial assets, telecommunications and utility payment, employment, income, public record, demographic and marketing data. We use advanced statistical techniques and proprietary software tools to analyze all available data, creating customized insights, decision-making solutions and processing services for our clients. We help consumers understand, manage and protect their personal information and make more informed financial decisions. We also provide information, technology and services to support debt collections and recovery management. Additionally, we are a leading provider of payroll-related and human resource management business process outsourcing services in the United States of America, or U.S.

We currently operate in three global regions: North America (U.S. and Canada), Europe (the United Kingdom, or U.K., Spain and Portugal) and Latin America (Argentina, Chile, Costa Rica, Ecuador, El Salvador, Honduras, Mexico, Paraguay, Peru and Uruguay). We also maintain support operations in the Republic of Ireland. We offer credit services in Russia and India through joint ventures and have an investment in the second largest consumer and commercial credit information company in Brazil.

Equifax was originally incorporated under the laws of the State of Georgia in 1913, and its predecessor company dates back to 1899. As used herein, the terms Equifax, the Company, we, our and us refer to Equifax Inc., a Georgia corporation, and its consolidated subsidiaries as a combined entity, except where it is clear that the terms mean only Equifax Inc.

We are organized and report our business results in four operating segments, as follows:

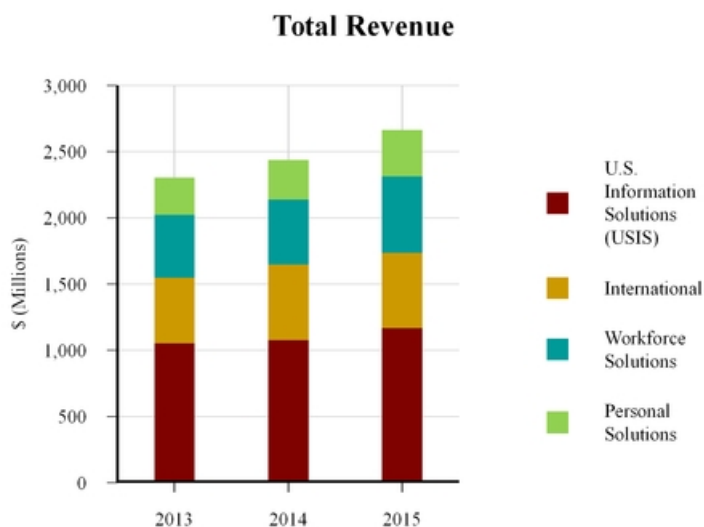
- **U.S. Information Solutions (USIS)** — provides consumer and commercial information solutions to businesses in the U.S. including online information, decisioning technology solutions, fraud and identity management services, portfolio management services, mortgage reporting and financial marketing services.
- **International** — which includes our Canada, Europe and Latin America business units, provides products and services similar to those available in the USIS operating segment but with variations by geographic region. In Europe and Latin America, we also provide information, technology and services to support debt collections and recovery management.
- **Workforce Solutions** — provides services enabling clients to verify income and employment (Verification Services) as well as to outsource and automate the performance of certain payroll-related and human resources management business processes, including unemployment cost management, tax credits and incentives and I-9 management services and services to allow employers to ensure compliance with the Affordable Care Act (Employer Services).
- **Personal Solutions** — provides products to consumers in the United States, Canada, and the U.K., enabling them to understand and monitor their credit and monitor and help protect their identity. We also sell consumer and credit information to resellers who combine our information with other information to provide direct to consumer monitoring, reports and scores.

#### Proposed Acquisition of Veda Group Limited

On November 21, 2015, we entered into a Scheme Implementation Deed (the "Agreement") to acquire Veda Group Limited ("Veda") for cash consideration of approximately \$1.7 billion (2.4 billion Australian dollars) and debt assumed of approximately \$188.4 million (261.5 million Australian dollars). We expect the transaction to close in the first quarter of 2016 and to finance the cash portion of the purchase price through a combination of cash on hand and new debt, including term loans, the 364-day Revolver, and commercial paper. The terms of the new debt instruments are included in Note 6 to the Consolidated Financial Statements. The Agreement contains customary representations and warranties of the Company and Veda, as well as customary covenants and agreements. The implementation of this binding agreement is subject to customary closing conditions, as well as shareholder and regulatory approvals in Australia and New Zealand, which have been completed.

Refer to Item 1A "Risk Factors" and Note 16 to the Consolidated Financial Statements for additional information on the proposed acquisition of Veda.

Our revenue base and business mix are diversified among our four segments as depicted in the chart below.



## OUR BUSINESS STRATEGY

Our strategic objective is to be the global leader in information solutions that creates unparalleled insights to solve customer challenges. Data is at the core of our value proposition. Leveraging our extensive resources, we deliver differentiated decisions through a broad and diverse set of data assets, sophisticated analytics and proprietary decisioning technology. Our long-term corporate growth strategy is driven by the following imperatives:

- **Deliver consistently strong profitable growth and shareholder returns.** We seek to meet or exceed our financial commitments on revenue growth and margins through disciplined execution of our strategic initiatives and by positioning ourselves as a premier provider of high value information solutions.
- **Develop unparalleled analytical insights leveraging Equifax unique data.** We continue to invest in and acquire unique sources of credit and non-credit information to enhance the variety and quality of our services while increasing clients' confidence in information-based business decisions. Areas of focus for investment in new sources of data include, among others, positive payment data, real estate data and new commercial business data. We also have developed unique capabilities to integrate customer and third-party data into our solution offerings to further enhance the decisioning solutions we develop for our customers.

We continue to invest in and develop new technology to enhance the functionality, cost-effectiveness and security of the services we offer and further differentiate our products from those offered by our competitors. In addition to custom products for large clients, we develop off-the-shelf, decisioning technology platforms that are more cost effective for medium and smaller-sized clients. We also develop predictive scores and analytics, some of which leverage multiple data assets, to help clients acquire new customers and manage their existing customer relationships. We develop a broad array of industry, risk management, cross-sell and account acquisition models to enhance the precision of our clients' decisioning activities. We also develop custom and generic solutions that enable customers to more effectively manage their debt collection and recovery portfolios.

- **Innovate for market leadership in key domains and verticals.** We seek to increase our share of clients' spend on information-related services through developing and introducing new products, pricing our services in

accordance with the value they represent to our customers, increasing the range of current services utilized by our clients, and improving the quality and effectiveness of our sales organization and client support interactions with consumers. We are also helping clients address increased requirements to comply with emerging regulations and rules.

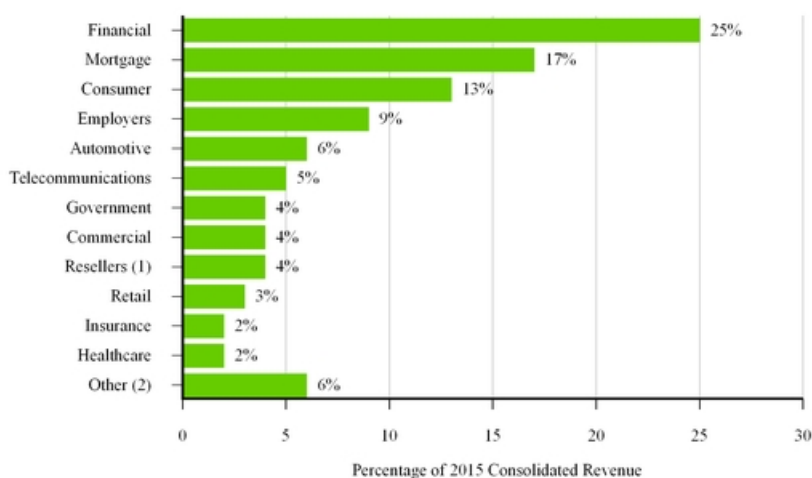
We believe there are many opportunities to expand into emerging markets both in the U.S. and internationally. In the U.S., we have increased and broadened resources in key markets, including mortgage, auto, insurance, telecommunications, and government, and we are delivering services ranging from identity authentication to risk management. We continue to invest in growing our ventures in Russia and India and leveraging our newer product offerings across all of our geographical business units and periodically enter new country markets through acquisitions or start-up operations.

- **Serve as a trusted steward and advocate for our customers and consumers.** This includes continuously improving the customer and consumer experience in our consumer and commercial offerings, anticipating and executing on regulatory initiatives, while simultaneously delivering security for our services.
- **Invest in talent to drive our strategy and foster a culture of innovation.** We attract top talent by continuing to expand and diversify our talent pipeline. We regularly undertake various talent initiatives to engage, develop, and retain our top talent.

## MARKETS AND CLIENTS

Our products and services serve clients across a wide range of verticals, including financial services, mortgage, human resources, consumer, commercial, telecommunications, retail, automotive, utilities, brokerage, healthcare and insurance industries, as well as state and federal governments. We also serve consumers directly. Our revenue stream is highly diversified with our largest client providing only 3% of total revenue. The following table summarizes the various end-user markets we serve:

**Percentage of 2015 Consolidated Revenue**



(1) Predominantly sold to companies who serve the direct to consumer market and includes other small end user markets.

(2) Other includes revenue from marketing services, insurance, healthcare and other miscellaneous end user markets.

We market our products and services primarily through our own direct sales organization that is organized around sales teams that focus on client segments typically aligned by vertical markets and geography. Sales groups are based in our headquarters in Atlanta, Georgia, and field offices located in the U.S. and in the countries where we have operations. We also market our products and services through indirect channels, including alliance partners, joint ventures and other resellers. In addition, we sell through direct mail and various websites, such as [www.equifax.com](http://www.equifax.com).

Our largest geographic market segments are the U.S.; Canada; Europe (the U.K., Spain and Portugal); and Latin America (Argentina, Chile, Costa Rica, Ecuador, El Salvador, Honduras, Mexico, Paraguay, Peru and Uruguay). We also maintain support operations in the Republic of Ireland. We offer consumer credit services in Russia and India through joint ventures and have an investment in the second largest consumer and commercial credit information company in Brazil. We also provide information, technology and services to support debt collections and recovery management in Europe and Latin America.

Revenue from international clients, including end users and resellers, amounted to 23% of our total revenue in 2015, 26% of our total revenue in 2014 and 23% of our total revenue in 2013.

## PRODUCTS AND SERVICES

Our products and services help our clients make better decisions with higher levels of confidence by leveraging a broad array of data assets. Analytics are used to derive insights from the data that are most relevant for the client's decisioning needs. The data and insights are then processed through proprietary software and transmitted to the client's operating system to execute the decision.

The following chart summarizes the key products and services offered by each of the business units within our segments:

	USIS			International			Workforce Solutions		Personal Solutions
	Online Information Solutions	Financial Marketing Services	Mortgage Services	Canada	Europe	Latin America	Verification Services	Employer Services	
Online data	X		X	X	X	X	X		X
Portfolio management services	X	X	X	X	X	X	X		
Analytical services	X	X	X	X	X	X	X	X	X
Technology services	X		X	X	X	X			
Identity management and fraud	X			X	X	X	X		X
Marketing Services		X	X	X		X			
Direct to consumer credit monitoring									X
Employment and income verification services							X		
Business process outsourcing (BPO)							X	X	
Debt collection software, services and analytics	X			X	X	X			

Each of our operating segments is described more fully below.

## USIS

USIS provides consumer and commercial information solutions to businesses in the U.S. through three product and service lines, as follows:

**Online Information Solutions.** Online Information Solutions' products are derived from multiple large and comprehensive databases of consumer and commercial information that we maintain about individual consumers and businesses, including credit history, current credit status, payment history and address information. Our clients utilize the information and analytical insights we provide to make decisions for a broad range of financial and business purposes, such as whether, and on what terms, to approve auto loans or credit card applications, and whether to allow a consumer or a business to open a new utility or telephone account. In addition, this information is used by our clients for cross selling additional products to existing customers, improving their underwriting and risk management decisions, and authenticating and verifying consumer and business identities. We also sell consumer and credit information to resellers who combine our information with other information to provide services to the mortgage, fraud and identity management, and other end-user markets. Our software platforms and analytical capabilities can integrate all types of information, including third-party and client information, to enhance the insights and decisioning process to help further mitigate the risk of granting credit, predict the risk of bankruptcy, indicate the applicant's risk potential for account delinquency, ensure the identity of the consumer, and reduce exposure to fraud. These risk management services enable our clients to monitor risks and opportunities and proactively manage their portfolios.

Online Information Solutions' clients access products through a full range of electronic distribution mechanisms, including direct real-time access, which facilitates instant decisions. We also develop and host customized applications that enhance the decision-making process for our clients. These decisioning technology applications assist with a wide variety of decisioning activities, including determining pre-approved offers, cross-selling of various products, determining deposit amounts for telephone and utility companies, and verifying the identity of their customers. We have also compiled commercial databases regarding businesses in the U.S., which include loan, credit card, public records and leasing history data, trade accounts receivable performance, and Secretary of State and Securities and Exchange Commission registration information. We offer scoring and analytical services that provide additional information to help mitigate the credit risk assumed by our clients.

**Mortgage Solutions.** Our Mortgage Solutions products, offered in the U.S., consist of specialized credit reports that combine information from the three major consumer credit reporting agencies (Equifax, Experian Group and TransUnion LLC) into a single "merged" credit report in an online format, commonly referred to as a tri-merge report. Mortgage lenders use these tri-merge reports in making their mortgage underwriting decisions. Additionally, we offer various "triggering" services designed to alert lenders to changes in a consumer's credit status during the underwriting period and securitized portfolio risk assessment services for evaluating inherent portfolio risk.

**Financial Marketing Services.** Our Financial Marketing Services products utilize consumer and commercial financial information enabling our clients to more effectively manage their marketing efforts, including targeting and segmentation; to identify and acquire new clients for their products and services; to develop portfolio strategies to minimize risk and maximize profitability; and to realize additional revenue from existing customers through more effective cross selling and upselling of additional products and services. These products utilize information derived from consumer and commercial information, including credit, income, asset, liquidity, net worth and spending activity, which also support many of our Online Information Solutions' products. These data assets broaden the understanding of consumer and business financial potential and opportunity which can further drive high value decisioning and targeting solutions for our clients. We also provide account review services, which assist our clients in managing their existing customers and prescreen services that help our clients identify new opportunities with their customers. Clients for these products primarily include institutions in the banking, brokerage, retail, insurance and mortgage industries as well as companies primarily focused on digital and interactive marketing.

## **International**

The International operating segment includes our Canada, Europe and Latin America business units. These business units offer products that are similar to those available in the USIS operating segment, although, in some jurisdictions, data sources tend to rely more heavily on government agencies than in the U.S. We also offer specialized services that help our customers better manage risk in their consumer portfolios. This operating segment's products and services generate revenue in Argentina, Canada, Chile, Costa Rica, Ecuador, El Salvador, Honduras, Mexico, Paraguay, Peru, Portugal, Spain, the U.K. and Uruguay. We also maintain support operations in the Republic of Ireland, Chile and Costa Rica. We offer consumer credit services in Russia and India through our investment in joint ventures and have an investment in the second largest consumer and commercial credit information company in Brazil. We also provide information, technology and services to support debt collections and recovery management in Europe, Canada and Latin America.

**Canada.** Similar to Online Information Solutions, Mortgage Solutions and Financial Marketing Services business units, Canada offers products derived from the credit information that we maintain about individual consumers and businesses. We offer many products in Canada, including credit reporting and scoring, consumer and commercial marketing, risk management, fraud detection and modeling services, identity management and authentication services, together with certain of our decisioning products that facilitate pre-approved offers of credit and automate a variety of credit decisions.

**Europe.** Our European operation provides information solutions, marketing and personal solutions products. Information solutions and personal solutions products are generated from information that we maintain and include credit reporting and scoring, asset information, risk management, identity management and authentication services, fraud detection and modeling services. Most of these products are sold in the U.K. with a more limited set of information solutions products sold in Portugal and Spain. Our commercial products, such as business credit reporting and commercial risk management services, are available mostly in the U.K, with a more limited set of information solutions products sold in Portugal and Spain. Marketing products, which are similar to those offered in our Financial Marketing Services business unit, are primarily available in the U.K. and, to a lesser extent, in Spain. Beginning in 2014, we also provide information, technology and services to support debt collections and recovery management.

**Latin America.** Our Latin American operation provides consumer and commercial information solutions products, marketing products and personal solutions products. We offer a full range of products, generated from credit records that we maintain, including credit reporting and scoring, decisioning technology, risk management, identity management, authentication and fraud detection services. Our consumer products are the primary source of revenue in each of the countries in which we operate. We also offer various commercial products, which include credit reporting, decisioning tools and risk management services, in the countries we serve. Beginning in 2013, we also provide information, technology and services to support debt collections and recovery management. Additionally, we provide a variety of consumer and commercial marketing products generated from our credit information databases, including business profile analysis, business prospect lists and database management. The countries in which we operate include Argentina, Chile, Costa Rica, Ecuador, El Salvador, Honduras, Mexico, Paraguay, Peru and Uruguay.

## **Workforce Solutions**

Workforce Solutions operates in the U.S. through two business units:

**Verification Services.** Verification Services include employment, income and social security number verification services. Our online verification services enable direct third-party verifiers including various governmental agencies, mortgage originators, credit card and automotive lenders and pre-employment screeners to verify the employee's employment status and income information. We also offer an offline research verification service, which expands employment verification to locate data outside our existing automated database.

The Work Number is our key repository of employment and income data serving our verifier business and enabling employer human resource services. We rely on payroll data received from over 5,300 organizations, including almost three quarters of Fortune 500 companies, to regularly update the database. The updates occur as employers transmit data electronically to Equifax from their payroll systems. Employers contract to provide this data for specified periods under the terms of contracts which range from one to five years. We use this data to provide automated employment and income verification services to third-party verifiers as well as enabling employer services such as unemployment claims, I-9 and eVerify transactions and employer tax credits opportunities.

The fees we charge for these services are generally on a per transaction basis. After the expiration of the applicable contract, absent renewal by mutual agreement of the parties, we generally do not have any further right to use the employment data we obtained pursuant to the contract. We have not experienced significant turnover in the employer contributors to the database because we generally do not charge them to add their employment data to the database and the verification service we offer relieves them of the administrative burden and expense of responding to third-party employment verification requests. The database contained approximately 277 million current and historic employment records at December 31, 2015.



***Employer Services.*** These services are aimed at reducing the cost to the human resources function of businesses through a broad suite of services including assisting with employment tax matters designed to reduce the cost of unemployment claims through effective claims representation and management and efficient processing and to better manage the tax rate that employers are assessed for unemployment taxes; comprehensive services designed to research the availability of employment-related tax credits (e.g., the federal work opportunity and welfare to work tax credits and state tax credits), and to process the necessary filings and assist the client in obtaining the tax credit; W-2 management services (which include initial distribution, reissue and correction of W-2 forms); paperless pay services that enable employees to electronically receive pay statement information as well as review and change direct deposit account or W-4 information; integrated electronic time capture and reporting services; paperless new-hire services to bring new workers on board using electronic forms; I-9 management services designed to help clients electronically comply with the immigration laws that require employers to complete an I-9 form for each new hire; and onboarding services using online forms to complete the new hire process for employees of corporate and government agencies. We also offer analytical services enabling our customers to better understand the demographic profile and key statistical metrics of their workforce. In addition we provide software and services to employers to assist in compliance with the Affordable Care Act ("ACA") through partnerships with government agencies.

#### **Personal Solutions**

Our Personal Solutions products give consumers information to enable them to understand and monitor their credit and monitor and help protect their identity primarily through our Equifax Complete, ID Patrol, Credit Watch and Score Watch monitoring products. Consumers can obtain credit file information about them and Equifax or FICO credit scores. Equifax products also offer monitoring features for consumers who are concerned about identity theft and data breaches, including credit report monitoring from all three bureaus, internet and bank account monitoring, lost wallet support, and the ability to lock and unlock the Equifax credit file. Our products are available to consumers in the United States, Canada, and the U.K. directly primarily over the internet and indirectly through relationships with business partners who distribute our products or provide these services to their employees or customers. We also sell consumer and credit information to resellers who combine our information with other information to provide direct to consumer monitoring, reports and scores.

## COMPETITION

The market for our products and services is highly competitive and is subject to constant change. Our competitors vary widely in size and the nature of the products and services they offer. Sources of competition are numerous and include the following:

- Competition for our consumer credit information solutions and personal solutions products varies by both application and industry, but generally includes two global consumer credit reporting companies, Experian and TransUnion, both of which offer a product suite similar to our credit reporting solutions, and LifeLock, a national provider of personal identity theft protection products, as well as emerging competitors offering free credit scores including Credit Karma. There are also a large number of competitors who offer competing products in specialized areas (such as fraud prevention, risk management and application processing and decisioning solutions) and software companies offering credit modeling services or analytical tools. As a premier provider of information based insights and solutions, we believe that our products offer clients an advantage over those of our credit based competitors because of the depth and breadth of our consumer information files, which we believe to be superior in terms of accuracy, coverage and availability. Other differentiators include our decisioning technology and the features and functionality of our analytical capabilities. Our competitive strategy is to emphasize improved decision making and product quality while remaining competitive on price. Our marketing services products also compete with the foregoing companies and others who offer demographic information products, including Acxiom, Harte-Hanks and infoGROUP. We also compete with Fair Isaac Corporation with respect to certain of our analytical tools and solutions.
- Competition for our commercial solutions products primarily includes Experian, The Dun & Bradstreet and Cortera, and providers of these services in the international markets we serve. We believe our access to and knowledge of U.S. small business loan information from financial institutions combined with our consumer credit information in the case of small business owners enables more efficient and effective decision-making for the small business segment of that market.
- Competition for our employment and income verification services includes large employers who serve their own needs through in-house systems to manage verification as well as regional online verification companies, such as Verify Jobs and First Advantage, who offer verification services along with other human resources and tax services. Competition in the Employer Services market is diverse and includes in-house management of such services or the outsourcing of one or more of such services to HR consulting firms such as Mercer and Towers Watson, HR management services providers such as Oracle and Silk Road, payroll processors such as ADP and Ceridian, accounting firms such as PricewaterhouseCoopers and Ernst & Young, analytics companies such as Tableau and Visier and hundreds of smaller companies that provide one or multiple offerings that compete with our Employer Services business. Competition in the Verification Services market includes employers who manage verifications in-house, lenders who obtain verifications directly from employers, and online and offline verification companies, such as Verify Job System, Corporate Cost Control, Thomas & Thorngren and Employers Edge.
- Competition for our debt collection and recovery management software, services and analytics is similar to the competition for our consumer credit information solutions. We believe that the breadth and depth of our data assets enable our clients to develop a more current and comprehensive view of consumers. In the category of platforms and analytics, we compete to some extent with entities that deploy collections platforms, account management systems or recovery solutions.

While we believe that none of our competitors offers the same mix of products and services as we do, certain competitors may have a larger share of particular geographic or product markets or operate in geographic areas where we do not currently have a presence.

We assess the principal competitive factors affecting our markets to include: product attributes such as quality, depth, coverage, adaptability, scalability, interoperability, functionality and ease of use; product price; technical performance; access to unique proprietary databases; availability in application service provider, or ASP, format; quickness of response, flexibility and client services and support; effectiveness of sales and marketing efforts; existing market penetration; new product innovation; and our reputation as a trusted steward of information.

## TECHNOLOGY AND INTELLECTUAL PROPERTY

We generally seek protection under federal, state and foreign laws for strategic or financially important intellectual property developed in connection with our business. Certain intellectual property, where appropriate, is protected by registration under applicable trademark laws or by prosecution of patent applications. We own a number of patents registered in the U.S. and several in foreign countries. We also have certain registered trademarks, service marks, logos and internet domain names in the U.S. and in many foreign countries, the most important of which are “Equifax,” “Decision360,” “The Work Number” and variations thereof. These marks are used in connection with many of our product lines and services. We believe that, in the aggregate, the rights under our patents and trademarks are generally important to our operations and competitive position, but we do not regard any of our businesses as being dependent upon any single patent or group of patents or trademark. However, certain Company trademarks, which contribute to our identity and the recognition of our products and services, including but not limited to the “Equifax” trademark, are an integral part of our business, and their loss could have a material adverse effect on us. We also protect certain of our confidential intellectual property and technology in compliance with trade secret laws and through the use of nondisclosure agreements.

We license other companies to use certain data, software, and other technology and intellectual property rights we own or control, primarily as core components of our products and services, on terms that are consistent with customary industry standards and that are designed to protect our interest in our intellectual property. Other companies license us to use certain data, technology and other intellectual property rights they own or control. For example, we license credit-scoring algorithms and the right to sell credit scores derived from those algorithms from third parties for a fee. We do not hold any franchises or concessions that are material to our business or results of operations.

## **GOVERNMENTAL REGULATION**

We are subject to a number of U.S. federal, state, local and foreign laws and regulations that involve matters central to our business. These laws and regulations may involve privacy, data protection, intellectual property, competition, consumer protection, anti-corruption, anti-bribery, anti-money laundering, employment, health, taxation or other subjects. In particular, we are subject to federal, state and foreign laws regarding the collection, protection, dissemination and use of non-public personal information we have in our possession and to consumer financial protection. Foreign data and consumer protection, privacy and other laws and regulations are often more restrictive than those in the U.S. Failure to satisfy those legal and regulatory requirements, or the adoption of new laws or regulations, could have a material adverse effect on our results of operations, financial condition or liquidity.

U.S. federal and state and foreign laws and regulations are evolving and can be subject to significant change. In addition, the application and interpretation of these laws and regulations are often uncertain. These laws are enforced by federal, state and local regulatory agencies in the jurisdictions where we operate, and in some instances also through private civil litigation. There are also a number of legislative proposals pending before the U.S. Congress, various state legislative bodies, and foreign governments concerning consumer and data protection which could affect us.

### ***Summary of U.S. Regulation Relating to Consumer and Data Protection***

Our U.S. operations are subject to numerous laws and regulations governing the collection, protection and use of consumer credit and other information, and imposing sanctions for the misuse of such information or unauthorized access to data. Many of these provisions also affect our customers’ use of consumer credit or other data we furnish.

Examples of the most significant of these laws include, but are not limited to, the following:

#### ***Federal Laws and Regulation***

- FCRA - The United States Fair Credit Reporting Act (“FCRA”) regulates consumer reporting agencies, including us, as well as data furnishers and users of consumer reports such as banks and other companies. FCRA provisions govern the accuracy, fairness and privacy of information in the files of consumer reporting agencies (“CRAs”) that engage in the practice of assembling or evaluating certain information relating to consumers for certain specified purposes. The FCRA limits the type of information that may be reported by CRAs, limits the distribution and use of consumer reports and establishes consumer rights to access and dispute their credit files. CRAs are required to follow reasonable procedures to assure maximum possible accuracy of the information concerning the individual about whom the report relates and if a consumer disputes the accuracy of any information in the consumer’s file, to conduct a reasonable reinvestigation. CRAs are required to make available to consumers a free annual credit report. The FCRA imposes many other requirements on CRAs, data furnishers and users of consumer report information. Violation of the FCRA can result in civil and criminal penalties. The

FCRA contains an attorney fee shifting provision to provide an incentive for consumers to bring individual or class action lawsuits against a CRA for violations of the FCRA. Regulatory enforcement of the FCRA is under the purview of the United States Federal Trade Commission ("FTC"), the Consumer Financial Protection Bureau ("CFPB"), and state attorneys general, acting alone or in concert with one another.

- The Dodd-Frank Act - One of the purposes of the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank Act") is to protect consumers from abusive financial services practices. Title X of the Dodd-Frank Act created the CFPB. The Dodd-Frank Act transfers authority under certain existing laws to the CFPB and provides it with examination and supervisory authority. The Dodd-Frank Act also prohibits unfair, deceptive or abusive acts or practices ("UDAAP") with respect to consumer finance and provides the CFPB with authority to enforce those provisions. We are subject to the examination and supervision of the CFPB. The CFPB may pursue administrative proceedings or litigation to enforce the laws and rules subject to its jurisdiction. In these proceedings the CFPB can obtain cease and desist orders, which can include orders for restitution to consumers or rescission of contracts, as well as other types of affirmative relief, and monetary penalties ranging from \$5,000 per day for ordinary violations and up to \$1 million per day for knowing violations. Also, the Dodd-Frank Act empowers state attorneys general and state regulators to bring civil actions in certain circumstances for the kind of cease and desist orders available to the CFPB (but not for civil penalties).
- FTC Act - The Federal Trade Commission Act ("FTC Act") prohibits unfair methods of competition and unfair or deceptive acts or practices. We must comply with the FTC Act when we market our services, such as consumer credit monitoring services offered through our Personal Solutions unit. The security measures we employ to safeguard the personal data of consumers could also be subject to the FTC Act, and failure to safeguard data adequately may subject us to regulatory scrutiny or enforcement action. There is no private right of action under the FTC Act.
- GLBA - The Financial Services Modernization Act of 1999, or Gramm-Leach-Bliley Act ("GLBA") regulates, among other things, the use of non-public personal information of consumers that is held by financial institutions, including us. We are subject to various GLBA provisions, including rules relating to the use or disclosure of the underlying data and rules relating to the physical, administrative and technological protection of non-public personal financial information. Breach of the GLBA can result in civil and/or criminal liability and sanctions by regulatory authorities, such as fines of up to \$100,000 per violation and up to five years' imprisonment for individuals. Regulatory enforcement of the GLBA is under the purview of the FTC, the federal prudential banking regulators, the SEC and state attorneys general, acting alone or in concert with each other.
- CROA-The Credit Repair Organizations Act ("CROA") regulates companies that claim to be able to assist consumers in improving their credit standing. There have been efforts to apply the CROA to credit monitoring services offered by consumer reporting agencies and others. CROA allows for a private right of action and permits consumers to recover all money paid for alleged "credit repair" in the event of a violation.

#### *State Laws and Regulation Relating to Consumer and Data Protection*

- A number of states have enacted requirements similar to the federal FCRA. Some of these state laws impose additional, or more stringent, requirements than the FCRA, especially in connection with the investigations and responses to reported inaccuracies in consumer reports. The FCRA preempts some of these state laws, but the scope of preemption continues to be defined by the courts. The state of Vermont is grandfathered under the original FCRA requirements and thus we are subject to additional requirements to comply with Vermont law.
- Most states and the District of Columbia have passed laws that give consumers the right to place a security freeze on their credit reports to prevent others from opening new accounts or obtaining new credit in their name. These laws place differing requirements on credit reporting agencies with respect to how and when to respond to such credit file freeze requests and in the fees, if any, the agencies may charge for freeze-related actions.
- A majority of states have adopted versions of data security breach laws that require notification of affected consumers in the event of a breach of personal information. Some of these laws require additional data protection measures which exceed the GLB Act data safeguarding requirements. If data within our system is compromised by a breach, we may be subject to provisions of various state security breach laws.
- We are also subject to federal and state laws that are generally applicable to any U.S. business with national or international operations, such as antitrust laws, the Foreign Corrupt Practices Act, the Americans with Disabilities

Act, state unfair or deceptive practices act and various employment laws. We continuously monitor federal and state legislative and regulatory activities that involve credit reporting, data privacy and security to identify issues in order to remain in compliance with all applicable laws and regulations.

### *Summary of International Regulation Relating to Consumer and Data Protection*

We are subject to various data protection, privacy and consumer credit laws and regulations in the foreign countries where we operate. Examples of the most significant of these laws include, but are not limited to, the following:

- **In the U.K.**, we are subject to a regulatory framework which provides for primary regulation by the Financial Conduct Authority (the “FCA”). The FCA focuses on consumer protection and market regulation as well as prudential supervision of regulated financial institutions. The FCA has significant powers, including the power to regulate conduct related to the marketing of financial products, specify minimum standards and to place requirements on products, impose unlimited fines, and to investigate organizations and individuals. In addition, the FCA is able to ban financial products for up to a year while considering an indefinite ban; it has the power to instruct firms to immediately retract or modify promotions which it finds to be misleading, and to publish such decisions. Our core credit reporting (“credit reference”) and debt collections services and recovery management businesses in the U.K. are subject to FCA supervision and we will require certain corporate and “approved person” authorizations from the FCA to carry on such businesses. The FCA has fixed the dates by which credit reference agencies and collection businesses must apply for this authorization: debt collections services businesses were required to apply by June 30, 2015, and credit reference agencies must apply by March 31, 2016. The license application for our collection business (TDX Group or “TDX”) was submitted prior to the June 30, 2015 deadline, and we expect to apply for authorization in our capacity as a credit reference agency by the March 31, 2016 deadline. Although we do not currently anticipate any issues in receiving authorization, to the extent applicable approvals are not obtained in a timely manner, or at all, we may not conduct these businesses in the U.K.
- **In Europe**, we are subject to the European Union (“EU”) data protection regulations, including the comprehensive 1995 European Union Data Protection Directive. The EU regulations establish several obligations that organizations must follow with respect to use of personal data, including a prohibition on the transfer of personal information from the EU to other countries whose laws do not protect personal data to an “adequate” level of privacy or security. The EU standard for adequacy is generally stricter and more comprehensive than that of the U.S. and most other countries where Equifax operates. In the U.K., in addition to the EU Directive on Data Protection, the Data Protection Act of 1998 regulates the manner in which we can use third-party data. In addition, regulatory limitations affect our use of the Electoral Roll, one of our key data sources in the U.K. Generally, the data underlying the products offered by our U.K. Information Services and Personal Solutions product lines, excluding our Commercial Services products, are subject to these regulations. In Spain and Portugal, the privacy laws which are subject to the EU Directive on Data Protection regulate all credit bureau and personal solutions activities. Regulation relating to the 1995 EU Data Protection Directive, proposed in 2012 by the European Commission, has now been agreed by the European legislative bodies, that amongst other things, will tighten data protection requirements and make enforcement more rigorous, for example, by streamlining enforcement at a European level, introducing data breach notification requirements and increasing penalties for non-compliance. It is anticipated that the regulation will be enacted in the spring of 2016, and will have a two year implementation period.
- **In Canada**, federal and provincial laws govern how we collect, use or disclose personal information in the course of our commercial activities. The federal Personal Information Protection and Electronic Documents Act of 2000 gives individuals the right to access and request correction of their personal information collected by us, and requires compliance with the Canadian Standard Association Model Code for the Protection of Personal Information covering accountability and identifying purposes, consent, collection, use, disclosure, retention, accuracy, safeguards, individual access and compliance. The federal and provincial privacy regulators have powers of investigation and intervention, and provisions of Canadian law regarding civil liability apply in the event of unlawful processing which is prejudicial to the persons concerned. The European Union, or EU, recognizes Canada as having adequate levels of protection for personal data transfers and processing.
- **In Latin America**, consumer reporting, data protection and privacy laws and regulations exist in various forms in Argentina, Chile, Costa Rica, Ecuador, El Salvador, Paraguay, Peru and Uruguay. Argentina and Uruguay generally follow the EU data protection model, and the EU recognizes both countries’ laws as providing adequate

levels of protection for personal data transfers and processing. Data, credit bureau and/or consumer protection laws in Paraguay and Peru regulate issues such as consent, collection, use, disclosure, retention, and accuracy of credit data. Among other protections, laws in all of these countries generally allow individuals to access and request corrections of personal data.

Laws in Argentina, Chile, Ecuador, Paraguay, Peru and Uruguay also establish specific privacy rights, and judicial proceedings may be used to enforce them. Legislation has been proposed in several countries in Latin America that would amend existing credit reporting laws by prohibiting the use of certain data for credit reference purposes, shorten the period during which data may be stored and create new access and notification rights for data subjects. In Argentina, a privacy bill of law was also filed at the Congress of Buenos Aires Province. This bill proposes the creation of a Provincial Registry of databases, stricter regulations concerning notifications to data subjects, and immediate updates of their credit files. The Chilean government has indicated that it will introduce a new comprehensive data protection bill in 2016, and a separate bill that would create a publicly-managed consumer credit registry remains before the legislature. Each of these bills would introduce a new framework to allow the government to regulate the collection and use of personal data, including credit data. Ecuador's National Assembly approved a law to replace private sector credit bureaus with a state-run registry which when implemented would materially impact our local credit reporting operations in Ecuador. Ecuador, however, represented less than one percent of our 2015 revenue and operating profit for our International business unit and is not material to our consolidated results of operations. The law originally provided a transition period throughout 2013 for the development and introduction of the new registry; however, the transition period was then extended through 2014. In late 2014, the law was amended again to remove the fixed deadline, allowing private sector credit bureaus to continue operating until the financial sector regulatory board determines that the new registry is operational. To date, the public body in Ecuador in charge of the registry has not achieved a successful implementation. In Paraguay, in December 2015 a modification was introduced to current data protection law requiring debts to be eliminated from a credit file once full payment has occurred. In addition, the amendment now permits the disclosure and use of positive data. In Peru there is a proposal to include certain thresholds under which delinquencies could not be reported and the obligation to send a notice prior to the registration of delinquencies. Legislation has been approved in El Salvador to reduce the period of time during which credit information may be reported following the payment of a debt. In addition, to use, share, transfer or commercialize credit data without consent in El Salvador is now a serious infraction, and in the event that a credit bureau suspends or ceases operations, a copy of its credit database must be provided to the regulator. Costa Rica is in the process of amending current administrative regulations regarding data protection. While the potential impact of the foregoing regulatory changes is unlikely to be material in the aggregate to the results of our International operations, if the market opportunity were to be restricted significantly in Argentina or Chile, and/or in a combination of the smaller Latin American countries in which we operate, the impact on our International operating results could be material.

- **In India**, various legislation including the Information Technology Act 2000 and the Credit Information Companies (Regulation) Act of 2005 establishes a federal data protection framework. Entities that collect and maintain personal data and/or credit information must ensure that it is complete, accurate and safeguarded, and must adopt certain privacy principles with respect to collecting, processing, preserving, sharing and using such data and/or credit information. The Indian parliament has passed legislation that would allow individuals to sue for damages in the case of a data breach, if the entity negligently failed to implement reasonable security practices and procedures to protect personal data and/or credit information. Our Indian joint venture is subject to regulation by the Reserve Bank of India, which is India's central banking institution.
- **In Russia**, credit reporting activities are governed by the Federal Law on Credit Histories No.218-fz, dated December 30, 2004. The law regulates the contents of credit files, who may submit data to a credit bureau and who can receive credit reports.

#### ***Tax Management Services***

The Tax Management Services business within our Workforce Solutions segment is potentially impacted by changes in renewal or non-renewal of U.S. tax laws or interpretations, for example, those pertaining to work opportunity tax credits and unemployment compensation claims.

#### **PERSONNEL**

Equifax employed approximately 8,000 employees in 21 countries as of December 31, 2015. None of our U.S. employees are subject to a collective bargaining agreement and no work stoppages have been experienced. Pursuant to local laws, certain of our employees in Argentina and Spain are covered under government-mandated collective bargaining regulations that govern general salary and compensation matters, basic benefits and hours of work. In some of our non-U.S. subsidiaries, certain of our employees are represented by workers' councils or statutory labor unions.

## EXECUTIVE OFFICERS OF EQUIFAX

The executive officers of Equifax and their ages and titles are set forth below.

*Richard F. Smith (56)* has been Chairman and Chief Executive Officer since December 2005. He was named Chairman-Elect and Chief Executive Officer effective September 2005. Prior to that, Mr. Smith served as Chief Operating Officer, GE Insurance Solutions, from 2004 to September 2005 and President and Chief Executive Officer of GE Property and Casualty Reinsurance from 2003 to 2004.

*John W. Gamble, Jr. (53)* has been Corporate Vice President and Chief Financial Officer since May 2014. Prior to that, Mr. Gamble was Executive Vice President and Chief Financial Officer of Lexmark International, Inc., a global provider of document solutions, enterprise content management software and services, printers and multifunction printers, from September 2005 until May 2014.

*John J. Kelley III (55)* has been Corporate Vice President and Chief Legal Officer since January 2013. Responsibilities include legal services, global sourcing, security and compliance, government and legislative relations, corporate governance and privacy functions. Mr. Kelley was a senior partner in the Corporate Practice Group of the law firm of King & Spalding LLP from January 1993 to December 2012.

*Joseph M. Loughran, III (48)* has been Chief Marketing Officer since March 2015. Prior thereto, he served as President, Personal Solutions since January 4, 2010. Prior thereto, he was Senior Vice President - Corporate Development from April 2006 to December 2009. Prior to joining Equifax, he held various executive roles at BellSouth Corporation from May 2001 to April 2006, including most recently Managing Director-Corporate Strategy and Planning from May 2005 to April 2006.

*Coretha M. Rushing (59)* has been Corporate Vice President and Chief Human Resources Officer since 2006. Prior to joining Equifax, she served as an executive coach and HR Consultant with Atlanta-based Cameron Wesley LLC. Prior thereto, she was Senior Vice President of Human Resources at The Coca-Cola Company, where she was employed from 1996 until 2004.

*David C. Webb (60)* became Chief Information Officer in January 2010. Prior thereto, he served as Chief Operations Officer for SVB Financial Corp. from 2008, and from 2004 to 2008 was Chief Information Officer. Mr. Webb was Vice President, Investment Banking Division at Goldman Sachs, a leading global investment banking, securities and investment management firm, from 1999 to 2004. He was Chief Information Officer at Bank One from 1997 to 1999.

*Rodolfo O. Ploder (55)* has been President, Workforce Solutions, since November 2015. Prior thereto, he served as President, U.S. Information Solutions, since April 2010. Prior thereto, he served as President, International, from January 2007 to April 2010. Prior thereto, he was Group Executive, Latin America from February 2004 to January 2007.

*Paulino R. Barros (59)* has been President, U.S. Information Solutions, since November 2015. Prior thereto, he served as President, International, since July 2010. Prior thereto, he served as President of PB&C Global Investments, LLC, an international consulting and investment firm. Prior thereto, he was President of Global Operations for AT&T.

*John T. Hartman (56)* has been President, International, since November 2015. Prior thereto, he served as Senior Vice President, Corporate Development, since July 2010. Prior thereto, he served as President of Growth Vector from 2009 to 2010. Prior thereto, he served as Executive Vice President and Chief Commercial Officer for Acuity Brands from 2004 to 2009.

*J. Dann Adams (58)* has been President, Personal Solutions, since November 2015. Prior thereto, he served as President, Workforce Solutions, since July 2010. Prior thereto, he served as President, U.S. Information Solutions from 2007 to June 2010. Prior thereto, he served as Group Executive, North America Information Services from November 2003 until December 2006.

Nuala M. King (62) has been Senior Vice President and Controller since May 2006. Prior thereto, she was Vice President and Corporate Controller from March 2004 to April 2006. Prior to joining Equifax, Ms. King served as Corporate Controller for UPS Capital from March 2001 until March 2004.

## FORWARD-LOOKING STATEMENTS

This report contains information that may constitute “forward-looking statements.” Generally, the words “believe,” “expect,” “intend,” “estimate,” “anticipate,” “project,” “will” and similar expressions identify forward-looking statements, which generally are not historical in nature. All statements that address operating performance, events or developments that we expect or anticipate will occur in the future are forward-looking statements. Management believes that these forward-looking statements are reasonable as and when made. However, forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from our Company’s historical experience and our present expectations or projections, including without limitation our expectations regarding the Company’s outlook, long-term organic and inorganic growth, and customer acceptance of our business solutions referenced above under “Business” and below under “Business Environment and Company Outlook.” These risks and uncertainties include, but are not limited to, those described below in Item 1A. Risk Factors, and elsewhere in this report and those described from time to time in our future reports filed with the United States Securities and Exchange Commission, or SEC. As a result of such risks and uncertainties, we urge you not to place undue reliance on any such forward-looking statements. Forward-looking statements speak only as of the date when made. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

## AVAILABLE INFORMATION

Detailed information about us is contained in our annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, proxy statements and other reports, and amendments to those reports, that we file with, or furnish to, the SEC. These reports are available free of charge at our website, [www.equifax.com](http://www.equifax.com), as soon as reasonably practicable after we electronically file such reports with or furnish such reports to the SEC. However, our website and any contents thereof should not be considered to be incorporated by reference into this document. We will furnish copies of such reports free of charge upon written request to Corporate Secretary, Equifax Inc., P.O. Box 4081, Atlanta, Georgia, 30302.

## ITEM 1A. RISK FACTORS

All of the risks and uncertainties described below and the other information included in this Form 10-K should be considered and read carefully. The risks described below are not the only ones facing us. The occurrence of any of the following risks or additional risks and uncertainties not presently known to us or that we currently believe to be immaterial could materially and adversely affect our business, financial condition or results of operations. This Form 10-K also contains forward-looking statements and estimates that involve risks and uncertainties. Our actual results could differ materially from those anticipated in the forward-looking statements as a result of specific factors, including the risks and uncertainties described below.

### *Uncertain general economic conditions could materially adversely affect us.*

We and our customers continue to be sensitive to negative changes in general economic conditions, both inside and outside the U.S. Business customers use our credit information and related analytical services and data to process applications for new credit cards, automobile loans, home and equity loans and other consumer loans, and to manage their existing credit relationships. Bank and other lenders’ willingness to extend credit is adversely affected by elevated consumer delinquency and loan losses in a weak economy. Consumer demand for credit (i.e., rates of spending and levels of indebtedness) also tends to grow more slowly or decline during periods of economic contraction or slow economic growth. High or rising rates of unemployment and interest, declines in income, home prices, or investment values, lower consumer confidence and reduced access to credit adversely affect demand for our products and services, and consequently our revenue, as consumers may continue to postpone or reduce their spending and use of credit, and lenders may reduce the amount of credit offered or available.

### *The loss of access to credit, employment, financial and other data from external sources could harm our ability to provide our products and services.*

We rely extensively upon data from external sources to maintain our proprietary and non-proprietary databases, including data received from customers, strategic partners and various government and public record sources. This data includes the widespread and voluntary contribution of credit data from most lenders in the U.S and many other markets as well



as the contribution of data under proprietary contractual agreements, such as employers' contribution of employment and income data to The Work Number, financial institutions' contribution of individual financial data to IXI, telecommunications, cable and utility companies' contribution of payment and fraud data to the National Cable, Telecommunications and Utility Exchange, and financial institutions' contribution of small business borrowing information to the Small Business Financial Exchange. Although historically we have not experienced material issues in this regard, our data sources could withdraw, delay receipt of or increase the cost of their data provided to us for a variety of reasons, including legislatively or judicially imposed restrictions on use, security breaches or competitive reasons. Where we currently have exclusive use of data, the providers of the data sources could elect to make the information available to competitors. We also compete with several of our third-party data suppliers. If a substantial number of data sources or certain key data sources were to withdraw or be unable to provide their data, if we were to lose access to data due to government regulation, if we lose exclusive right to the use of data, or if the collection of data becomes uneconomical, our ability to provide products and services to our clients could be materially adversely impacted, which could result in decreased revenue, net income and earnings per share. There can be no assurance that we would be able to obtain data from alternative sources if our current sources become unavailable.

***Our markets are highly competitive and new product introductions and pricing strategies being offered by our competitors could decrease our sales and market share or require us to enhance our products and services or reduce our prices in a manner that reduces our operating margins.***

We operate in a number of geographic, product and service markets that are highly competitive. Competitors may develop products and services that are superior to or that achieve greater market acceptance than our products and services. The size of our competitors varies across market segments, as do the resources we have allocated to the segments we target. Therefore, some of our competitors may have significantly greater financial, technical, marketing or other resources than we do in one or more of our market segments, or overall. As a result, our competitors may be in a position to respond more quickly than we can to new or emerging technologies and changes in customer requirements, or may devote greater resources than we can to the development, enhancement, promotion, sale and support of products and services. Moreover, new competitors or alliances among our competitors may emerge and potentially reduce our market share, revenue or margins.

We also sell our information to competing firms, and buy information from certain of our competitors, in order to sell "tri-bureau" and other products, most notably into the mortgage and direct to consumer markets. Changes in prices between competitors for this information and/or changes in the design or sale of tri-bureau versus single bureau product offerings may affect our revenue or profitability.

Some of our competitors may choose to sell products competitive to ours at lower prices by accepting lower margins and profitability, or may be able to sell products competitive to ours at lower prices given proprietary ownership of data, technological superiority or economies of scale. Price reductions by our competitors could negatively impact our margins and results of operations and could also harm our ability to obtain new customers on favorable terms. Historically, certain of our key products have experienced declines in per unit pricing due to competitive factors and customer demand. Since a significant portion of our operating expenses is relatively fixed in nature due to sales, information technology and development and other costs, if we were unable to respond quickly enough to changes in competition or customer demand, we could experience further reductions in our operating margins.

***If we do not introduce successful new products, services and analytical capabilities in a timely manner, our competitiveness and operating results will suffer.***

We generally sell our products in industries that are characterized by rapid technological changes, frequent new product and service introductions and changing industry standards. In addition, certain of the markets in which we operate are seasonal and cyclical. Without the timely introduction of new products, services and enhancements, our products and services will become technologically or commercially obsolete over time, in which case our revenue and operating results would suffer. The success of our new products and services will depend on several factors, including our ability to properly identify customer needs; innovate and develop new technologies, services and applications; successfully commercialize new technologies in a timely manner; produce and deliver our products in sufficient volumes on time; differentiate our offerings from competitor offerings; price our products competitively; anticipate our competitors' development of new products, services or technological innovations; and control product quality in our product development process.

***If we experience system constraints or failures, or our customers do not modify and/or upgrade their systems to accept new releases of our products and services, our services to our customers could be delayed or interrupted, which could result in lost revenues or customers, lower margins, or other harm to our business and reputation.***

We depend on reliable, stable, efficient and uninterrupted operation of our technology network, systems, and data centers to provide service to our customers. Many of the services and systems upon which rely have been outsourced to third parties. In addition, many of our revenue streams are dependent on links to third party telecommunications providers. These systems and operations, and the personnel that support, service and operate these systems, could be exposed to interruption, damage or destruction from power loss, telecommunication failures, computer viruses, denial-of-service attacks, human error, fire, natural disasters, war, terrorist acts or civil unrest. We may not have sufficient disaster recovery or redundant operations in place to cover a loss or failure of systems or telecommunications links in a timely manner. Any significant delay or interruption could result in lost revenues or customers, lower margins, or other significant harm to our business or reputation.

***Security breaches and other disruptions to our information technology infrastructure could interfere with our operations, and could compromise Company, customer and consumer information, exposing us to liability which could cause our business and reputation to suffer.***

In the ordinary course of business, we rely upon information technology networks and systems, some of which are managed by third parties, to process, transmit and store electronic information, and to manage or support a variety of business processes and activities, including business-to-business and business-to-consumer electronic commerce and internal accounting and financial reporting systems. Additionally, we collect and store sensitive data, including intellectual property, proprietary business information and personally identifiable information of our customers, employees, consumers and suppliers, in data centers and on information technology networks. The secure and uninterrupted operation of these networks and systems, and of the processing and maintenance of this information, is critical to our business operations and strategy.

Despite our substantial investment in physical and technological security measures, employee training, contractual precautions and business continuity plans, our information technology networks and infrastructure or those of our third-party vendors and other service providers could be vulnerable to damage, disruptions, shutdowns, or breaches of confidential information due to criminal conduct, denial of service or other advanced persistent attacks by hackers, breaches due to employee error or malfeasance, or other disruptions during the process of upgrading or replacing computer software or hardware, power outages, computer viruses, telecommunication or utility failures or natural disasters or other catastrophic events. Unauthorized access to data files or our information technology systems and applications could result in inappropriate use, change or disclosure of sensitive and/or personal data of our customers, employees, consumers and suppliers.

We are regularly the target of attempted cyber and other security threats and must continuously monitor and develop our information technology networks and infrastructure to prevent, detect, address and mitigate the risk of unauthorized access, misuse, computer viruses and other events that could have a security impact. Insider or employee cyber and security threats are increasingly a concern for all large companies, including ours. Although we are not aware of any material breach of our data, properties, networks or systems, if one or more of such events occur, this potentially could compromise our networks and the information stored there could be accessed, publicly disclosed, lost or stolen. Any such access, disclosure or other loss of information could subject us to litigation, regulatory fines, penalties or reputational damage, any of which could have a material effect on our cash flows, competitive position, financial condition or results of operations. Our property and business interruption insurance may not be adequate to compensate us for all losses or failures that may occur. Also, our third-party insurance coverage will vary from time to time in both type and amount depending on availability, cost and our decisions with respect to risk retention.

***Our customers and we are subject to various current governmental regulations, and could be affected by new laws or regulations, compliance with which may cause us to incur significant expenses and change our business practices, and if we fail to maintain satisfactory compliance with certain regulations, we could be subject to civil or criminal penalties.***

We are subject to a number of U.S. and state and foreign laws and regulations relating to consumer privacy, data and financial protection. These regulations are complex, change frequently, have tended to become more stringent over time, and are subject to administrative interpretation and judicial construction in ways that could harm our business. Foreign data protection, privacy, consumer protection and other laws and regulations are often more restrictive than those in the U.S. There are also a number of legislative proposals pending before the U.S. Congress, various state legislative bodies and foreign governments concerning data protection that could affect us.

Under Title X of the Dodd-Frank Act, the CFPB has broad powers to promulgate, administer and enforce consumer financial regulations, including those applicable to us and to many of our customers. The CFPB has oversight of the FCRA, the federal regulation most directly impacting U.S. operations. The CFPB is also charged with defining “unfair, deceptive or abusive acts and practices”, known as “UDAAP”. Also, where a company has violated Title X of the Dodd-Frank Act, or CFPB regulations under Title X, the Dodd-Frank Act empowers state attorneys general and state regulators to bring civil actions for the kind of cease and desist orders available to the CFPB (but not for civil penalties). During 2015, the CFPB

publicly announced 50 enforcement actions, imposing \$212.8 million in civil money penalties, and ordering \$1.9 billion in restitution and \$636.3 million in balance reductions. We are currently the subject of investigations by state attorneys general and the CFPB as more fully described under Item. 3 Legal Proceedings in this Form 10-K.

In the U.K., we are subject to a regulatory framework which provides for primary regulation by the FCA. The FCA focuses on consumer protection and market regulation as well as prudential supervision of regulated financial institutions. The FCA has significant powers, including the power to regulate conduct related to the marketing of financial products, specify minimum standards and to place requirements on products, impose unlimited fines, and to investigate organizations and individuals. In addition, the FCA is able to ban financial products for up to a year while considering an indefinite ban; it has the power to instruct firms to immediately retract or modify promotions which it finds to be misleading, and to publish such decisions. Our core credit reporting ("credit reference") and debt collections services businesses in the U.K. are subject to FCA supervision and we will require certain corporate and "approved person" authorizations from the FCA to carry on such businesses. We submitted a license application for our debt collection services businesses (TDX) prior to the June 30, 2015 deadline, and expect to apply for authorization in our capacity as a credit reference agencies by the March 31, 2016 deadline. Although we do not currently anticipate any issues in receiving authorization, to the extent applicable approvals are not obtained in a timely manner, or at all, we may not conduct these businesses in the U.K.

We are devoting substantial compliance, legal and operational business resources to facilitate compliance with applicable regulations and requirements. Additionally, we cooperate with CFPB supervisory examinations and respond to other state and federal investigations of our business practices. Any failure by us to comply with, or remedy any violations of, applicable laws and regulations could result in the curtailment of certain of our operations, the imposition of fines and penalties, and restrictions on our ability to carry on or expand our operations. In addition, because many of our products are regulated or sold to customers in various industries, we must comply with additional regulations in marketing our products. We cannot predict the ultimate impact on our business of new or proposed CFPB, FCA or other rules, supervisory examinations or government investigations or enforcement actions.

These laws and regulations (as well as actions that may be taken by legislatures and regulatory bodies in other countries) and the consequences of any violation could limit our ability to pursue business opportunities we might otherwise consider engaging in, impose additional costs on us, result in significant loss of revenue, result in significant restitution and fines, impact the value of assets we hold, or otherwise significantly adversely affect our business. See "Item 1. Business – Government Regulation" in this Form 10-K.

***We are regularly involved in claims, suits, government investigations, supervisory examinations and other proceedings that may result in adverse outcomes.***

We are regularly involved in claims, suits, government investigations, supervisory examinations and regulatory proceedings arising from the ordinary course of our business, including actions with respect to consumer protection and data protection, including purported class action lawsuits. Such claims, suits, government investigations, and proceedings are inherently uncertain and their results cannot be predicted with certainty. Regardless of their outcome, such legal proceedings can have an adverse impact on us because of legal costs, diversion of management and other personnel, and other factors. In addition, it is possible that a resolution of one or more such proceedings could result in reputational harm, liability, penalties, or sanctions, as well as judgments, consent decrees, or orders preventing us from offering certain features, functionalities, products, or services, or requiring a change in our business practices, products or technologies, which could in the future materially and adversely affect our business, operating results, and financial condition. The FCRA contains an attorney fee shifting provision to provide an incentive for consumers to bring individual and class action lawsuits against a CRA for violation of the FCRA, and the number of consumer lawsuits (both individual and class action) against us alleging a violation of FCRA and our resulting costs associated with resolving these lawsuits have increased substantially over the past several years.

***We rely, in part, on acquisitions, joint ventures and other alliances to grow our business and expand our geographic reach. If we are unable to make acquisitions or successfully develop and maintain joint ventures and other alliances, our growth may be adversely impacted. In addition, the acquisition, integration or divestiture of businesses by us may not produce the expected financial or operating results.***

In January 2014, we acquired the TDX, a debt placement service and debt management platform company in the United Kingdom for approximately \$323 million. During 2013, we acquired TrustedID, a direct-to-consumer identity protection business, and several smaller international businesses. In addition, as described in more detail in Item 7, we have entered into an agreement to acquire Veda, which if completed, will give us a significant presence in Australia and New Zealand, where we do not currently have significant operations. Expected benefits, synergies and growth from these initiatives may not

materialize as planned. We may have difficulty assimilating new businesses and their products, services, technologies and personnel into our operations. We may also have difficulty integrating and operating businesses in countries and geographies where we do not currently have a significant presence. These difficulties could disrupt our ongoing business, distract our management and workforce, increase our expenses and materially adversely affect our operating results and financial condition. Also, we may not be able to retain key management and other critical employees after an acquisition.

***Dependence on outsourcing certain portions of our operations may adversely affect our ability to bring products to market and damage our reputation. Dependence on outsourced information technology and other administrative functions may impair our ability to operate effectively.***

As part of our efforts to streamline operations and to reduce operating costs, we have outsourced various components of our application development, information technology, operational support and administrative functions and will continue to evaluate additional outsourcing. Although we have implemented service level agreements and have established monitoring controls, if our outsourcing vendors fail to perform their obligations in a timely manner or at satisfactory quality levels, our ability to bring products to market and support our customers, and our reputation could suffer. Any failure to perform on the part of these third-party providers could impair our ability to operate effectively and could result in lower future revenue, unexecuted efficiencies and adversely impact our results of operations and our financial condition. Much of our outsourcing takes place in developing countries and, as a result, may be subject to geopolitical uncertainty.

***The impact of consolidation in our customer end markets is difficult to predict and may harm our business.***

The financial services, mortgage, retail and telecommunications industries to which we sell our products and services are intensely competitive and have been subject to increasing consolidation. Continuation of the consolidation trends in these and other industries could result in lower average prices for the larger combined entities, lower combined purchases of our services than were purchased cumulatively by separate entities prior to consolidation or existing competitors increasing their market share in newly consolidated entities, which could have a material adverse effect on our business, financial condition and results of operations. We may not be able to compete successfully in an increasingly consolidated industry and cannot predict with certainty how industry consolidation will affect our competitors or us.

***The demand for some of our products and services may be negatively impacted to the extent the availability of free or less expensive consumer information increases.***

Public or commercial, sources of free or relatively inexpensive consumer credit, credit score and other information have become increasingly available, particularly through the internet, and this trend is expected to continue. Governmental agencies in particular have increased the amount of information to which they provide free public access and these or other sources of free or relatively inexpensive consumer information from competitors or other commercial sources may reduce demand for our services, particularly in our USIS and Personal Solutions business units. In addition, recently there has been an increase in companies offering free or low-cost direct to consumer credit services (such as credit scores, reports and monitoring) as part of alternative business models that use such services as a means to introduce consumers to premium products and services. To the extent that our customers choose not to obtain services from us and instead rely on information obtained at no cost or relatively inexpensively from these other sources, our business, financial condition and results of operations may be adversely affected.

***Our retirement and post-retirement pension plans are subject to financial market risks that could adversely affect our future results of operations and cash flows.***

We have significant retirement and post retirement pension plan assets and obligations. The performance of the financial markets and interest rates impact our plan expenses and funding obligations. Significant decreases in market interest rates, decreases in the fair value of plan assets and investment losses on plan assets will increase our funding obligations, and adversely impact our results of operations and cash flows.

***If our government contracts are terminated, if we are suspended from government work, or if our ability to compete for new contracts is adversely affected, our business could suffer.***

We derive a portion of our revenue from direct and indirect sales to U.S., state, local and foreign governments and their respective agencies. Such contracts are subject to various procurement laws and regulations, and contract provisions relating to their formation, administration and performance. Failure to comply with these laws, regulations or provisions in our government contracts could result in the imposition of various civil and criminal penalties, termination of contracts, forfeiture of profits, suspension of payments, or suspension of future government contracting. If our government contracts are terminated,

if we are suspended from government work, or if our ability to compete for new contracts is adversely affected, our business could suffer.

***Third parties may claim that we are infringing their intellectual property and we could suffer significant litigation or licensing expenses or be prevented from selling products or services.***

From time to time, third parties may claim that one or more of our products or services infringe their intellectual property rights. We analyze and take action in response to such claims on a case by case basis. Any dispute or litigation regarding patents or other intellectual property could be costly and time-consuming due to the complexity of our technology and the uncertainty of intellectual property litigation and could divert our management and key personnel from our business operations. A claim of intellectual property infringement could force us to enter into a costly or restrictive license agreement, which might not be available under acceptable terms or at all, or could subject us to significant damages or to an injunction against development and sale of certain of our products or services. Our intellectual property portfolio may not be useful in asserting a counterclaim, or negotiating a license, in response to a claim of intellectual property infringement. In certain of our businesses we rely on third-party intellectual property licenses and we cannot ensure that these licenses will be available to us in the future on favorable terms or at all.

***Third parties may infringe our intellectual property and we may suffer competitive injury or expend significant resources enforcing our rights.***

Our success increasingly depends on our proprietary technology. We rely on various intellectual property rights, including patents, copyrights, database rights, trademarks and trade secrets, as well as confidentiality provisions and licensing arrangements, to establish our proprietary rights. The extent to which such rights can be protected varies in different jurisdictions. If we do not enforce our intellectual property rights successfully our competitive position may suffer which could harm our operating results. Our pending patent and trademark applications may not be allowed or competitors may challenge the validity or scope of our intellectual property rights. In addition, our patents, copyrights, trademarks and other intellectual property rights may not provide us a significant competitive advantage.

We may need to spend significant resources monitoring our intellectual property rights and we may or may not be able to detect infringement by third parties. Our competitive position may be harmed if we cannot detect infringement and enforce our intellectual property rights quickly or at all. In some circumstances, enforcement may not be available to us because an infringer has a dominant intellectual property position or for other business reasons. In addition, competitors might avoid infringement by designing around our intellectual property rights or by developing non-infringing competing technologies. Intellectual property rights and our ability to enforce them may be unavailable or limited in some countries which could make it easier for competitors to capture market share and could result in lost revenue.

***Economic, political and other risks associated with international sales and operations could adversely affect our results of operations.***

Sales outside the U.S. comprised 23% of our net operating revenue in 2015 and are expected to increase following the acquisition of Veda. As, as a result, our business is subject to various risks associated with doing business internationally. We anticipate that revenue from international operations will continue to represent an increasing portion of our total revenue, particularly in anticipation of the Veda acquisition. In addition, many of our employees, suppliers, job functions and facilities are located outside the U.S. Accordingly, our future results could be harmed by a variety of factors including:

- changes in specific country or region political, economic or other conditions;
- trade protection measures;
- data privacy and consumer protection regulations;
- difficulty in staffing and managing widespread operations;
- differing labor, intellectual property protection and technology standards and regulations;
- business licensing requirements or other requirements relating to making foreign direct investments, which could increase our cost of doing business in certain jurisdictions, prevent us from entering certain markets, increase our operating costs or lead to penalties or restrictions;
- difficulties associated with repatriating cash generated or held abroad in a tax-efficient manner;
- implementation of exchange controls;
- geopolitical instability, including terrorism and war; and
- foreign currency changes.

We earn revenue, pay expenses, own assets and incur liabilities in countries using currencies other than the U.S. dollar, including among others the British pound, the Canadian dollar, the Brazilian real, the Argentine peso, the Chilean peso and the Euro, and following the completion of the Veda acquisition, the Australian dollar. Because our consolidated financial statements are presented in U.S. dollars, we must translate revenue, income and expenses, as well as assets and liabilities, into U.S. dollars at exchange rates in effect during or at the end of each reporting period. Therefore, increases or decreases in the value of the U.S. dollar against other major currencies will affect our net operating revenues, operating income and the value of balance sheet items denominated in foreign currencies. In 2015, a general weakening of foreign currencies in countries where we have operations against the U.S. dollar had a negative impact on our results as reported in U.S. dollars. See “Segment Financial Results – International – Latin America”, “- Europe”, and “- Canada” and “Effects of Inflation and Changes in Foreign Currency Exchange Rates” in the Management’s Discussion and Analysis section of this Form 10-K. Because of the geographic diversity of our operations, weaknesses in some currencies might be offset by strengths in others over time. We generally do not mitigate the risks associated with fluctuating exchange rates, although we may from time to time through forward contracts or other derivative instruments hedge a portion of our translational foreign currency exposure or exchange rate risks associated with material transactions which are denominated in a foreign currency. The use of such hedging activities may not offset any or more than a portion of the adverse financial effects of unfavorable movements in foreign exchange rates over the limited time the hedges are in place. Accordingly, fluctuations in foreign currency exchange rates, particularly the strengthening of the U.S. dollar against major currencies, may materially affect our consolidated financial results.

We also have a cost method investment in a credit information company in Brazil valued in Brazilian reais. Economic and competition risks within Brazil, and the company’s ability to successfully implement its strategic and operating plans, have had an adverse financial impact on the value of our investment and could result in an additional impairment of the investment.

Compliance with applicable U.S. and foreign laws and regulations, such as anti-corruption laws, tax laws, foreign exchange controls and restrictions on repatriation of earnings or other similar restraints, data privacy requirements, labor laws and anti-competition relations increases the cost of doing business in foreign jurisdictions. Although we have implemented policies and procedures to comply with these laws and regulations, a violation by our employees, contractors or agents could nevertheless occur.

***A downgrade to our credit ratings would increase our cost of borrowing under our credit facility and adversely affect our ability to access the capital markets.***

We have an unsecured 364-day revolving credit facility that matures November 20, 2016 and an unsecured credit facility consisting of a revolver that matures on November 21, 2020 and a term loan that matures on November 21, 2018 (the “Credit Facilities”). The cost of borrowing under Credit Facilities and our ability and the terms under which we may access the credit markets are affected by credit ratings assigned to our indebtedness by the major credit rating agencies. These ratings are premised on our performance under assorted financial metrics, such as leverage and interest coverage ratios and other measures of financial strength, business and financial risk, industry conditions, transparency with rating agencies and timeliness of financial reporting. Our current ratings have served to lower our borrowing costs and facilitate access to a variety of lenders. However, there can be no assurance that our credit ratings or outlook will not be lowered in the future in response to adverse changes in these metrics caused by our operating results or by actions that we take, such as incurring additional indebtedness or by returning excess cash to shareholders through dividends or under our share repurchase program. A downgrade of our credit ratings would increase our cost of borrowing under the Credit Facilities, negatively affect our ability to access the capital markets on advantageous terms, or at all, negatively affect the trading price of our securities and have a material adverse effect on our business, financial condition and results of operations.

***Changes in interest rates could adversely affect our cost of capital and net income.***

Rising interest rates, credit market dislocations and decisions and actions by credit rating agencies can affect the availability and cost of our funding and adversely affect our net income.

***Our business will suffer if we are not able to retain and hire key personnel.***

Our future success depends partly on the continued service of our key development, sales, marketing, executive and administrative personnel. Additionally, increased retention risk exists in certain key areas of our operations that require specialized skills, such as maintenance of certain legacy computer systems, data security experts and analytical modelers. If we fail to retain and hire a sufficient number of these personnel, we will not be able to maintain or expand our business. We believe our pay levels are competitive within the regions in which we operate. However, there is also intense competition for certain

highly technical specialties in geographic areas where we continue to recruit, and it may become more difficult to retain our key employees.

***Changes in income tax laws can significantly impact our net income.***

Federal and state governments in the U.S. as well as a number of other governments around the world are currently facing significant fiscal pressures and have considered or may consider changes to their tax laws for revenue raising or economic competitiveness reasons. Changes to tax laws can have immediate impacts, either favorable or unfavorable, on our results of operations and cash flows, and may impact our competitive position versus certain competitors who are domiciled in other jurisdictions and subject to different tax laws.

***We are subject to a variety of other general risks and uncertainties inherent in doing business.***

In addition to the specific factors discussed above, we are subject to risks that are inherent to doing business. These include growth rates, general economic and political conditions, customer satisfaction with the quality of our services, costs of obtaining insurance, changes in unemployment rates, and other events that can impact revenue and the cost of doing business.

**ITEM 1B. UNRESOLVED STAFF COMMENTS**

None.

**ITEM 2. PROPERTIES**

Our executive offices are located at 1550 Peachtree Street, N.W., Atlanta, Georgia. Our other properties are geographically distributed to meet sales and operating requirements worldwide. We consider these properties to be both suitable and adequate to meet our current operating requirements. We ordinarily lease office space for conducting our business and are obligated under approximately 80 leases and other rental arrangements for our field locations. We owned 9 office buildings at December 31, 2015, including our executive offices, one campus which houses our Alpharetta, Georgia data center, two buildings utilized by our Workforce Solutions operations located in St. Louis, Missouri and Charleston, South Carolina, as well as four buildings utilized by our Latin America operations located in Mexico City, Mexico, Sao Paulo, Brazil, and Asuncion, Paraguay. We also own 23.5 acres adjacent to the Alpharetta, Georgia data center.

For additional information regarding our obligations under leases, see Note 7 of the Notes to Consolidated Financial Statements in this report. We believe that suitable additional space will be available to accommodate our future needs.

### ITEM 3. LEGAL PROCEEDINGS

**California Bankruptcy Litigation.** In consolidated actions filed in the U.S. District Court for the Central District of California, captioned *Terri N. White, et al. v. Equifax Information Services LLC, Jose Hernandez v. Equifax Information Services LLC, Kathryn L. Pike v. Equifax Information Services LLC, and Jose L. Acosta, Jr., et al. v. Trans Union LLC, et al.*, plaintiffs asserted that Equifax violated federal and state law (the FCRA, the California Credit Reporting Act and the California Unfair Competition Law) by failing to follow reasonable procedures to determine whether credit accounts are discharged in bankruptcy, including the method for updating the status of an account following a bankruptcy discharge. On August 20, 2008, the District Court approved a Settlement Agreement and Release providing for certain changes in the procedures used by defendants to record discharges in bankruptcy on consumer credit files. That settlement resolved claims for injunctive relief, but not plaintiffs' claims for damages. On May 7, 2009, the District Court issued an order preliminarily approving an agreement to settle remaining class claims. The District Court subsequently deferred final approval of the settlement and required the settling parties to send a supplemental notice to those class members who filed a claim and objected to the settlement or opted out, with the cost for the re-notice to be deducted from the plaintiffs' counsel fee award. Mailing of the supplemental notice was completed on February 15, 2011. The deadline for this group of settling plaintiffs to provide additional documentation to support their damage claims or to opt-out of the settlement was March 31, 2011. On July 15, 2011, following another approval hearing, the District Court approved the settlement. Several objecting plaintiffs subsequently filed notices of appeal to the U.S. Court of Appeals for the Ninth Circuit, which, on April 22, 2013, issued an order remanding the case to the District Court for further proceedings. On January 21, 2014, the District Court denied the objecting plaintiffs' motion to disqualify counsel for the settling plaintiff and granted the motion of counsel for the settling plaintiffs' to be appointed as interim lead class counsel. On May 1, 2014, the District Court granted the objecting plaintiffs motion for leave to file an interlocutory appeal from the January 21, 2014 Order and the objectors filed a petition for permission to appeal to the U.S. Court of Appeals for the Ninth Circuit. On July 9, 2014, the U.S. Court of Appeals for the Ninth Circuit granted the petition for permission to appeal. Briefing is complete and the oral argument occurred on November 5, 2015. The parties are awaiting a ruling from the Court of Appeals.

**State Attorneys General Investigation.** The Attorney General of the State of Mississippi commenced an investigation in July 2013 into certain business practices of the nationwide consumer reporting agencies (Equifax, Experian and TransUnion). We are cooperating with the Attorney General of Mississippi in the investigation. At this time, we are unable to predict the outcome of the Mississippi investigation, including whether it will result in any action or proceeding being brought against us.

**CFPB Investigation.** In February 2014, we received a Civil Investigative Demand (a "CID") from the Consumer Financial Protection Bureau (the "CFPB") as part of its investigation to determine whether nationwide consumer reporting agencies have been or are engaging in unlawful acts or practices relating to the advertising, marketing, sale or provision of consumer reports, credit scores or credit monitoring products in violation of the Dodd Frank Act or the Fair Credit Reporting Act. The CID requests the production of documents and answers to written questions. We are cooperating with the CFPB in its investigation. At this time, we are unable to predict the outcome of this CFPB investigation, including whether the investigation will result in any action or proceeding against us.

**Other.** Equifax has been named as a defendant in various other legal actions, including administrative claims, regulatory matters, government investigations, class actions and other litigation arising in connection with our business. Some of the legal actions include claims for substantial compensatory or punitive damages or claims for indeterminate amounts of damages. We believe we have strong defenses to and, where appropriate, will vigorously contest, many of these matters. Given the number of these matters, some are likely to result in adverse judgments, penalties, injunctions, fines or other relief. We may explore potential settlements before a case is taken through trial because of the uncertainty and risks inherent in the litigation process.

### ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.



## PART II

### ITEM 5. MARKET FOR THE REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

Equifax's common stock is traded on the New York Stock Exchange under the symbol "EFX." As of January 31, 2016, Equifax had approximately 4,308 holders of record; however, Equifax believes the number of beneficial owners of common stock exceeds this number.

The table below sets forth the high and low sales prices per share of Equifax common stock, as reported on the New York Stock Exchange, for each quarter in the last two fiscal years and dividends declared per share:

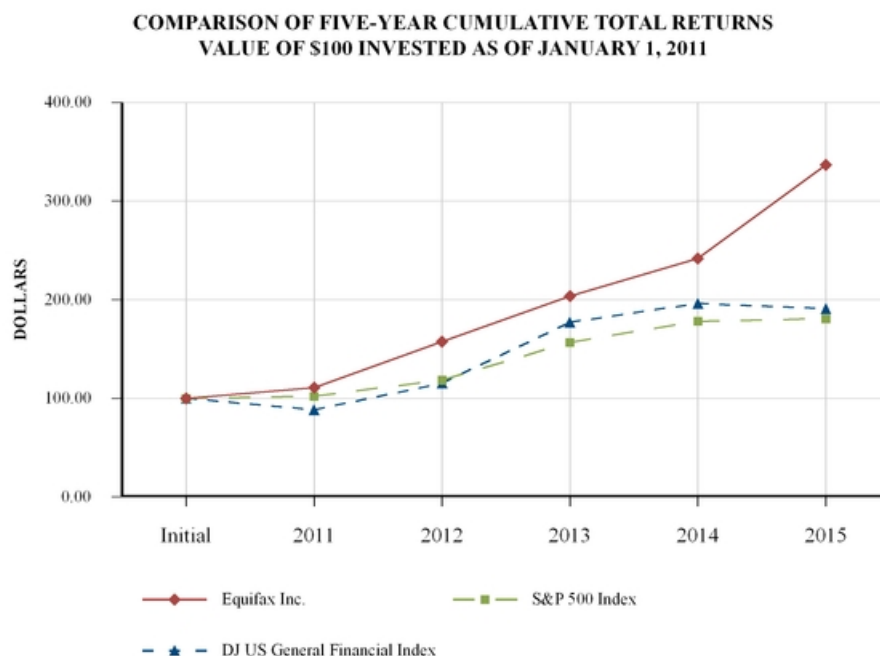
	High Sales Price	Low Sales Price	Dividends (1)
(In millions)			
2015			
First Quarter	\$ 94.90	\$ 79.62	\$ 0.29
Second Quarter	\$ 101.13	\$ 91.61	\$ 0.29
Third Quarter	\$ 105.86	\$ 90.94	\$ 0.29
Fourth Quarter	\$ 114.46	\$ 96.22	\$ 0.29
2014			
First Quarter	\$ 72.90	\$ 66.97	\$ 0.25
Second Quarter	\$ 73.39	\$ 64.75	\$ 0.25
Third Quarter	\$ 79.94	\$ 72.00	\$ 0.25
Fourth Quarter	\$ 82.63	\$ 69.04	\$ 0.25

- (1) Equifax's Senior Credit Facilities, as defined in Item 7 of this Form 10-K, restricts our ability to pay cash dividends on our capital stock or repurchase capital stock if a default exists or would result according to the terms of the credit agreement.

## Shareholder Return Performance Graph

The graph on the following page compares Equifax's five-year cumulative total shareholder return with that of the Standard & Poor's Composite Stock Index (S&P 500) and a peer group index, the Dow Jones U.S. General Financial Index. The graph assumes that value of the investment in our Common Stock and each index was \$100 on the last trading day of 2010 and that all quarterly dividends were reinvested without commissions. Our past performance may not be indicative of future performance.

### COMPARATIVE FIVE-YEAR CUMULATIVE TOTAL RETURN AMONG EQUIFAX INC., S&P 500 INDEX, AND DOW JONES U.S. GENERAL FINANCIAL INDEX



	Fiscal Year Ended December 31,					
	Initial	2011	2012	2013	2014	2015
Equifax Inc.	100.00	110.87	157.34	203.78	241.79	336.79
S&P 500 Index	100.00	102.11	118.45	156.82	178.29	180.75
DJ US General Financial Index	100.00	88.38	115.30	177.16	196.18	190.96

The table below contains information with respect to purchases made by or on behalf of Equifax of its common stock during the fourth quarter ended December 31, 2015:

**Issuer Purchases of Equity Securities**

Period	Total Number of Shares Purchased (1)	Average Price Paid Per Share (2)	Total Number of Shares Purchased as Part of Publicly- Announced Plans or Programs	Maximum Number (or Approximate Dollar Value) of Shares that May Yet Be Purchased Under the Plans or Programs (3)
October 1 - October 31, 2015	79,405	\$ —	—	\$ 667,199,250
November 1 - November 30, 2015	1,130	\$ —	—	\$ 667,199,250
December 1 - December 31, 2015	1,623	\$ —	—	\$ 667,199,250
Total	82,158	\$ —	—	\$ 667,199,250

- (1) The total number of shares purchased includes: (a) shares purchased pursuant to our publicly-announced share repurchase program, or Program; and (b) shares surrendered, or deemed surrendered, in satisfaction of the exercise price and/or to satisfy tax withholding obligations in connection with the exercise of employee stock options and vesting of restricted stock, totaling 79,405 shares for the month of October 2015, 1,130 shares for the month of November 2015 and 1,623 shares for the month of December 2015.
- (2) Average price paid per share for shares purchased as part of our Program (includes brokerage commissions).
- (3) Under the Program, we repurchased 2.1 million common shares during the twelve months ended December 31, 2015 for \$196.3 million. At December 31, 2015, the amount authorized for future share repurchases under the Program was \$667.2 million.

Information relating to compensation plans under which the Company's equity securities are authorized for issuance is included in the section captioned "Equity Compensation Plan Information" in our 2016 Proxy Statement and is incorporated herein by reference.

## ITEM 6. SELECTED FINANCIAL DATA

The table below summarizes our selected historical financial information for each of the last five years. The summary of operations data for the years ended December 31, 2015, 2014, 2013, and the balance sheet data as of December 31, 2015 and 2014, have been derived from our audited Consolidated Financial Statements included in this report. The summary of operations data for the years ended December 31, 2012 and 2011, and the balance sheet data as of December 31, 2013, 2012 and 2011, have been derived from our audited Consolidated Financial Statements not included in this report. The historical selected financial information may not be indicative of our future performance and should be read in conjunction with the information contained in Management's Discussion and Analysis of Financial Condition and Results of Operations, and the Consolidated Financial Statements and the accompanying Notes to the Consolidated Financial Statements in this report.

Twelve Months Ended December 31,					
	2015 <sup>(1)(2)</sup>	2014 <sup>(3)</sup>	2013 <sup>(4)(5)</sup>	2012 <sup>(6)(7)</sup>	2011 <sup>(8)</sup>
<i>(In millions, except per share data)</i>					
Summary of Operations:					
Operating revenue	\$ 2,663.6	\$ 2,436.4	\$ 2,303.9	\$ 2,073.0	\$ 1,893.2
Operating expenses	1,969.7	1,798.2	1,692.7	1,593.0	1,424.6
Operating income	693.9	638.2	611.2	480.0	468.6
Consolidated income from continuing operations	434.8	374.0	341.5	275.3	238.8
Discontinued operations, net of tax <sup>(2)(7)</sup>	—	—	18.4	5.5	2.9
Net income attributable to Equifax	\$ 429.1	\$ 367.4	\$ 351.8	\$ 272.1	\$ 232.9
Dividends paid to Equifax shareholders	\$ 137.8	\$ 121.2	\$ 106.7	\$ 86.0	\$ 78.1
Diluted earnings per share					
Net income from continuing operations attributable to Equifax	\$ 3.55	\$ 2.97	\$ 2.69	\$ 2.18	\$ 1.86
Discontinued operations attributable to Equifax	—	—	0.15	0.04	0.02
Net income attributable to Equifax	\$ 3.55	\$ 2.97	\$ 2.84	\$ 2.22	\$ 1.88
Cash dividends declared per share	\$ 1.16	\$ 1.00	\$ 0.88	\$ 0.72	\$ 0.64
Weighted-average shares outstanding (diluted)	120.9	123.5	123.7	122.5	123.7
As of December 31,					
	2015 <sup>(1)(2)</sup>	2014 <sup>(3)</sup>	2013 <sup>(4)(5)</sup>	2012 <sup>(6)(7)</sup>	2011 <sup>(8)</sup>
<i>(In millions)</i>					
Balance Sheet Data:					
Total assets	\$ 4,509.0	\$ 4,661.0	\$ 4,522.5	\$ 4,505.9	\$ 3,512.5
Short-term debt and current maturities	49.3	380.4	296.5	283.3	47.2
Long-term debt, net of current portion	1,145.9	1,145.7	1,145.5	1,447.4	966.0
Total debt, net	1,195.2	1,526.1	1,442.0	1,730.7	1,013.2
Total equity	2,350.4	2,234.6	2,341.0	1,959.2	1,722.1

- (1) In the first quarter of 2015, we recorded a \$20.7 million restructuring charge (\$13.2 million, net of tax) all of which was recorded in selling, general and administrative expenses on our Consolidated Statements of Income. This charge resulted from our continuing efforts to realign our internal resources to support the Company's strategic objectives and increase the integration of our global operations. For additional information, see Note 13 of the Notes to Consolidated Financial Statements in this report.

- (2) During the second quarter of 2015, the management of Boa Vista Servicos S.A. ("BVS"), in which we hold a 15% cost method investment, updated the financial projections. The updated projections, along with the continued weakness in the Brazilian consumer and small commercial credit markets were considered indicators of impairment. As a result of these changes, and the associated near-term changes in cash flow expected from the business, we recorded a 46.0 million Brazilian Reais (\$14.8 million) impairment of our investment. For additional information, see Note 2 of the Notes to Consolidated Financial Statements in this report.
- (3) During the first quarter of 2014, we acquired 100% of the stock of TDX, a data, technology and services company in the United Kingdom that specializes in debt collections and recovery management through the use of analytics, data exchanges and technology platforms. The results of this acquisition have been included in our USIS and International operating segments subsequent to the acquisition. We also purchased Forseva, a provider of end-to-end, cloud-based credit-management software solutions. The results of this acquisition have been included in our USIS operating segment subsequent to the acquisition. For additional information about these acquisitions, see Note 4 of the Notes to Consolidated Financial Statements in this report.
- (4) During the first quarter of 2013, we divested two non-strategic business lines, Equifax Settlement Services, which was part of our Mortgage business within the USIS operating segment, and Talent Management Services, which was part of our Employer Services business within our Workforce Solutions operating segment, for a total of \$47.5 million. We have presented the Equifax Settlement Services and Talent Management Services operations as discontinued operations for all periods presented. For additional information about these divestitures, see Note 3 of the Notes to Consolidated Financial Statements in this report.
- (5) During the fourth quarter of 2013, the management of BVS, in which we hold a 15% cost method investment, revised its near-term outlook and its operating plans to reflect reduced near-term market expectations for credit information services in Brazil and increased investment needed to achieve its strategic objectives. As a result of these changes, and the associated near-term changes in cash flow expected from the business, we recorded a 40 million Brazilian Reais (\$17.0 million) impairment of our original investment of 130 million Brazilian Reais. For additional information, see Note 2 of the Notes to Consolidated Financial Statements in this report.
- (6) On December 28, 2012, we acquired certain credit services business assets and operations of Computer Sciences Corporation for \$1.0 billion. We financed the acquisition with available cash, the issuance of \$500 million of 3.30% ten-year senior notes, and commercial paper borrowings under our CP program. The results of this acquisition are included in our USIS segment after the date of acquisition and were not material for 2012.
- (7) During the fourth quarter of 2012, we offered certain former employees a voluntary lump sum payment option of their pension benefits or a reduced monthly annuity. Approximately 64% of the vested terminated participants elected to receive the lump sum payment which resulted in a payment of \$62.6 million from the assets in the pension plan. An amendment to the USRIP was also approved which froze future salary increases for non-grandfathered participants and offered a one-time 9% increase to the service benefit. The settlement and amendment resulted in a \$38.7 million pension charge. For additional information, see Note 11 of the Notes to Consolidated Financial Statements in this report.
- (8) On May 31, 2011, we completed the merger of our Brazilian business with BVS in exchange for a 15% equity interest in BVS, which was accounted for as a sale and was deconsolidated. BVS, an unrelated third-party whose results we do not consolidate, is the second largest consumer and commercial credit information company in Brazil.

## ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

As used herein, the terms Equifax, the Company, we, our and us refer to Equifax Inc., a Georgia corporation, and its consolidated subsidiaries as a combined entity, except where it is clear that the terms mean only Equifax Inc.

All references to earnings per share data in Management's Discussion and Analysis, or MD&A, are to diluted earnings per share, or EPS, unless otherwise noted. Diluted EPS is calculated to reflect the potential dilution that would occur if stock options or other contracts to issue common stock were exercised and resulted in additional common shares outstanding.

### BUSINESS OVERVIEW

We are a leading global provider of information solutions, employment and income verifications and human resources business process outsourcing services. We leverage some of the largest sources of consumer and commercial data, along with advanced analytics and proprietary technology, to create customized insights which enable our business customers to grow faster, more efficiently and more profitably, and to inform and empower consumers.

Businesses rely on us for consumer and business credit intelligence, credit portfolio management, fraud detection, decisioning technology, marketing tools, and human resources-related services. We also offer a portfolio of products that enable individual consumers to manage their financial affairs and protect their identity. We also provide information, technology and services to support the debt collections and recovery management. Our revenue stream is diversified among businesses across a wide range of industries, international geographies and individual consumers.

### Proposed Acquisition of Veda Group Limited

On November 21, 2015, we entered into a Scheme Implementation Deed (the "Agreement") to acquire Veda Group Limited ("Veda") for cash consideration of approximately \$1.7 billion (2.4 billion Australian dollars) and debt assumed of approximately \$188.4 million (261.5 million Australian dollars). We expect the transaction to close in the first quarter of 2016 and to finance the cash portion of the purchase price through a combination of cash on hand and new debt, including term loans, the 364-day Revolver and commercial paper. The terms of the new debt instruments are included in Note 6 to the Consolidated Financial Statements. The Agreement contains customary representations and warranties of the Company and Veda, as well as customary covenants and agreements, including, among others, covenants providing for Veda and each of its subsidiaries to conduct its business from the date of the Agreement to the closing of the Transaction in the ordinary course. The implementation of this binding agreement is subject to customary closing conditions, as well as shareholder and regulatory approvals in Australia and New Zealand, which have been completed.

Refer to Item 1A "Risk Factors" and Note 16 to the Consolidated Financial Statements for additional information on the proposed acquisition of Veda.

### Segment and Geographic Information

**Segments.** The USIS segment, the largest of our four segments, consists of three product and service lines: Online Information Solutions; Mortgage Solutions; and Financial Marketing Services. Online Information Solutions and Mortgage Solutions revenue is principally transaction-based and is derived from our sales of products such as consumer and commercial credit reporting and scoring, identity management, fraud detection and modeling services. USIS also markets certain decisioning software services, which facilitate and automate a variety of consumer and commercial credit-oriented decisions. Financial Marketing Services revenue is principally project and subscription based and is derived from our sales of batch credit and consumer wealth information such as those that assist clients in acquiring new customers, cross selling to existing customers and managing portfolio risk.

The International segment consists of Canada, Europe and Latin America. Canada's products and services are similar to our USIS offerings, while Europe and Latin America are made up of varying mixes of product lines that are in our USIS reportable segment. In Europe and Latin America, we also provide information and technology services to support lenders and other creditors in the collections and recovery management process.

In 2015, the personal solutions business in the United Kingdom was consolidated into the North America Personal Solutions segment, which was reorganized into the Personal Solutions segment. Additionally in 2015, the direct to consumer reseller businesses in the U.S., Canada, and the United Kingdom were also consolidated into the Personal Solutions segment. These changes were driven by an enterprise wide strategy to maximize the penetration of our products and services in our

targeted markets. We determined that market focus and operating efficiency could be further improved by reorganizing and consolidating the United States, Canada and the United Kingdom Personal Solutions and Direct to Consumer Reseller operating activities into one segment, Personal Solutions.

The Workforce Solutions segment consists of the Verification Services and Employer Services business lines. Verification Services revenue is transaction-based and is derived primarily from employment and income verification. Employer Services revenues are derived from our provision of certain human resources business process outsourcing services that include both transaction and subscription based product offerings. These services include unemployment claims management, employment-based tax credit services and other complementary employment-based transaction services, as well as our workforce analytics business including compliance with Affordable Care Act.

Personal Solutions revenue is both transaction and subscription based and is derived from the sale of credit monitoring and identity theft protection products, which we deliver electronically to consumers primarily via the internet in the U.S., Canada, and the U.K. We reach consumers directly and indirectly through partners.

**Geographic Information.** We currently operate in the following countries: Argentina, Brazil, Canada, Chile, Costa Rica, Ecuador, El Salvador, Honduras, Mexico, Paraguay, Peru, Portugal, the Republic of Ireland, Spain, the U.K., Uruguay, and the U.S. Our operations in the Republic of Ireland focus on data handling, software development and customer support activities. We have an investment in the second largest consumer and commercial credit information company in Brazil and offer consumer credit services in India and Russia through joint ventures. Of the countries we operate in, 77% of our revenue was generated in the U.S. during the twelve months ended December 31, 2015.

**Key Performance Indicators.** Management focuses on a variety of key indicators to monitor operating and financial performance. These performance indicators include measurements of operating revenue, change in operating revenue, operating income, operating margin, net income, diluted earnings per share, cash provided by operating activities and capital expenditures. Key performance indicators for the twelve months ended December 31, 2015, 2014 and 2013, include the following:

	Key Performance Indicators Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions, except per share data)</i>		
Operating revenue	\$ 2,663.6	\$ 2,436.4	\$ 2,303.9
Operating revenue change	9%	6%	11%
Operating income	\$ 693.9	\$ 638.2	\$ 611.2
Operating margin	26.1%	26.2%	26.5%
Net income attributable to Equifax	\$ 429.1	\$ 367.4	\$ 351.8
Diluted earnings per share from continuing operations	\$ 3.55	\$ 2.97	\$ 2.69
Cash provided by operating activities	\$ 742.1	\$ 616.2	\$ 569.0
Capital expenditures	\$ (150.7)	\$ (86.4)	\$ (83.3)

#### Business Environment and Company Outlook

Demand for our services tends to be correlated to general levels of economic activity and to consumer credit activity, both enhanced by our own initiatives to expand our products and markets served, and to small commercial credit and marketing activity. In 2016, in the United States, we expect modest growth in overall economic activity and consumer credit. Mortgage market originations are expected to be relatively flat to slightly down for the year. Internationally, the environment continues to be challenging as various countries address their particular political, fiscal and economic issues. In addition, weaker foreign exchange rates, compared to the prior year, will negatively impact both growth in revenue and profit when reported in U.S. dollars.

Over the long term, we expect that our ongoing investments in new product innovation, business execution, enterprise growth initiatives, technology infrastructure, and continuous process improvement will enable us to deliver long-term average organic revenue growth ranging between 6% and 8% with additional growth of 1% to 2% derived from strategic acquisitions

consistent with our long-term business strategy. We also expect to grow earnings per share at a somewhat faster rate than revenue over time as a result of both operating and financial leverage.

**RESULTS OF OPERATIONS —  
TWELVE MONTHS ENDED DECEMBER 31, 2015, 2014 AND 2013**

**Consolidated Financial Results**

*Operating Revenue from Continuing Operations*

	Twelve Months Ended December 31,			Change			
	2015	2014	2013	2015 vs. 2014		2014 vs. 2013	
Operating Revenue				\$	%	\$	%
<i>(In millions)</i>							
U.S. Information Solutions	\$ 1,171.3	\$ 1,079.9	\$ 1,054.5	\$ 91.4	8 %	\$ 25.4	2%
International	568.5	572.2	497.8	(3.7)	(1)%	74.4	15%
Workforce Solutions	577.7	490.1	474.1	87.6	18 %	16.0	3%
Personal Solutions	346.1	294.2	277.5	51.9	18 %	16.7	6%
Consolidated operating revenue	<u>\$ 2,663.6</u>	<u>\$ 2,436.4</u>	<u>\$ 2,303.9</u>	<u>\$ 227.2</u>	<u>9 %</u>	<u>\$ 132.5</u>	<u>6%</u>

Revenue for 2015 increased by 9% compared to 2014. This broad-based growth was organic, and was driven by revenue increases in mortgage, direct to consumer reseller, healthcare, government, and auto verticals. The effect of foreign exchange rates reduced revenue by \$75.7 million or 3% in 2015 compared to 2014.

Revenue for 2014 increased by 6% compared to 2013. The growth was driven by the acquisition of TDX in the first quarter of 2014 (“TDX Acquisition”) and the impact of strategic growth initiatives across our businesses. The growth was offset by the expected decline in mortgage market activity. The fourth quarter of 2014 benefited from the relative improvement in mortgage activity in the U.S., which declined in the second half of 2013 through 2014, but at a lesser rate in fourth quarter of 2014. This expected decline reduced reported growth rates in our USIS and Workforce Solutions business units for 2014 as compared to the same period for 2013. The effect of foreign exchange rates reduced revenue by \$34.9 million or 1% in the 2014 compared to 2013.

*Operating Expenses*

	Twelve Months Ended December 31,			Change			
	2015	2014	2013	2015 vs. 2014		2014 vs. 2013	
Operating Expenses				\$	%	\$	%
<i>(In millions)</i>							
Consolidated cost of services	\$ 887.4	\$ 844.7	\$ 787.3	\$ 42.7	5 %	\$ 57.4	7%
Consolidated selling, general and administrative expenses	884.3	751.7	715.8	132.6	18 %	35.9	5%
Consolidated depreciation and amortization expense	198.0	201.8	189.6	(3.8)	(2)%	12.2	6%
Consolidated operating expenses	<u>\$ 1,969.7</u>	<u>\$ 1,798.2</u>	<u>\$ 1,692.7</u>	<u>\$ 171.5</u>	<u>10 %</u>	<u>\$ 105.5</u>	<u>6%</u>

**Cost of Services.** Cost of services increased \$42.7 million in 2015 compared to the prior year. The increase in cost of services, when compared to 2014, was due to the increase in production costs driven by higher revenues, as well as increases in people costs, and to a lesser extent an increase in professional services. The effect of changes in foreign exchange rates reduced cost of services by \$25.3 million.



Cost of services increased \$57.4 million in 2014 compared to the prior year. The increase in cost of services, when compared to 2013, was due primarily to the acquisition of TDX in the first quarter of 2014 and the 2013 acquisitions. The effect of changes in foreign exchange rates reduced cost of services by \$7.7 million.

**Selling, General and Administrative Expenses.** Selling, general and administrative expenses increased \$132.6 million in 2015 as compared to 2014. The increase was principally due to increases in people costs, and to a lesser extent to increases in marketing expenses, professional fees, as well as litigation expenses. The increase was also due to the costs related to the realignment of internal resources of \$20.7 million recorded in the first quarter of 2015. The impact of changes in foreign currency exchange rates decreased our selling, general and administrative expenses by \$24.6 million.

Selling, general and administrative expenses increased \$35.9 million in 2014 as compared to 2013. The increase was due to the impact of the TDX acquisition in the first quarter of 2014 and the 2013 Acquisitions, an increase in litigation and regulatory compliance expenses, including a third quarter 2014 settlement of a legal dispute over certain software license agreements, and an increase in incentives. These increases were partially offset by decreases in marketing and professional services expenses, as well as smaller decreases in expense in various other categories. The impact of changes in foreign currency exchange rates decreased our selling, general and administrative expenses by \$6.8 million.

**Depreciation and Amortization.** Depreciation and amortization expense for 2015 were slightly lower compared to 2014, due to foreign currency fluctuations of \$4.1 million.

The increase in depreciation and amortization expense in 2014, as compared to 2013, was driven by \$18.5 million of incremental expense resulting from the TDX Acquisition primarily related to amortization of purchased intangibles. The TDX Acquisition amortization is partially offset by certain purchased intangible assets related to the TALX acquisition in 2007 that became fully amortized during the second quarter of 2013.

#### **Operating Income and Operating Margin**

Operating Income and Operating Margin	Twelve Months Ended December 31,			Change			
	2015	2014	2013	2015 vs. 2014		2014 vs. 2013	
				\$	%	\$	%
	(In millions)						
Consolidated operating revenue	\$ 2,663.6	\$ 2,436.4	\$ 2,303.9	\$ 227.2	9%	\$ 132.5	6%
Consolidated operating expenses	1,969.7	1,798.2	1,692.7	171.5	10%	105.5	6%
Consolidated operating income	\$ 693.9	\$ 638.2	\$ 611.2	\$ 55.7	9%	\$ 27.0	4%
Consolidated operating margin	26.1%	26.2%	26.5%		(0.1)pts		(0.3)pts

Total company margin decreased slightly in 2015 due to the costs for the realignment of internal resources of \$20.7 million and other increases in people costs. The decrease was mostly offset by the margin improvements of 290 basis points and 510 basis points in our USIS and Workforce Solutions segments, respectively.

Total company margin decreased slightly in 2014 due to a third quarter 2014 settlement of a legal dispute over certain software license agreements and increased cost of services and acquisition-related amortization expense related to the acquisition of TDX. The decrease was partially offset by a reduction in amortization of certain purchased intangible assets related to our TALX Corporation acquisition in 2007 that became fully amortized during the second quarter of 2013.

**Interest Expense and Other Income (Expense), net**

Consolidated Interest and Other Income (Expense), net	Twelve Months Ended December 31,			Change			
				2015 vs. 2014		2014 vs. 2013	
	2015	2014	2013	\$	%	\$	%
	(In millions)						
Consolidated interest expense	\$ (63.8)	\$ (68.6)	\$ (70.2)	\$ 4.8	(7)%	\$ 1.6	(2)%
Consolidated other income (expense), net	6.5	4.6	(10.6)	1.9	41 %	15.2	143 %
Average cost of debt	4.5%	4.3%	4.6%				
Total consolidated debt, net, at year end	\$ 1,195.2	\$ 1,526.1	\$ 1,442.0	\$ (330.9)	(22)%	\$ 84.1	6 %

Interest expense decreased in 2015, when compared to 2014, due to an overall decrease in our consolidated debt outstanding as of December 31, 2015. Our average cost of debt increased slightly in 2015 compared to the prior year, due to the higher ratio of higher interest debt and the low balance of low rate commercial paper outstanding.

Interest expense decreased slightly in 2014, when compared to 2013, due to the pay-off of our 7.34% Notes and 4.45% Senior Notes during 2014. Our consolidated debt balance increased, as compared to the prior year, as a result of commercial paper issued to fund the majority of the acquisition price of TDX. The decrease in the average cost of debt for 2014 is due to the pay-off of our 7.34% Notes and 4.45% Senior Notes and additional low rate commercial paper outstanding on average, which caused the average cost of debt to decrease as compared to the prior year.

The increase in other income (expense), net, in 2015 is due to the settlement of escrow amounts related to an acquisition from January 2014, and the gain on foreign currency options put in place as an economic hedge of Veda's purchase price, partially offset by impairment of our cost method investment in Brazil in the second quarter of 2015.

The increase in other income (expense), net, in 2014 is due to the impairment of our cost method investment in Brazil recorded in 2013, which did not recur in 2014. Other income (expense), net in 2014 also includes \$7.0 million in foreign exchange losses related to dividends declared by our subsidiary in Argentina and losses incurred in repatriating these funds. These losses were partially offset by an increase in our equity in the earnings of our Russian joint venture.

**Income Taxes**

	Twelve Months Ended December 31,			Change			
				2015 vs. 2014		2014 vs. 2013	
Provision for Income Taxes	2015	2014	2013	\$	%	\$	%
	(In millions)						
Consolidated provision for income taxes	\$ (201.8)	\$ (200.2)	\$ (188.9)	\$ (1.6)	1%	\$ (11.3)	6%
Effective income tax rate	31.7%	34.9%	35.6%				

Overall, our effective tax rate was 31.7% for 2015, down from 34.9% for the same period in 2014. The 2015 rate benefited by 2% due to international related items specifically the increased recognition of foreign tax credits and the permanent item associated with the settlement of escrows related to past acquisitions, and 1.4% due to the state law changes.

Overall, our effective tax rate was 34.9% for 2014, down from 35.6% for the same period in 2013. The 2014 rate benefited by 1.1% as compared to the 2013 rate due to the favorable impact of 2014 international, permanent and discrete items. The 2014 effective rate increased by 0.4% as compared to 2013 due to increases in state income tax rates, which became effective or enacted in 2014.

**Net Income**

	Twelve Months Ended December 31,			Change			
	2015	2014	2013	2015 vs. 2014		2014 vs. 2013	
Net Income				\$	%	\$	%
<i>(In millions, except per share amounts)</i>							
Consolidated operating income	\$ 693.9	\$ 638.2	\$ 611.2	\$ 55.7	9 %	\$ 27.0	4 %
Consolidated other expense, net	(57.3)	(64.0)	(80.8)	6.7	(10)%	16.8	(21)%
Consolidated provision for income taxes	(201.8)	(200.2)	(188.9)	(1.6)	1 %	(11.3)	6 %
Consolidated net income from continuing operations	434.8	374.0	341.5	60.8	16 %	32.5	10 %
Discontinued operations, net of tax	—	—	18.4	—	— %	(18.4)	(100)%
Net income attributable to noncontrolling interests	(5.7)	(6.6)	(8.1)	0.9	(14)%	1.5	(19)%
Net income attributable to Equifax	\$ 429.1	\$ 367.4	\$ 351.8	\$ 61.7	17 %	\$ 15.6	4 %
Diluted earnings per share							
Net income from continuing operations attributable to Equifax	\$ 3.55	\$ 2.97	\$ 2.69	\$ 0.58	20 %	\$ 0.28	10 %
Discontinued operations attributable to Equifax	—	—	0.15	—	— %	(0.15)	(100)%
Net income attributable to Equifax	\$ 3.55	\$ 2.97	\$ 2.84	\$ 0.58	20 %	\$ 0.13	5 %
Weighted-average shares used in computing diluted earnings per share	120.9	123.5	123.7				

Consolidated net income from continuing operations increased by \$60.8 million, or 16%, in 2015 compared to 2014 due to increased operating income in our USIS and Workforce Solutions businesses. This increase was partially offset by declines due to foreign exchange rates that impacted the International operating segment, declines in the Personal Solutions operating segment, as well as increased corporate expenses due significantly to the realignment of our internal resources, and increases in people costs.

Consolidated net income from continuing operations increased by \$32.5 million, or 10%, in 2014 compared to 2013 due to increased operating income in our USIS, Workforce Solutions and Personal Solutions operating segments, and a lower effective income tax rate, partially offset by declines in the International operating segment. The increase in net income attributable to Equifax for 2014, as compared to the prior year, was partially offset by the absence of earnings from the discontinued operations, including a gain on the disposition of those operations, which benefited the prior year period.

## Segment Financial Results

### U.S. Information Solutions

U.S. Information Solutions	Twelve Months Ended December 31,			Change			
	2015	2014	2013	2015 vs. 2014		2014 vs. 2013	
	\$			\$	%	\$	%
<i>(In millions)</i>							
Operating revenue:							
Online Information Solutions	\$ 842.1	\$ 779.5	\$ 743.9	\$ 62.6	8%	\$ 35.6	5%
Mortgage Solutions	124.1	105.7	114.3	18.4	17%	(8.6)	(8)%
Financial Marketing Services	205.1	194.7	196.3	10.4	5%	(1.6)	(1)%
Total operating revenue	\$ 1,171.3	\$ 1,079.9	\$ 1,054.5	\$ 91.4	8%	\$ 25.4	2%
% of consolidated revenue	44%	44%	46%				
Total operating income	\$ 491.2	\$ 421.0	\$ 401.3	\$ 70.2	17%	\$ 19.7	5%
Operating margin	41.9%	39.0%	38.1%		2.9pts		0.9pts

U.S. Information Solutions revenue increased 8% in 2015 as compared to the prior year. USIS realized solid growth from our mortgage business, as well as continued revenue growth in the automotive and financial services verticals.

U.S. Information Solutions revenue increased 2% in 2014 as compared to the prior year. Solid growth from strategic product and market penetration as well as pricing initiatives were partially offset by the expected decline in mortgage market activity compared to the first half of 2013 when mortgage refinancing activity was still high.

**Online Information Solutions.** Revenue for 2015 increased 8% when compared to the prior year, due to higher average revenue per unit and increased volumes to mortgage resellers, auto, and other resellers. Revenue also benefited from growth in identity and fraud solutions.

Revenue for 2014 increased 5% when compared to the prior year, due to increased volumes in the financial services and auto verticals. These increases were partially offset by lower average unit revenue due to a less favorable mix of business, primarily mortgage resellers. The period also benefited from growth in our identity and fraud solutions business.

**Mortgage Solutions.** Revenue increased 17% in 2015 when compared to prior year, driven by a strong market for refinancing and purchase activity, as well as growth from other mortgage product offerings.

Revenue decreased 8% in 2014 when compared to prior year due primarily to the expected lower mortgage refinancing activity.

**Financial Marketing Services.** Revenue increased 5% in 2015 as compared to 2014. The increases were driven by growth in our credit marketing services due to increased demand from financial services customers.

Revenue decreased 1% in 2014 as compared to 2013. The decline was driven by one-time revenue recognized in 2013 related to the collection of amounts billed in 2012 which did not recur in 2014. The decline is partially offset by strong growth in our customer base for our wealth-based consumer information services products.

**U.S. Information Solutions Operating Margin.** USIS operating margin increased to 41.9% in 2015 as compared to 2014 of 39.0%. Margin expansion resulted from strong revenue growth and product mix. USIS operating margin increased to 39.0% in 2014 as compared to 2013 of 38.1%. Margin expansion resulted from realized synergies related to our CSC Credit Services Acquisition completed at the end of 2012 including certain transitional expenses in 2013 that did not recur in 2014. The increase in margin for 2014 was partially offset by a third quarter 2014 settlement of a legal dispute over certain software license agreements of \$7.9 million.

**International**

International	Twelve Months Ended December 31,			Change			
	2015	2014	2013	2015 vs. 2014		2014 vs. 2013	
				\$	%	\$	%
	(In millions)						
Operating revenue:							
Europe	\$ 246.5	\$ 242.4	\$ 160.2	\$ 4.1	2 %	\$ 82.2	51 %
Latin America	\$ 199.6	\$ 192.2	\$ 194.3	\$ 7.4	4 %	\$ (2.1)	(1)%
Canada	122.4	137.6	143.3	(15.2)	(11)%	(5.7)	(4)%
Total operating revenue	\$ 568.5	\$ 572.2	\$ 497.8	\$ (3.7)	(1)%	\$ 74.4	15 %
% of consolidated revenue	21%	23%	22%				
Total operating income	\$ 113.5	\$ 121.0	\$ 145.3	\$ (7.5)	(6)%	\$ (24.3)	(17)%
Operating margin	20.0%	21.1%	29.2%		(1.1)pts		(8.1)pts

International revenue decreased by 1% in 2015 as compared to 2014. Local currency international revenue increased by 12% in 2015 as compared to prior year, as a result of growth across many geographies, including solid growth in Argentina and the U.K., compared to prior year. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$70.5 million, or 13%.

International revenue increased by 15% in 2014 as compared to 2013. Local currency international revenue increased by 22% in 2014 as compared to prior year. Local currency revenue grew 17% as a result of our first quarter 2014 acquisition of TDX and our fourth quarter 2013 acquisitions in Paraguay and Mexico. Local currency revenue increased 5% due to organic growth across the geographies, primarily the U.K., Argentina, and Canada. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$35.6 million, or 7%.

**Europe.** Local currency revenue growth was 12% in 2015 primarily due to increased revenue in the U.K. across most verticals. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$25.8 million, or 10%, for 2015. Reported revenue increased 2% in 2015.

Local currency revenue growth was 44% in 2014 primarily due to the acquisition of TDX in the first quarter of 2014 which represented 39 percentage points of the growth in 2014. The remaining 5 percentage points of the growth were driven by increased revenue in the U.K. across most product segments, despite continued challenging economic conditions. Local currency fluctuations against the U.S. dollar positively impacted revenue by \$11.7 million, or 7%, for 2014. Reported revenue increased 51% in 2014.

**Latin America.** Local currency revenue increased 17% in 2015 driven by core organic growth primarily in Argentina. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$25.5 million, or 13%, in 2015, most notably due to depreciation in the foreign exchange rate of the Argentine peso and the Chilean peso. Reported revenue increased 4% in 2015.

Local currency revenue increased 18% in 2014 driven by growth in Argentina, Peru, Chile, Uruguay and Ecuador. Approximately half of this growth was organic growth in Argentina and other countries, while the other half resulted from the fourth quarter 2013 acquisitions in Paraguay and Mexico. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$37.4 million, or 19%, in 2014, most notably due to depreciation in the foreign exchange rate of the Argentine peso. Reported revenue decreased 1% in 2014.

**Canada.** Local currency revenue increased 3% in 2015 compared to 2014, primarily due to growth within information and analytical services. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$19.2 million, or 14%, in 2015. Reported revenue decreased 11% in 2015.

Local currency revenue increased 3% in 2014 compared to 2013, primarily due to new customers within marketing and decision solutions, as well as, growth in information services. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$9.9 million, or 7%, in 2014. Reported revenue decreased 4% in 2014.

**International Operating Margin.** Operating margin decreased to 20.0% in 2015 as compared to 21.1% in 2014. The decline primarily resulted from geographic and product mix, regionalization efforts, and investments in the U.K. Operating margin decreased in 2014 as compared to 2013 due to recent acquisitions, including increased acquisition-related amortization expense of \$23.3 million in 2014, related to the recent acquisitions. The declines in margin were also a result of inflation-driven pressures on margin in Argentina.

#### Workforce Solutions

Workforce Solutions	Twelve Months Ended December 31,			Change			
	2015	2014	2013	2015 vs. 2014		2014 vs. 2013	
				\$	%	\$	%
	(In millions)						
Operating Revenue:							
Verification Services	\$ 364.4	\$ 292.6	\$ 279.3	\$ 71.8	25%	\$ 13.3	5%
Employer Services	213.3	197.5	194.8	15.8	8%	2.7	1%
Total operating revenue	\$ 577.7	\$ 490.1	\$ 474.1	\$ 87.6	18%	\$ 16.0	3%
% of consolidated revenue	22%	20%	21%				
Total operating income	\$ 218.8	\$ 160.7	\$ 142.6	\$ 58.1	36%	\$ 18.1	13%
Operating margin	37.9%	32.8%	30.1%	5.1pts		2.7pts	

**Verification Services.** Revenue increased 25% in 2015 compared to prior year, due to strong growth in mortgage, auto, pre-employment screening and government verticals, and continued addition of new records to The Work Number database.

Revenue increased 5% in 2014 compared to prior year, due to strong growth in non-mortgage verticals, which was partially offset by the expected decline in mortgage-related verification revenue in 2014 driven by the anticipated decline in mortgage market activity in 2014. The revenue growth in non-mortgage verticals was primarily a result of increased revenue mostly related to government, pre-employment and auto segments.

**Employer Services.** Revenue grew 8% in 2015, as compared to 2014. Revenue growth was due to continued higher employment based tax credit activity due to the delayed approval of the Federal Work Opportunity Tax Credit program for 2014, as well as growth in our employer-based compliance solutions and workforce analytics business.

Revenue grew 1% in 2014, as compared to 2013. Revenue growth was due to growth in our transaction-based services business and workforce analytics business. The growth in 2014 was partially offset by lower unemployment claims activity and a decline in revenue related to the non-renewal of the Federal Work Opportunity Tax Credit program in 2014.

**Workforce Solutions Operating Margin.** Operating margin increased 510 basis points to 37.9% in 2015 as compared to 32.8% in 2014. Margin expansion in 2015 was driven by product mix, as well as strong revenue growth in 2015. Operating margin for 2014 increased to 32.8% compared to 30.1% in prior year. Margin expansion in 2014 was driven by a higher mix of high margin business compared to 2013, as well as cost management initiatives executed during the year. Margin improvement was also driven by lower acquisition-related amortization due to certain purchased intangible assets related to our TALX Corporation acquisition in 2007 that became fully amortized during the second quarter of 2013.

## Personal Solutions

	Twelve Months Ended December 31,			Change			
				2015 vs. 2014		2014 vs. 2013	
Personal Solutions	2015	2014	2013	\$	%	\$	%
	(In millions)						
Total operating revenue	\$ 346.1	\$ 294.2	\$ 277.5	\$ 51.9	18 %	\$ 16.7	6 %
% of consolidated revenue	13%	12%	12%				
Total operating income	\$ 95.2	\$ 93.4	\$ 79.3	\$ 1.8	2 %	\$ 14.1	18%
Operating margin	27.5%	31.8%	28.6%		(4.3)pts		3.2pts

Revenue increased 18% for 2015, as compared to prior year. Local currency revenue grew 19% in 2015, principally due to the growth of direct to consumer reseller revenue, and to a lesser extent, due to consumer direct revenue growth in the U.K. and the U.S. Local currency fluctuations against the U.S. dollar negatively impacted revenue by \$5.2 million, or 1%, for 2015. Operating margin decreased in 2015 to 27.5% as compared 31.8% in prior year, due to higher technology and marketing expenses.

Revenue increased 6% for 2014, as compared to prior year. Local currency revenue grew 6% principally due to the growth in Canada and the U.K. consumer direct revenue, and to a lesser extent, in the U.S. consumer direct revenue. This growth was partially offset by declines in consumer reseller revenue. Local currency fluctuations against the U.S. dollar positively impacted revenue by \$0.7 million, or less than 1%, for 2014. Operating margin increased in 2014 to 31.8% as compared to 28.6% in prior year, as increased salaries, legal expenses and acquisition-related amortization due to the acquisition of TrustedID in the third quarter of 2013 was more than offset by lower marketing expenses.

## General Corporate Expense

	Twelve Months Ended December 31,			Change			
				2015 vs. 2014		2014 vs. 2013	
General Corporate Expense	2015	2014	2013	\$	%	\$	%
	(In millions)						
General corporate expense	\$ 224.8	\$ 157.9	\$ 157.3	\$ 66.9	42%	\$ 0.6	—%

Our general corporate expenses are unallocated costs that are incurred at the corporate level and include those expenses impacted by corporate direction, including shared services, administrative, legal, restructuring, and the portion of management incentive compensation determined by total company-wide performance. General corporate expense increased \$66.9 million in 2015, of which \$20.7 million relates to the realignment of internal resources in the first quarter of 2015, and increases in people costs, and to a lesser extent to increases in professional fees, as well as litigation expenses.

General corporate expense in 2014 was comparable to 2013.

## LIQUIDITY AND FINANCIAL CONDITION

Management assesses liquidity in terms of our ability to generate cash to fund operating, investing and financing activities. We continue to generate substantial cash from operating activities and remain in a strong financial position managing our capital structure to meet short- and long-term objectives including reinvestment in existing businesses and strategic acquisitions.

### Sources and Uses of Cash

Funds generated by operating activities and our credit facilities continue to be our most significant sources of liquidity. We expect that funds generated from results of operations will be sufficient to finance our anticipated working capital and other cash requirements (such as capital expenditures, interest payments, debt payments, potential pension funding contributions and dividend payments) for the foreseeable future. In the event that credit market conditions were to deteriorate, we would rely more heavily on borrowings from the Senior Credit Facility, as described below. On November 21, 2015, the Company refinanced the existing unsecured revolving credit facility of \$750.0 million set to expire on December 19, 2017, and entered into a new Credit Agreement (the "Senior Credit Facility"). The Senior Credit Facility includes a revolving credit facility of \$900.0 million ("Revolver") and a delayed draw term loan of \$800.0 million ("Term Loan Facility"), with maturity dates of November 21, 2020 and November 21, 2018, respectively, with an option to extend the maturity of the revolving credit facility by an additional two years. The Senior Credit Facility allows the Company to request incremental loans of up to \$300.0 million. Borrowings may be used for general corporate purposes, including working capital, capital expenditures, acquisitions and share repurchase programs. Availability of the Senior Credit Facility for borrowings is reduced by the outstanding face amount of any letters of credit issued under the facility and, pursuant to our existing Board of Directors authorization, by the outstanding principal amount of our commercial paper notes. Additionally, the Company entered into an \$800.0 million 364-day revolving credit facility on November 21, 2015 (the "364-Day Revolver" and together with the Revolver and the Term Loan Facility, the "Senior Credit Facilities"). The 364-Day Revolver has a maturity date of November 19, 2016. The commitments under the Term Loan Facility and the 364-Day Revolver will be funded following the shareholder and court approval. Refer to Note 16 for further discussion. The Term Loan Facility and the 364-Day Revolver provide that the Company may, upon notice to the administrative agent, terminate or permanently reduce any class of commitments. Commitments with respect to the 364-Day Revolver will also be reduced on a dollar-for-dollar basis to the extent the Company issues other senior indebtedness. The Company plans to replace some of the Senior Credit Facilities with senior notes in the future.

At December 31, 2015, \$852.3 million was available to borrow under our Senior Credit Facility. Our Senior Credit Facility does not include a provision under which lenders could refuse to allow us to borrow under this facility in the event of a material adverse change in our financial condition, as long as we are in compliance with the covenants contained in the lending agreement.

Information about our cash flows, by category, is presented in the Consolidated Statements of Cash Flows. The following table summarizes our cash flows for the twelve months ended December 31, 2015, 2014 and 2013:

Net cash provided by (used in):	Twelve Months Ended December 31,			Change	
	2015	2014	2013	2015 vs. 2014	2014 vs. 2013
	<i>(In millions)</i>				
Operating activities	\$ 742.1	\$ 616.2	\$ 569.0	\$ 125.9	\$ 47.2
Investing activities	\$ (147.8)	\$ (429.3)	\$ (136.3)	\$ 281.5	\$ (293.0)
Financing activities	\$ (612.0)	\$ (283.4)	\$ (333.1)	\$ (328.6)	\$ 49.7

### Operating Activities

Cash provided by operating activities for 2015 increased by \$125.9 million over the prior year, due to \$75.6 million growth in Net Income, adjusted for the Brazil impairment, and improvements in working capital, notably an increase in current liabilities related to current payables, incentives and unearned income.

Cash provided by operating activities for 2014 increased by \$47.2 million over the prior year. Cash provided from net income, excluding the impact of the 2013 divestitures, the impairment of our cost method investment in 2013, the impact of depreciation and amortization and stock based compensation expense, increased \$35.9 million. The remaining increase in cash from operations was driven by changes in net working capital in 2014 as compared to 2013.



**Fund Transfer Limitations.** The ability of certain of our subsidiaries and associated companies to transfer funds to us is limited, in some cases, by certain restrictions imposed by foreign governments, such as Argentina; these restrictions do not, individually or in the aggregate, materially limit our ability to service our indebtedness, meet our current obligations or pay dividends. We currently hold \$86.8 million of cash in our foreign subsidiaries.

#### Investing Activities

Net cash used in:	Twelve Months Ended December 31,			Change	
	2015	2014	2013	2015 vs. 2014	2014 vs. 2013
	(In millions)				
Capital expenditures	\$ (146.2)	\$ (86.4)	\$ (83.3)	\$ (59.8)	\$ (3.1)

Our capital expenditures are used for developing, enhancing and deploying new and existing software in support of our expanding product set, replacing or adding equipment, updating systems for regulatory compliance, licensing of standard software applications, investing in system reliability, security and disaster recovery enhancements, and updating or expanding our office facilities.

Capital expenditures in 2015 increased from 2014, as we are continuing to invest in new products and technology infrastructure. Capital expenditures in 2014 were comparable to 2013.

#### Acquisitions, Divestitures and Investments

Net cash provided by (used in):	Twelve Months Ended December 31,			Change	
	2015	2014	2013	2015 vs. 2014	2014 vs. 2013
	(In millions)				
Acquisitions, net of cash acquired	\$ (4.4)	\$ (341.0)	\$ (91.4)	\$ 336.6	\$ (249.6)
Cash received from divestitures	\$ 2.9	\$ 0.6	\$ 47.5	\$ 2.3	\$ (46.9)
Investment in unconsolidated affiliates, net	\$ (0.1)	\$ (2.5)	\$ (9.1)	\$ 2.4	\$ 6.6

**2015 Acquisitions and Investments.** During the first quarter of 2015, we acquired a 75% equity interest investment in a debt collections and recovery management venture in the U.K., as more fully described in Note 1. During the third quarter of 2015, we received \$2.9 million proceeds from the escrow related to a past disposition. We did not make significant investments in unconsolidated affiliates during 2015.

**2014 Acquisitions and Investments.** During the first quarter of 2014, we acquired TDX, included as part of our International operating segment, and Forseva, included as part of our USIS operating segment. During the first quarter of 2013, we divested two non-strategic business lines, Equifax Settlement Services which was part of our Mortgage business within the USIS operating segment and Talent Management Services which was part of our Employer Services business within our Workforce Solutions operating segment, for a total of \$47.5 million. \$3.5 million of the proceeds of the sale of Talent Management Services was placed into an escrow account to be released to us at a later date. During 2014, we received \$0.6 million of the proceeds from the escrow.

We invested \$2.5 million in our joint venture in India during 2014. This investment was more than offset by dividends received from our joint venture in Russia.

**2013 Acquisitions and Investments.** During the third quarter of 2013, we acquired TrustedID, a direct-to-consumer identity protection business that is included as part of our Personal Solutions business unit. During the fourth quarter of 2013, we completed two acquisitions in Paraguay and Mexico in the Latin America region of our International segment.

In the first quarter of 2013, we divested of two non-strategic business lines, as discussed above, for a total of \$47.5 million. \$3.5 million of the proceeds of the sale of Talent Management Services was placed into an escrow account and was released to us in 2015 and 2014. We also divested of three other small non-strategic operations.

We invested \$8.0 million in our joint ventures in 2013 to increase our percentage ownership interest in Russia, and as a general capital call in India, as well as \$1.1 million in another international entity.

For additional information about our acquisitions, see Note 4 of the Notes to Consolidated Financial Statements in this report.

### Financing Activities

Net cash provided by (used in):	Twelve Months Ended December 31,			Change	
	2015	2014	2013	2015 vs. 2014	2014 vs. 2013
	(In millions)				
Net short-term borrowings (repayments)	\$ (331.0)	\$ 379.9	\$ (267.3)	\$ (710.9)	\$ 647.2
Payments on long-term debt	\$ —	\$ (290.0)	\$ (15.0)	\$ 290.0	\$ (275.0)
Debt issuance costs	\$ (4.9)	\$ —	\$ (0.8)	\$ (4.9)	\$ 0.8

**Credit Facility Availability.** Our principal unsecured revolving credit facility with a group of banks, which we refer to as the Revolver, permits us to borrow up to \$900.0 million through November 2020. The Revolver may be used for general corporate purposes. Availability of the Revolver for borrowings is reduced by the outstanding face amount of any letters of credit issued under the facility and, pursuant to our existing Board of Directors authorization, by the outstanding principal amount of our commercial paper (CP) notes.

Our \$900.0 million CP program has been established to allow for borrowing through the private placement of CP with maturities ranging from overnight to 397 days. We may use the proceeds of CP for general corporate purposes. The CP program is supported by our Revolver and, pursuant to our existing Board of Directors authorization, the total amount of CP which may be issued is reduced by the amount of any outstanding borrowings under our Revolver.

At December 31, 2015, the Company had \$47.2 million of CP and \$0.5 million of letters of credit outstanding, and there were no borrowings outstanding under the Revolver. At December 31, 2015, a total of \$852.3 million was available under the Revolver.

At December 31, 2015, approximately 96% of our debt was fixed rate and 4% was effectively variable rate. Our variable-rate debt consists of our issued commercial paper, which bears short-term interest rates based on the CP market for investment grade issuers. The interest rates reset periodically, depending on the terms of the respective financing arrangements. At December 31, 2015, interest rates on our variable-rate debt ranged from 0.65% to 0.75%.

The obligations of the lenders to fund the Term Loan Facility and the 364-Day Revolver are subject to certain conditions, including the approval by Veda shareholders of the acquisition and the nonoccurrence of a material adverse change related to Veda. Refer to Note 16 for further discussion.

**Borrowing and Repayment Activity.** Net short-term borrowings (repayments) primarily represent borrowings or repayments of outstanding amounts under our CP program. We primarily borrow under our CP program, as needed and availability allows.

The decrease in net short-term (repayments) borrowings primarily relates the net activity of CP notes in 2015, and reflects the increase in cash flow from operations as well as no material acquisitions entered into during the year. The increase in net short-term borrowings (repayments) in 2014 primarily reflects the borrowing of CP notes in the first quarter of 2014 to fund the acquisition of TDX, as well as the 2014 pay-off of our \$15.0 million 7.34% Notes and \$275.0 million 4.45% Senior Notes, outstanding at December 31, 2013, with borrowings under our CP program.

The increase in payments on long-term debt in 2014 reflects the pay-off of our \$15.0 million 7.34% Notes and \$275.0 million 4.45% Senior Notes, outstanding at December 31, 2013, with borrowings under our CP program.

The increase in debt issuance costs in 2015 reflects the debt issuance costs paid in connection with the new Senior Credit Facilities entered into in November 2015.

**Debt Covenants.** The outstanding indentures and comparable instruments contain customary covenants including, for example, limits on secured debt and sale/leaseback transactions. In addition, the Senior Credit Facilities requires us to maintain a maximum leverage ratio of not more than 3.5 to 1.0, and limits the amount of subsidiary debt. The Company's leverage ratio was 1.26 at December 31, 2015. None of these covenants are considered restrictive to our operations and, as of December 31, 2015, the Company was in compliance with all of our debt covenants.

The Company does not have any credit rating triggers that would accelerate the maturity of a material amount of the outstanding debt; however, the 6.3% Senior Notes due 2017, 3.3% Senior Notes due 2022 and 7.0% Senior Notes due 2037 (together, the “Senior Notes”) contain change in control provisions. If the Company experiences a change of control or publicly announce the Company’s intention to effect a change of control and the rating on the senior notes is lowered by Standard & Poor’s, or S&P, and Moody’s Investors Service, or Moody’s, below an investment grade rating within 60 days of such change of control or notice thereof, then the Company will be required to offer to repurchase the senior notes at a price equal to 101% of the aggregate principal amount of the senior notes plus accrued and unpaid interest.

**Credit Ratings.** Credit ratings reflect an independent agency’s judgment on the likelihood that a borrower will repay a debt obligation at maturity. The ratings reflect many considerations, such as the nature of the borrower’s industry and its competitive position, the size of the company, its liquidity and access to capital and the sensitivity of a company’s cash flows to changes in the economy. The two largest rating agencies, S&P and Moody’s, use alphanumeric codes to designate their ratings. The highest quality rating for long-term credit obligations is AAA and Aaa for S&P and Moody’s, respectively. A security rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time by the assigning rating agency.

Long-term ratings of BBB- and Baa3 or better by S&P and Moody’s, respectively, reflect ratings on debt obligations that fall within a band of credit quality considered to be “investment grade”. At December 31, 2015, the long-term ratings for our obligations were BBB+ and Baa1, which are consistent with the ratings and outlooks which existed at December 31, 2014. A downgrade in our credit rating would increase the cost of borrowings under our CP program and credit facilities, and could limit, or in the case of a significant downgrade, preclude our ability to issue CP. If our credit ratings were to decline to lower levels, we could experience increases in the interest cost for any new debt. In addition, the market’s demand for, and thus our ability to readily issue, new debt could become further affected by the economic and credit market environment.

For additional information about our debt, including the terms of our financing arrangements, basis for variable interest rates and debt covenants, see Note 6 of the Notes to Consolidated Financial Statements in this report.

### Equity Transactions

Net cash provided by (used in):	Twelve Months Ended December 31,			Change	
	2015	2014	2013	2015 vs. 2014	2014 vs. 2013
	<i>(In millions)</i>				
Treasury stock purchases	\$ (196.3)	\$ (301.6)	\$ (11.9)	\$ 105.3	\$ (289.7)
Dividends paid to Equifax shareholders	\$ (137.8)	\$ (121.2)	\$ (106.7)	\$ (16.6)	\$ (14.5)
Dividends paid to noncontrolling interests	\$ (6.4)	\$ (7.9)	\$ (10.5)	\$ 1.5	\$ 2.6
Proceeds from exercise of stock options	\$ 34.4	\$ 39.7	\$ 47.8	\$ (5.3)	\$ (8.1)
Excess tax benefits from stock-based compensation plans	\$ 30.0	\$ 17.7	\$ 14.6	\$ 12.3	\$ 3.1
Contributions from noncontrolling interests	\$ —	\$ —	\$ 16.7	\$ —	\$ (16.7)

Sources and uses of cash related to equity during the twelve months ended December 31, 2015, 2014 and 2013 were as follows:

- Under share repurchase programs authorized by our Board of Directors, we repurchased 2.1 million, 3.9 million, and 0.2 million common shares during the twelve months ended December 31, 2015, 2014 and 2013, respectively, for \$196.3 million, \$301.6 million and \$11.9 million, respectively, at an average price per common share of \$94.97, \$76.55 and \$59.74, respectively. As of December 31, 2015, under the existing board authorization, the Company is approved for additional stock repurchases valued at \$667.2 million.
- During the twelve months ended December 31, 2015, 2014 and 2013, we paid cash dividends to Equifax shareholders of \$137.8 million, \$121.2 million and \$106.7 million, respectively, at \$1.16 per share for 2015, \$1.00 per share for 2014 and \$0.88 per share for 2013.

## Contractual Obligations and Commercial Commitments

The following table summarizes our significant contractual obligations and commitments as of December 31, 2015. The table excludes commitments that are contingent based on events or factors uncertain at this time. Some of the excluded commitments are discussed below the footnotes to the table.

	Payments due by				
	Total	Less than 1 year	1 to 3 years	3 to 5 years	Thereafter
	<i>(In millions)</i>				
Debt <sup>(1)</sup>	\$ 1,196.8	\$ 49.3	\$ 272.5	\$ —	\$ 875.0
Operating leases <sup>(2)</sup>	138.5	21.2	32.0	24.6	60.7
Data processing, outsourcing agreements and other purchase obligations <sup>(3)</sup>	74.2	52.6	18.0	3.2	0.4
Other long-term liabilities <sup>(4) (6)</sup>	110.5	7.1	15.1	12.8	75.5
Interest payments <sup>(5)</sup>	625.2	60.1	93.9	85.2	386.0
	<u>\$ 2,145.2</u>	<u>\$ 190.3</u>	<u>\$ 431.5</u>	<u>\$ 125.8</u>	<u>\$ 1,397.6</u>

- (1) The amounts are gross of unamortized discounts totaling \$(1.6) million at December 31, 2015. Total debt on our Consolidated Balance Sheets is net of the unamortized discounts and fair value adjustments. There were no fair value adjustments to our debt at December 31, 2015.
- (2) Our operating lease obligations principally involve office space and equipment, which include the ground lease associated with our headquarters building that expires in 2048.
- (3) These agreements primarily represent our minimum contractual obligations for services that we outsource associated with our computer data processing operations and related functions, and certain administrative functions. These agreements expire between 2016 and 2023.
- (4) These long-term liabilities primarily relate to obligations associated with certain pension, postretirement and other compensation-related plans, some of which are discounted in accordance with U.S. generally accepted accounting principles, or GAAP. We made certain assumptions about the timing of such future payments. In the table above, we have not included amounts related to future pension plan obligations, as such required funding amounts beyond 2016 have not been deemed necessary due to our current expectations regarding future plan asset performance.
- (5) For future interest payments on variable-rate debt, which are generally based on a specified margin plus a base rate (LIBOR) or on CP rates for investment grade issuers, we used the variable rate in effect at December 31, 2015 to calculate these payments. Our variable rate debt at December 31, 2015, consisted of CP. Future interest payments related to our Senior Credit Facility and our CP program are based on the borrowings outstanding at December 31, 2015 through their respective maturity dates, assuming such borrowings are outstanding until that time. The variable portion of the rate at December 31, 2015 ranged from 0.65% to 0.75% for all of our variable-rate debt. Future interest payments may be different depending on future borrowing activity and interest rates.
- (6) This table excludes \$24.6 million of unrecognized tax benefits, including interest and penalties, as we cannot make a reasonably reliable estimate of the period of cash settlement with the respective taxing authorities.

## Off-Balance Sheet Transactions

On November 21, 2015, we entered into the Agreement to acquire Veda for a cash consideration of approximately \$1.7 billion (2.4 billion Australian dollars) and debt assumed of approximately \$188.4 million (261.5 million Australian dollars). We expect the transaction to close in the first quarter of 2016. The transaction is subject to customary closing conditions, as disclosed above.

Refer to Item 1A "Risk Factors" and Note 16 to the Consolidated Financial Statements for additional information on the proposed acquisition of Veda.

We do not engage in off-balance sheet financing activities.

Pursuant to the terms of certain industrial revenue bonds, we have transferred title to certain of our fixed assets with total costs of \$108.5 million and \$92.3 million, as of December 31, 2015 and 2014, respectively, to a local governmental authority in the U.S. to receive a property tax abatement related to economic development. The title to these assets will revert back to us upon retirement or cancellation of the applicable bonds. These fixed assets are still recognized on the Company's Consolidated Balance Sheets as all risks and rewards remain with the Company.

#### **Letters of Credit and Guarantees**

We will from time to time issue standby letters of credit, performance bonds or other guarantees in the normal course of business. The aggregate notional amount of all performance bonds and standby letters of credit was not material at December 31, 2015, and all have a remaining maturity of one year or less. Guarantees are issued from time to time to support the needs of our operating units. The maximum potential future payments we could be required to make under the guarantees is not material at December 31, 2015.

#### **Benefit Plans**

We sponsor a qualified defined benefit retirement plan (the U.S. Retirement Income Plan, or USRIP) that covers approximately 20% of current U.S. salaried employees who were hired on or before June 30, 2007, the last date on which an individual could be hired and enter the plan before the USRIP was frozen to new participation at December 31, 2008. This plan also covers many retirees as well as certain terminated but vested individuals not yet in retirement status. We also sponsor a defined benefit plan that covers most salaried and hourly employees in Canada (the Canadian Retirement Income Plan, or CRIP). The CRIP was frozen to new participants entering the plan on or after October 1, 2011.

At December 31, 2015, the USRIP met or exceeded ERISA's minimum funding requirements. During the twelve months ended December 31, 2015 and 2014, we did not make any contributions to the USRIP. We contributed \$0.2 million and \$1.2 million to the CRIP during the twelve months ended December 31, 2015 and 2014, respectively. In the future, we will make minimum funding contributions as required and may make discretionary contributions, depending on certain circumstances, including market conditions and liquidity needs. We believe additional funding contributions, if any, would not prevent us from continuing to meet our liquidity needs, which are primarily funded from cash flows generated by operating activities, available cash and cash equivalents, and our credit facilities.

For our non-U.S., tax-qualified retirement plans, we fund an amount sufficient to meet minimum funding requirements but no more than allowed as a tax deduction pursuant to applicable tax regulations. For the non-qualified supplementary retirement plans, we fund the benefits as they are paid to retired participants, but accrue the associated expense and liabilities in accordance with GAAP.

For additional information about our benefit plans, see Note 11 of the Notes to Consolidated Financial Statements in this report.

#### **Seasonality**

We experience seasonality in certain of our revenue streams. Revenue generated from the Employer Services business unit within the Workforce Solutions operating segment is generally higher in the first quarter due primarily to the provision of Form W-2 preparation services, which occur in the first quarter each year. Revenue from our Online Information Solutions and Mortgage Solutions business units tends to increase in periods of the year in which our customers have higher volumes of credit granting decisions, most commonly the second and third calendar quarters. Revenues in our Financial Marketing Services business line within USIS are typically highest in the fourth quarter each year due to the timing of certain significant annual renewals of project-based agreements. On a consolidated basis, combining all of these businesses, and assuming normal economic conditions, first quarter revenue is normally the lowest quarterly revenue of the year, and the fourth quarter is the highest.

#### **Effects of Inflation and Changes in Foreign Currency Exchange Rates**

Equifax's operating results are not materially affected by inflation, although inflation may result in increases in the Company's expenses, which may not be readily recoverable in the price of services offered. To the extent inflation results in rising interest rates and has other adverse effects upon the securities markets and upon the value of financial instruments, it may adversely affect the Company's financial position and profitability.

A portion of the Company's business is conducted in currencies other than the U.S. dollar, and changes in foreign exchange rates relative to the U.S. dollar can therefore affect the value of non-U.S. dollar net assets, revenues and expenses. Potential exposures as a result of these fluctuations in currencies are closely monitored. We generally do not mitigate the risks associated with fluctuating exchange rates, although we may from time to time through forward contracts or other derivative instruments hedge a portion of our translational foreign currency exposure or exchange rate risks associated with material transactions which are denominated in a foreign currency.

## **RECENT ACCOUNTING PRONOUNCEMENTS**

For information about new accounting pronouncements and the potential impact on our Consolidated Financial Statements, see Note 1 of the Notes to Consolidated Financial Statements in this report.

## **APPLICATION OF CRITICAL ACCOUNTING POLICIES AND ESTIMATES**

The Company's Consolidated Financial Statements are prepared in conformity with U.S. generally accepted accounting principles, or GAAP. This requires our management to make estimates and assumptions that affect the reported amounts of assets and liabilities, revenues and expenses and related disclosures of contingent assets and liabilities in our Consolidated Financial Statements and the Notes to Consolidated Financial Statements. The following accounting policies involve critical accounting estimates because they are particularly dependent on estimates and assumptions made by management about matters that are uncertain at the time the accounting estimates are made. In addition, while we have used our best estimates based on facts and circumstances available to us at the time, different estimates reasonably could have been used in the current period, or changes in the accounting estimates that we used are reasonably likely to occur from period to period, either of which may have a material impact on the presentation of our Consolidated Balance Sheets and Statements of Income. We also have other significant accounting policies which involve the use of estimates, judgments and assumptions that are relevant to understanding our results. For additional information about these policies, see Note 1 of the Notes to Consolidated Financial Statements in this report. Although we believe that our estimates, assumptions and judgments are reasonable, they are based upon information available at the time. Actual results may differ significantly from these estimates under different assumptions, judgments or conditions.

### **Revenue Recognition**

Revenue is recognized when persuasive evidence of an arrangement exists, collectibility of arrangement consideration is reasonably assured, the arrangement fees are fixed or determinable and delivery of the product or service has been completed. A significant portion of our revenue is derived from the provision of information services to our customers on a transaction basis, in which case revenue is recognized, assuming all other revenue recognition criteria are met, when the services are provided. A smaller portion of our revenues relate to subscription-based contracts under which a customer pays a preset fee for a predetermined or unlimited number of transactions or services provided during the subscription period, generally one year. Revenue related to subscription-based contracts having a preset number of transactions is recognized as the services are provided, using an effective transaction rate as the actual transactions are completed. Any remaining revenue related to unfulfilled units is not recognized until the end of the related contract's subscription period. Revenue related to subscription-based contracts having an unlimited volume is recognized ratably during the contract term. Revenue is recorded net of sales taxes.

If at the outset of an arrangement, we determine that collectibility is not reasonably assured, revenue is deferred until the earlier of when collectibility becomes probable or the receipt of payment. If there is uncertainty as to the customer's acceptance of our deliverables, revenue is not recognized until the earlier of receipt of customer acceptance or expiration of the acceptance period. If at the outset of an arrangement, we determine that the arrangement fee is not fixed or determinable, revenue is deferred until the arrangement fee becomes fixed or determinable, assuming all other revenue recognition criteria have been met.

The determination of certain of our tax management services revenue requires the use of estimates, principally related to transaction volumes in instances where these volumes are reported to us by our clients on a monthly basis in arrears. In these instances, we estimate transaction volumes based on average actual volumes reported in the past. Differences between our estimates and actual final volumes reported are recorded in the period in which actual volumes are reported. We have not experienced significant variances between our estimates and actual reported volumes in the past. We monitor actual volumes to ensure that we will continue to make reasonable estimates in the future. If we determine that we are unable to make reasonable future estimates, revenue may be deferred until actual customer data is obtained. Also within our Workforce Solutions operating segment, the fees for certain of our tax credits and incentives revenue are based on a percentage of the credit delivered to our

clients. Revenue for these arrangements is recognized based on the achievement of milestones, upon calculation of the credit, or when the credit is utilized by our client, depending on the provisions of the client contract.

We have certain offerings that are sold as multiple element arrangements. The multiple elements may include consumer or commercial information, file updates for certain solutions, services provided by our decisioning technologies personnel, training services, statistical models and other services. To account for each of these elements separately, the delivered elements must have stand-alone value to our customer. If we are unable to unbundle the arrangement into separate units of accounting, we apply one of the accounting policies described above. This may lead to the arrangement consideration being recognized as the final contract element is delivered to our customer or ratably over the contract.

Many of our multiple element arrangements involve the delivery of services generated by a combination of services provided by one or more of our operating segments. No individual information service impacts the value or usage of other information services included in an arrangement and each service can be sold alone or, in most cases, purchased from another vendor without affecting the quality of use or value to the customer of the other information services included in the arrangement. Some of our products require the development of interfaces or platforms by our decisioning technologies personnel that allow our customers to interact with our proprietary information databases. These development services do not meet the requirement for having stand-alone value, thus any related development fees are deferred when billed and are recognized over the expected period that the customer will benefit from the related decisioning technologies service. Revenue from the provision of statistical models is recognized as the service is provided and accepted, assuming all other revenue recognition criteria are met. The direct costs of set up of a customer are capitalized and amortized as a cost of service during the term of the related customer contract.

We have some multiple element arrangements that include software. We recognize the elements for which we have established vendor specific objective evidence at fair value upon delivery, in accordance with the applicable guidance.

We record revenue on a net basis for those sales in which we have in substance acted as an agent or broker in the transaction.

The debt collections and recovery management revenue is calculated as a percentage of debt collected on behalf of the customer and, as such, is primarily recognized when the cash is collected assuming all other revenue recognition criteria are met.

Deferred revenue consists of amounts billed and collected in excess of revenue recognized on sales relating generally to the deferral of subscription fees and arrangement consideration from elements not meeting the criteria for having stand-alone value discussed above. Deferred revenues are subsequently recognized as revenue in accordance with our revenue recognition policies.

*Judgments and uncertainties* — Each element of a multiple element arrangement must be considered separately to ensure that appropriate accounting is performed for these deliverables. These considerations include assessing the price at which the element is sold compared to its relative fair value; concluding when the element will be delivered; evaluating collectibility; and determining whether any contingencies exist in the related customer contract that impact the prices paid to us for the services.

In addition, as stated above, the determination of certain of our marketing information services and tax management services revenue requires the use of estimates, principally related to transaction volumes in instances where these volumes are reported to us by our clients on a monthly basis in arrears. In these instances, we estimate transaction volumes based on average actual volumes reported in the past. Differences between our estimates and actual final volumes reported are recorded in the period in which actual volumes are reported.

*Effects if actual results differ from assumptions* — We have not experienced significant variances between our estimates of marketing information services and tax management services revenues reported to us by our customers and actual reported volumes in the past. We monitor actual volumes to ensure that we will continue to make reasonable estimates in the future. If we determine that we are unable to make reasonable future estimates, revenue may be deferred until actual customer data is obtained. However, if actual results are not consistent with our estimates and assumptions, or if our customer arrangements become more complex or include more bundled offerings in the future, we may be required to recognize revenue differently in the future to account for these changes. We do not believe there is a reasonable likelihood that there will be a material change in the future estimates or assumptions we use to recognize revenue.

## Goodwill and Indefinite-Lived Intangible Assets

We review goodwill and indefinite lived intangible assets for impairment annually (as of September 30) and whenever events or changes in circumstances indicate the carrying value of an asset may not be recoverable. These events or circumstances could include a significant change in the business climate, legal factors, operating performance or trends, competition, or sale or disposition of a significant portion of a reporting unit. We have seven reporting units comprised of U.S. Information Solutions (which includes part of Online Information Solutions, Mortgage Solutions and Financial Marketing Services), Europe, Latin America, Canada, Personal Solutions, Verification Services, and Employer Services. Based on the Company's enterprise-wide strategy, we've consolidated the Identity Management reporting unit with the U.S. Information Solutions reporting unit in 2015. We performed goodwill impairment tests prior to and following the consolidation for USIS and Identity Management reporting units, which resulted in no impairment.

The goodwill balance at December 31, 2015, for our seven reporting units was as follows:

	<b>December 31,</b>
	<b>2015</b>
	<i>(In millions)</i>
U.S. Information Solutions	<b>\$ 1,071.3</b>
Europe	<b>187.3</b>
Latin America	<b>222.1</b>
Canada	<b>32.1</b>
Personal Solutions	<b>150.6</b>
Verification Services	<b>738.6</b>
Employer Services	<b>169.0</b>
Total goodwill	<b>\$ 2,571.0</b>

### *Qualitative Assessments*

We performed a qualitative assessment to determine whether further impairment testing was necessary for all of our reporting units. In this qualitative assessment, we considered the following items for each of the reporting units: macroeconomic conditions, industry and market conditions, overall financial performance and other entity specific events. In addition, for each of these reporting units, the most recent fair value determination resulted in an amount that exceeded the carrying amount of the reporting units. Based on these assessments, we determined the likelihood that a current fair value determination would be less than the current carrying amount of the reporting unit is not more likely than not. As a result of our conclusions, no further testing was required for all of our reporting units.

## Loss Contingencies

We are subject to various proceedings, lawsuits and claims arising in the normal course of our business. We determine whether to disclose and/or accrue for loss contingencies based on our assessment of whether the potential loss is estimable, probable, reasonably possible or remote.

*Judgments and uncertainties* — We periodically review claims and legal proceedings and assess whether we have potential financial exposure based on consultation with internal and outside legal counsel and other advisors. If the likelihood of an adverse outcome from any claim or legal proceeding is probable and the amount can be reasonably estimated, we record a liability on our Consolidated Balance Sheets for the estimated amount. If the likelihood of an adverse outcome is reasonably possible, but not probable, we provide disclosures related to the potential loss contingency. Our assumptions related to loss contingencies are inherently subjective.

*Effect if actual results differ from assumptions* — We do not believe there is a reasonable likelihood that there will be a material change in the future estimates or assumptions we use to determine loss contingencies. However, if facts and circumstances change in the future that change our belief regarding assumptions used to determine our estimates, we may be exposed to a loss that could be material.



## Income Taxes

We record deferred income taxes using enacted tax laws and rates for the years in which the taxes are expected to be paid. We assess the likelihood that our net deferred tax assets will be recovered from future taxable income or other tax planning strategies. To the extent that we believe that recovery is not likely, we must establish a valuation allowance to reduce the deferred tax asset to the amount we estimate will be recoverable.

Our income tax provisions are based on assumptions and calculations which will be subject to examination by various tax authorities. We record tax benefits for positions in which we believe are more likely than not of being sustained under such examinations. We assess the potential outcome of such examinations to determine the adequacy of our income tax accruals.

*Judgments and uncertainties* — We consider accounting for income taxes critical because management is required to make significant judgments in determining our provision for income taxes, our deferred tax assets and liabilities, and our future taxable income for purposes of assessing our ability to realize any future benefit from our deferred tax assets. These judgments and estimates are affected by our expectations of future taxable income, mix of earnings among different taxing jurisdictions, and timing of the reversal of deferred tax assets and liabilities.

We also use our judgment to determine whether it is more likely than not that we will sustain positions that we have taken on tax returns and, if so, the amount of benefit to initially recognize within our financial statements. We review our uncertain tax positions and adjust our unrecognized tax benefits in light of changes in facts and circumstances, such as changes in tax law, interactions with taxing authorities and developments in case law. These adjustments to our unrecognized tax benefits may affect our income tax expense. Settlement of uncertain tax positions may require use of our cash. At December 31, 2015, \$24.6 million was recorded for uncertain tax benefits, including interest and penalties, of which it is reasonably possible that up to \$9.4 million of our unrecognized tax benefit may change within the next twelve months.

*Effect if actual results differ from assumptions* — Although management believes that the judgments and estimates discussed herein are reasonable, actual results could differ, and we may be exposed to increases or decreases in income tax expense that could be material.

## Pension and Other Postretirement Plans

We consider accounting for our U.S. and Canadian pension and other postretirement plans critical because management is required to make significant subjective judgments about a number of actuarial assumptions, which include discount rates, expected return on plan assets, interest cost and mortality and retirement rates. Actuarial valuations are used in determining our benefit obligation and net periodic benefit cost.

During 2015 we adopted the new generational projection scale with MP-2015 in determining the liability for the U.S. pensions plan. This updated scale, along with the change in the discount rate, contributed to the decrease in the projected benefit obligation as of December 31, 2015.

During 2014, we adopted the new RP-2014 mortality tables and generational projection scale with MP-2014 in determining the liability for the U.S. pensions plan. This new table, along with the change in the discount rate, contributed to the increase in the projected benefit obligation as of December 31, 2014.

*Judgments and uncertainties* — We believe that the most significant assumptions related to our net periodic benefit cost are (1) the discount rate and (2) the expected return on plan assets, in each case as it relates to our U.S. pension plan. Our Canadian plan is not significant, and the impact of changes in assumptions for that plan is not material.

We determine our discount rates primarily based on high-quality, fixed-income investments and yield-to-maturity analysis specific to our estimated future benefit payments available as of the measurement date. Discount rates are updated annually on the measurement date to reflect current market conditions. We use a third-party yield curve to develop our discount rates. The yield curve provides discount rates related to a dedicated high-quality bond portfolio whose cash flows extend beyond the current period, from which we choose a rate matched to the expected benefit payments required for each plan.

The expected rate of return on plan assets is based on both our historical returns and forecasted future investment returns by asset class, as provided by our external investment advisor. In 2015, the U.S. pension plan investment losses of 1.1% were below the expected return of 7.5% for the second time in seven years. The expected return for the USRIP for 2016 is at 7.25%, which is a reduction from the rate used for 2015. The CRIP earned 2.9% in 2015 which was below its expected return of 6.75% for the second time in seven years. The expected return for the CRIP for 2016 is at 6.0%, which is a reduction from

the rate used for 2015. The CRIP has a lower expected return due to a higher asset allocation to fixed income securities. Our weighted-average expected rate of return for both plans for 2016 is 7.12% which is slightly lower than the 2015 expected rate.

Annual differences, if any, between the expected and actual returns on plan assets are included in unrecognized net actuarial gain or loss, a component of other comprehensive income. In calculating the annual amortization of the unrecognized net actuarial gain or loss, we use a market-related value of assets that smooths actual investment gains and losses on plan assets over a period up to five years. The resulting unrecognized net actuarial gain or loss amount is recognized in net periodic pension expense over the average remaining life expectancy of the participant group since almost all participants are inactive. The market-related value of our assets was \$543.3 million at December 31, 2015. We do not expect our 2016 net periodic benefit cost, which includes the effect of the market-related value of assets, to be materially different than our 2015 cost. See Note 11 of the Notes to the Consolidated Financial Statements for details on changes in the pension benefit obligation and the fair value of plan assets.

*Effect if actual results differ from assumptions*— We do not believe there is a reasonable likelihood that there will be a material change in the future estimates or assumptions that are used in our actuarial valuations. Adjusting our weighted-average expected long-term rate of return (7.12% at December 31, 2015) by 50 basis points would change our estimated pension expense in 2016 by approximately \$2.7 million. Adjusting our weighted-average discount rate (4.86% at December 31, 2015) by 50 basis points would change our estimated pension expense in 2016 by approximately \$0.4 million. However, if actual results are not consistent with our estimates or assumptions, we may be exposed to changes in pension expense that could be material.

#### **Purchase Accounting for Acquisitions**

We account for acquisitions under Accounting Standards Codification 805, *Business Combinations*, which changed the application of the acquisition method of accounting in a business combination and also modified the way assets acquired and liabilities assumed are recognized on a prospective basis. In general, the acquisition method of accounting requires companies to record assets acquired and liabilities assumed at their respective fair market values at the date of acquisition. We primarily estimate fair value of identified intangible assets using discounted cash flow analyses based on market participant based inputs. Any amount of the purchase price paid that is in excess of the estimated fair values of net assets acquired is recorded in the line item Goodwill in our Consolidated Balance Sheets. Transaction costs, as well as costs to reorganize acquired companies, are expensed as incurred in our Consolidated Statements of Income.

*Judgments and uncertainties* — We consider accounting for business combinations critical because management's judgment is used to determine the estimated fair values assigned to assets acquired and liabilities assumed and amortization periods for intangible assets, which can materially affect the our results of operations.

*Effect if actual results differ from assumptions*— Although management believes that the judgments and estimates discussed herein are reasonable, actual results could differ, and we may be exposed to an impairment charge if we are unable to recover the value of the recorded net assets.

## ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

In the normal course of our business, we are exposed to market risk, primarily from changes in foreign currency exchange rates and interest rates that could impact our results of operations and financial position. We manage our exposure to these market risks through our regular operating and financing activities, and, when deemed appropriate, through the use of derivative financial instruments, such as interest rate swaps, to hedge certain of these exposures. We use derivative financial instruments as risk management tools and not for speculative or trading purposes.

### Foreign Currency Exchange Rate Risk

A substantial majority of our revenue, expense and capital expenditure activities are transacted in U.S. dollars. However, we do transact business in other currencies, primarily the British pound, the Canadian dollar, the Chilean peso, the Argentine peso and the Euro. For most of these foreign currencies, we are a net recipient, and, therefore, benefit from a weaker U.S. dollar and are adversely affected by a stronger U.S. dollar relative to the foreign currencies in which we transact significant amounts of business.

We are required to translate, or express in U.S. dollars, the assets and liabilities of our foreign subsidiaries that are denominated or measured in foreign currencies at the applicable year-end rate of exchange on our Consolidated Balance Sheets and income statement items of our foreign subsidiaries at the average rates prevailing during the year. We record the resulting translation adjustment, and gains and losses resulting from the translation of intercompany balances of a long-term investment nature within other comprehensive income, as a component of our shareholders' equity. Foreign currency transaction gains and losses, which have historically been immaterial, are recorded on our Consolidated Statements of Income. We generally do not mitigate the risks associated with fluctuating exchange rates, although we may from time to time through forward contracts or other derivative instruments hedge a portion of our translational foreign currency exposure or exchange rate risks associated with material transactions which are denominated in a foreign currency.

For the year ended December 31, 2015, a 10% weaker U.S. dollar against the currencies of all foreign countries in which we had operations during 2015 would have increased our revenue by \$52.9 million and our pre-tax operating profit by \$17.9 million. For the year ended December 31, 2014, a 10% weaker U.S. dollar against the currencies of all foreign countries in which we had operations during 2014 would have increased our revenue by \$54.0 million and our pre-tax operating profit by \$18.1 million. A 10% stronger U.S. dollar would have resulted in similar decreases to our revenue and pre-tax operating profit for 2015 and 2014.

On average across our mix of international businesses, foreign currencies at December 31, 2015, were weaker against the U.S. dollar than the average foreign exchange rates that prevailed across the full year 2015. As a result, if foreign exchange rates were unchanged throughout 2016, foreign exchange translation would reduce growth as reported in U.S. dollars. As foreign exchange rates change daily, there can be no assurance that foreign exchange rates will remain constant throughout 2016, and rates could go either higher or lower.

The Veda cash consideration of approximately \$1.7 billion (2.4 billion Australian dollars) is denominated in Australian dollars and as such subject to fluctuations related to the exchange rate of the Australian dollar. A \$0.01 increase or decrease in the exchange rate of the Australian dollar results in a \$24.2 million increase or decrease in the acquisition price. In December 2015, in anticipation of the Veda acquisition, we purchased foreign currency options to buy Australian dollars with a weighted average strike price of \$0.7225 and a notional value of 1.0 billion Australian dollars. These foreign currency options ("options") were designed to act as economic hedges for the pending Veda acquisition and are marked to market. In January 2016, we purchased additional options with a weighted average strike price of \$0.7091 and a notional value of 1.0 billion Australian dollars. We closed out all of the options on the respective settlement dates in February 2016. We recognized a net loss of \$15.4 million related to the options in the first quarter of 2016. See Note 1 for further discussion.

### Interest Rate Risk

Our exposure to market risk for changes in interest rates relates to our variable-rate commercial paper borrowings. We attempt to achieve the lowest all-in weighted-average cost of debt while simultaneously taking into account the mix of our fixed- and floating-rate debt, and the average life and scheduled maturities of our debt. At December 31, 2015, our weighted average cost of debt was 4.5% and weighted-average life of debt was 9.07 years. At December 31, 2015, 96% of our debt was fixed rate, and the remaining 4% was variable rate. Occasionally we use derivatives to manage our exposure to changes in interest rates by entering into interest rate swaps. A 100 basis point increase in the weighted-average interest rate on our variable-rate debt would have increased our 2015 interest expense by \$0.5 million.

Based on the amount of outstanding variable-rate debt, we have limited exposure to interest rate risk. In the future, if our mix of fixed-rate and variable-rate debt were to change due to additional borrowings under existing or new variable-rate debt, we could have additional exposure to interest rate risk. The nature and amount of our long-term and short-term debt, as well as the proportionate amount of fixed-rate and variable-rate debt, can be expected to vary as a result of future business requirements, market conditions and other factors.

## ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

<b>Index to Financial Statements</b>	
<a href="#"><u>Report of Independent Registered Public Accounting Firm on Internal Control over Financial Reporting</u></a>	<a href="#"><u>53</u></a>
<a href="#"><u>Report of Independent Registered Public Accounting Firm</u></a>	<a href="#"><u>54</u></a>
<a href="#"><u>Consolidated Statements of Income for each of the three years in the period ended December 31, 2015</u></a>	<a href="#"><u>55</u></a>
<a href="#"><u>Consolidated Statements of Comprehensive Income for each of the three years in the period ended December 31, 2015</u></a>	<a href="#"><u>56</u></a>
<a href="#"><u>Consolidated Balance Sheets at December 31, 2015 and 2014</u></a>	<a href="#"><u>57</u></a>
<a href="#"><u>Consolidated Statements of Cash Flows for each of the three years in the period ended December 31, 2015</u></a>	<a href="#"><u>58</u></a>
<a href="#"><u>Consolidated Statements of Shareholders' Equity and Other Comprehensive Income for each of the three years in the period ended December 31, 2015</u></a>	<a href="#"><u>59</u></a>
<a href="#"><u>Notes to Consolidated Financial Statements</u></a>	<a href="#"><u>61</u></a>

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM ON INTERNAL CONTROL OVER FINANCIAL REPORTING

The Board of Directors and Shareholders of Equifax Inc.:

We have audited Equifax Inc.'s ("Equifax" or "the Company") internal control over financial reporting as of December 31, 2015, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission ("2013 framework") (the COSO criteria). Equifax's management is responsible for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

In our opinion, Equifax Inc. maintained, in all material respects, effective internal control over financial reporting as of December 31, 2015, based on the COSO criteria.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated balance sheets of Equifax, Inc. as of December 31, 2015 and 2014, and the related consolidated statements of income, comprehensive income, cash flows, and shareholders' equity and other comprehensive income for each of the three years in the period ended December 31, 2015, of Equifax Inc. and our report dated February 24, 2016 expressed an unqualified opinion thereon.

/s/ Ernst & Young LLP

Atlanta, Georgia  
February 24, 2016

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors and Shareholders of Equifax Inc.:

We have audited the accompanying consolidated balance sheets of Equifax Inc. as of December 31, 2015 and 2014, and the related consolidated statements of income, comprehensive income, cash flows, and shareholders' equity and other comprehensive income for each of the three years in the period ended December 31, 2015. Our audits also included the financial statement schedule listed in the Index at Item 15(a)(2). These financial statements and schedule are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements and schedule based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Equifax Inc. at December 31, 2015 and 2014, and the consolidated results of its operations and its cash flows for each of the three years in the period ended December 31, 2015, in conformity with U.S. generally accepted accounting principles. Also, in our opinion, the related financial statement schedule, when considered in relation to the basic financial statements taken as a whole, presents fairly in all material respects the information set forth therein.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), Equifax Inc.'s internal control over financial reporting as of December 31, 2015, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission ("2013 framework") and our report dated February 24, 2016 expressed an unqualified opinion thereon.

/s/ Ernst & Young LLP

Atlanta, Georgia  
February 24, 2016

**CONSOLIDATED STATEMENTS OF INCOME**

	Twelve Months Ended December 31,		
	2015	2014	2013
<i>(In millions, except per share amounts)</i>			
Operating revenue	\$ 2,663.6	\$ 2,436.4	\$ 2,303.9
Operating expenses:			
Cost of services (exclusive of depreciation and amortization below)	887.4	844.7	787.3
Selling, general and administrative expenses	884.3	751.7	715.8
Depreciation and amortization	198.0	201.8	189.6
Total operating expenses	1,969.7	1,798.2	1,692.7
Operating income	693.9	638.2	611.2
Interest expense	(63.8)	(68.6)	(70.2)
Other income (expense), net	6.5	4.6	(10.6)
Consolidated income from continuing operations before income taxes	636.6	574.2	530.4
Provision for income taxes	(201.8)	(200.2)	(188.9)
Consolidated income from continuing operations	434.8	374.0	341.5
Income from discontinued operations, net of tax	—	—	18.4
Consolidated net income	434.8	374.0	359.9
Less: Net income attributable to noncontrolling interests	(5.7)	(6.6)	(8.1)
Net income attributable to Equifax	\$ 429.1	\$ 367.4	\$ 351.8
Amounts attributable to Equifax:			
Net income from continuing operations attributable to Equifax	\$ 429.1	\$ 367.4	\$ 333.4
Discontinued operations, net of tax	—	—	18.4
Net income attributable to Equifax	\$ 429.1	\$ 367.4	\$ 351.8
Basic earnings per share:			
Income from continuing operations attributable to Equifax	\$ 3.61	\$ 3.03	\$ 2.75
Discontinued operations	—	—	0.15
Net income attributable to Equifax	\$ 3.61	\$ 3.03	\$ 2.90
Weighted-average shares used in computing basic earnings per share	118.7	121.2	121.2
Diluted earnings per share:			
Income from continuing operations attributable to Equifax	\$ 3.55	\$ 2.97	\$ 2.69
Discontinued operations	—	—	0.15
Net income attributable to Equifax	\$ 3.55	\$ 2.97	\$ 2.84
Weighted-average shares used in computing diluted earnings per share	120.9	123.5	123.7
Dividends per share	\$ 1.16	\$ 1.00	\$ 0.88

See Notes to Consolidated Financial Statements.



# CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Twelve Months Ended December 31,								
	2015			2014			2013		
	Equifax Shareholders	Noncontrolling Interests	Total	Equifax Shareholders	Noncontrolling Interests	Total	Equifax Shareholders	Noncontrolling Interests	Total
	<i>(In millions)</i>								
Net income	\$ 429.1	\$ 5.7	\$ 434.8	\$ 367.4	\$ 6.6	\$ 374.0	\$ 351.8	\$ 8.1	\$ 359.9
Other comprehensive income:									
Foreign currency translation adjustment	(67.1)	(7.1)	(74.2)	(61.8)	(2.8)	(64.6)	(24.9)	(2.9)	(27.8)
Change in unrecognized prior service cost and actuarial gains (losses) related to our pension and other postretirement benefit plans, net	17.5	—	17.5	(61.1)	—	(61.1)	74.2	—	74.2
Change in cumulative loss from cash flow hedging transactions	0.2	—	0.2	0.1	—	0.1	0.1	—	0.1
Comprehensive income	<u>\$ 379.7</u>	<u>\$ (1.4)</u>	<u>\$ 378.3</u>	<u>\$ 244.6</u>	<u>\$ 3.8</u>	<u>\$ 248.4</u>	<u>\$ 401.2</u>	<u>\$ 5.2</u>	<u>\$ 406.4</u>

See Notes to Consolidated Financial Statements.

**CONSOLIDATED BALANCE SHEETS**

	December 31,	
	2015	2014
<i>(In millions, except par values)</i>		
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 93.3	\$ 128.3
Trade accounts receivable, net of allowance for doubtful accounts of \$7.5 and \$7.2 at December 31, 2015 and 2014, respectively	349.8	337.2
Prepaid expenses	39.3	35.7
Other current assets	79.2	89.3
Total current assets	561.6	590.5
Property and equipment:		
Capitalized internal-use software and system costs	212.5	257.3
Data processing equipment and furniture	247.8	203.3
Land, buildings and improvements	194.6	194.8
Total property and equipment	654.9	655.4
Less accumulated depreciation and amortization	(288.1)	(354.8)
Total property and equipment, net	366.8	300.6
Goodwill	2,571.0	2,606.8
Indefinite-lived intangible assets	94.7	95.2
Purchased intangible assets, net	827.9	953.9
Other assets, net	87.0	114.0
Total assets	\$ 4,509.0	\$ 4,661.0
<b>LIABILITIES AND EQUITY</b>		
Current liabilities:		
Short-term debt and current maturities	\$ 49.3	\$ 380.4
Accounts payable	40.6	20.3
Accrued expenses	112.7	85.5
Accrued salaries and bonuses	139.2	101.9
Deferred revenue	96.8	73.4
Other current liabilities	165.2	161.6
Total current liabilities	603.8	823.1
Long-term debt	1,145.9	1,145.7
Deferred income tax liabilities, net	205.5	228.3
Long-term pension and other postretirement benefit liabilities	146.4	173.0
Other long-term liabilities	57.0	56.3
Total liabilities	2,158.6	2,426.4
Commitments and Contingencies (see Note 7)		
Equifax shareholders' equity:		
Preferred stock, \$0.01 par value: Authorized shares - 10.0; Issued shares - none	—	—
Common stock, \$1.25 par value: Authorized shares - 300.0; Issued shares - 189.3 at December 31, 2015 and 2014; Outstanding shares - 118.7 and 119.4 at December 31, 2015 and 2014, respectively	236.6	236.6
Paid-in capital	1,260.5	1,201.7
Retained earnings	3,834.4	3,554.8
Accumulated other comprehensive loss	(484.8)	(435.4)
Treasury stock, at cost, 70.0 shares and 69.3 shares at December 31, 2015 and 2014, respectively	(2,529.9)	(2,351.7)
Stock held by employee benefits trusts, at cost, 0.6 shares at December 31, 2015 and 2014	(5.9)	(5.9)
Total Equifax shareholders' equity	2,310.9	2,200.1
Noncontrolling interests	39.5	34.5
Total equity	2,350.4	2,234.6
Total liabilities and equity	\$ 4,509.0	\$ 4,661.0

See Notes to Consolidated Financial Statements.

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

	Twelve Months Ended December 31,		
	2015	2014	2013
<i>(In millions)</i>			
Operating activities:			
Consolidated net income	\$ 434.8	\$ 374.0	\$ 359.9
Adjustments to reconcile consolidated net income to net cash provided by operating activities:			
Gain on divestitures	—	—	(19.0)
Impairment of cost method investment	14.8	—	17.0
Depreciation and amortization	200.0	204.2	190.3
Stock-based compensation expense	38.4	38.1	32.2
Excess tax benefits from stock-based compensation plans	(30.0)	(17.7)	(14.6)
Deferred income taxes	(28.7)	(9.6)	(9.7)
Changes in assets and liabilities, excluding effects of acquisitions:			
Accounts receivable, net	(26.9)	(27.8)	(2.4)
Prepaid expenses and other current assets	10.8	(5.2)	(4.2)
Other assets	5.1	(0.6)	7.1
Current liabilities, excluding debt	118.5	54.3	2.1
Other long-term liabilities, excluding debt	5.3	6.5	10.3
Cash provided by operating activities	742.1	616.2	569.0
Investing activities:			
Capital expenditures	(146.2)	(86.4)	(83.3)
Acquisitions, net of cash acquired	(4.4)	(341.0)	(91.4)
Cash received from divestitures	2.9	0.6	47.5
Investment in unconsolidated affiliates, net	(0.1)	(2.5)	(9.1)
Cash used in investing activities	(147.8)	(429.3)	(136.3)
Financing activities:			
Net short-term borrowings (repayments)	(331.0)	379.9	(267.3)
Payments on long-term debt	—	(290.0)	(15.0)
Treasury stock purchases	(196.3)	(301.6)	(11.9)
Dividends paid to Equifax shareholders	(137.8)	(121.2)	(106.7)
Dividends paid to noncontrolling interests	(6.4)	(7.9)	(10.5)
Proceeds from exercise of stock options	34.4	39.7	47.8
Excess tax benefits from stock-based compensation plans	30.0	17.7	14.6
Contributions from noncontrolling interests	—	—	16.7
Debt issuance costs	(4.9)	—	(0.8)
Cash used in financing activities	(612.0)	(283.4)	(333.1)
Effect of foreign currency exchange rates on cash and cash equivalents	(17.3)	(11.1)	(10.5)
(Decrease) Increase in cash and cash equivalents	(35.0)	(107.6)	89.1
Cash and cash equivalents, beginning of period	128.3	235.9	146.8
Cash and cash equivalents, end of period	\$ 93.3	\$ 128.3	\$ 235.9

See Notes to Consolidated Financial Statements.

# CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY AND OTHER COMPREHENSIVE INCOME

	Equifax Shareholders								Total Shareholders' Equity
	Common Stock		Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Loss	Treasury Stock	Stock Held By Employee Benefits Trusts	Noncontrolling Interests	
	Shares Outstanding	Amount							
	(In millions, except per share values)								
Balance, December 31, 2012	120.4	\$ 236.6	\$ 1,139.6	\$ 3,064.6	\$ (362.0)	\$ (2,139.7)	\$ (5.9)	\$ 26.0	\$ 1,959.2
Net income	—	—	—	351.8	—	—	—	8.1	359.9
Other comprehensive income (loss)	—	—	—	—	49.4	—	—	(2.9)	46.5
Shares issued under stock and benefit plans, net of minimum tax withholdings	1.7	—	(12.3)	—	—	50.4	—	—	38.1
Treasury stock purchased under share repurchase program (\$59.74 per share)*	(0.2)	—	—	—	—	(11.9)	—	—	(11.9)
Cash dividends (\$0.88 per share)	—	—	—	(107.2)	—	—	—	—	(107.2)
Dividends paid to employee benefits trusts	—	—	0.5	—	—	—	—	—	0.5
Stock-based compensation expense	—	—	32.2	—	—	—	—	—	32.2
Tax effects of stock-based compensation plans	—	—	14.6	—	—	—	—	—	14.6
Dividends paid to noncontrolling interests	—	—	—	—	—	—	—	(10.5)	(10.5)
Contributions from noncontrolling interests	—	—	—	—	—	—	—	16.7	16.7
Other	—	—	—	—	—	—	—	2.9	2.9
Balance, December 31, 2013	121.9	236.6	1,174.6	3,309.2	(312.6)	(2,101.2)	(5.9)	40.3	2,341.0
Net income	—	—	—	367.4	—	—	—	6.6	374.0
Other comprehensive income (loss)	—	—	—	—	(122.8)	—	—	(2.8)	(125.6)
Shares issued under stock and benefit plans, net of minimum tax withholdings	1.4	—	(12.8)	—	—	39.7	—	—	26.9
Treasury stock purchased under share repurchase program (\$76.55 per share)	(3.9)	—	—	—	—	(290.2)	—	—	(290.2)
Cash dividends (\$1.00 per share)	—	—	—	(121.8)	—	—	—	—	(121.8)
Dividends paid to employee benefits trusts	—	—	0.6	—	—	—	—	—	0.6
Stock-based compensation expense	—	—	38.1	—	—	—	—	—	38.1
Tax effects of stock-based compensation plans	—	—	17.7	—	—	—	—	—	17.7
Dividends paid to noncontrolling interests	—	—	—	—	—	—	—	(7.9)	(7.9)
Purchase of noncontrolling interests	—	—	(5.0)	—	—	—	—	(2.4)	(7.4)
Other**	—	—	(11.5)	—	—	—	—	0.7	(10.8)
Balance, December 31, 2014	119.4	236.6	1,201.7	3,554.8	(435.4)	(2,351.7)	(5.9)	34.5	2,234.6
Net income	—	—	—	429.1	—	—	—	5.7	434.8
Other comprehensive income (loss)	—	—	—	—	(49.4)	—	—	(7.1)	(56.5)
Shares issued under stock and benefit plans, net of minimum tax withholdings	1.4	—	(21.8)	—	—	29.6	—	—	7.8
Treasury stock purchased under share repurchase program (\$94.97 per share)*	(2.1)	—	—	—	—	(207.8)	—	—	(207.8)
Cash dividends (\$1.16 per share)	—	—	—	(138.4)	—	—	—	—	(138.4)
Dividends paid to employee benefits trusts	—	—	0.6	—	—	—	—	—	0.6
Stock-based compensation expense	—	—	38.4	—	—	—	—	—	38.4
Tax effects of stock-based compensation plans	—	—	30.0	—	—	—	—	—	30.0
Contributions from noncontrolling interests	—	—	—	—	—	—	—	1.5	1.5
Redeemable noncontrolling interest adjustment	—	—	—	(11.1)	—	—	—	11.1	—
Dividends paid to noncontrolling interests	—	—	—	—	—	—	—	(6.4)	(6.4)
Purchases of noncontrolling interests	—	—	0.1	—	—	—	—	0.2	0.3
Other**	—	—	11.5	—	—	—	—	—	11.5
Balance, December 31, 2015	118.7	\$ 236.6	\$ 1,260.5	\$ 3,834.4	\$ (484.8)	\$ (2,529.9)	\$ (5.9)	\$ 39.5	\$ 2,350.4

\* At December 31, 2015, \$667.2 million was authorized for future repurchases of our common stock.

\*\* At December 31, 2014, the paid-in capital includes the \$11.5 million holdback related to the accelerated share repurchase program discussed in Note 1. At December 31, 2015, the paid-in capital reflects the \$11.5 million settlement of the accelerated share repurchase program discussed in Note 1.

See Notes to Consolidated Financial Statements.

## CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY AND OTHER COMPREHENSIVE INCOME

Accumulated Other Comprehensive Loss consists of the following components:

	December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
Foreign currency translation	\$ (237.4)	\$ (170.3)	\$ (108.5)
Unrecognized actuarial losses and prior service cost related to our pension and other postretirement benefit plans net of accumulated tax of \$138.2, \$150.1 and \$115.3 in 2015, 2014 and 2013, respectively	(245.8)	(263.3)	(202.2)
Cash flow hedging transactions, net of tax of \$1.0, \$1.1 and \$1.2 in 2015, 2014 and 2013, respectively	(1.6)	(1.8)	(1.9)
Accumulated other comprehensive loss	<u>\$ (484.8)</u>	<u>\$ (435.4)</u>	<u>\$ (312.6)</u>

See Notes to Consolidated Financial Statements.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

As used herein, the terms Equifax, the Company, we, our and us refer to Equifax Inc., a Georgia corporation, and its consolidated subsidiaries as a combined entity, except where it is clear that the terms mean only Equifax Inc.

**Nature of Operations.** We collect, organize and manage various types of financial, demographic, employment and marketing information. Our products and services enable businesses to make credit and service decisions, manage their portfolio risk, automate or outsource certain payroll-related, tax and human resources business processes, and develop marketing strategies concerning consumers and commercial enterprises. We serve customers across a wide range of industries, including the financial services, mortgage, retail, telecommunications, utilities, automotive, brokerage, healthcare and insurance industries, as well as government agencies. We also enable consumers to manage and protect their financial health through a portfolio of products offered directly to consumers. As of December 31, 2015, we operated in the following countries: Argentina, Canada, Chile, Costa Rica, Ecuador, El Salvador, Honduras, Mexico, Paraguay, Peru, Portugal, Spain, the United Kingdom, or U.K., Uruguay, and the United States of America, or U.S. We also maintain support operations in the Republic of Ireland. We have an investment in a consumer and commercial credit information company in Brazil and offer consumer credit services in India and Russia through joint ventures.

We develop, maintain and enhance secured proprietary information databases through the compilation of actual consumer data, including credit, employment, asset, liquidity, net worth and spending activity, and business data, including credit and business demographics, that we obtain from a variety of sources, such as credit granting institutions, public record information (including bankruptcies, liens and judgments), income and tax information primarily from large to mid-sized companies in the U.S., and survey-based marketing information. We process this information utilizing our proprietary information management systems. We also provide information, technology and services to support debt collections and recovery management.

**Basis of Consolidation.** Our Consolidated Financial Statements and the accompanying notes, which are prepared in accordance with U.S. generally accepted accounting principles, or GAAP, include Equifax and all its subsidiaries. We consolidate all majority-owned and controlled subsidiaries as well as variable interest entities in which we are the primary beneficiary. Other parties' interests in consolidated entities are reported as noncontrolling interests. We use the equity method of accounting for investments in which we are able to exercise significant influence and use the cost method for all other investments. All significant intercompany transactions and balances are eliminated.

Our Consolidated Financial Statements reflect all adjustments which are, in the opinion of management, necessary for a fair presentation of the periods presented therein.

**Segments.** We manage our business and report our financial results through the following four reportable segments, which are our operating segments:

- U.S. Information Solutions, or  
USIS
- International
- Workforce  
Solutions
- Personal  
Solutions

USIS is our largest reportable segment, with 44% of total operating revenue for 2015. Our most significant foreign operations are located in the U.K. and Canada.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

**Use of Estimates.** The preparation of our Consolidated Financial Statements requires us to make estimates and assumptions in accordance with GAAP. Accordingly, we make these estimates and assumptions after exercising judgment. We believe that the estimates and assumptions inherent in our Consolidated Financial Statements are reasonable, based upon information available to us at the time they are made including the consideration of events that have occurred up until the point these Consolidated Financial Statements have been filed. These estimates and assumptions affect the reported amounts of assets, liabilities, revenues and expenses and disclosure of contingent assets and liabilities at the date of the financial statements, as well as reported amounts of revenues and expenses during the reporting period. Actual results could differ materially from these estimates.

**Revenue Recognition and Deferred Revenue.** Revenue is recognized when persuasive evidence of an arrangement exists, collectibility of arrangement consideration is reasonably assured, the arrangement fees are fixed or determinable and delivery of the product or service has been completed. A significant portion of our revenue is derived from the provision of information services to our customers on a transaction basis, in which case revenue is recognized, assuming all other revenue recognition criteria are met, when the services are provided. A smaller portion of our revenues relates to subscription-based contracts under which a customer pays a preset fee for a predetermined or unlimited number of transactions or services provided during the subscription period, generally one year. Revenue related to subscription-based contracts having a preset number of transactions is recognized as the services are provided, using an effective transaction rate as the actual transactions are completed. Any remaining revenue related to unfulfilled units is not recognized until the end of the related contract's subscription period. Revenue related to subscription-based contracts having an unlimited volume is recognized ratably during the contract term. Revenue is recorded net of sales taxes.

If at the outset of an arrangement, we determine that collectibility is not reasonably assured, revenue is deferred until the earlier of when collectibility becomes probable or the receipt of payment. If there is uncertainty as to the customer's acceptance of our deliverables, revenue is not recognized until the earlier of receipt of customer acceptance or expiration of the acceptance period. If at the outset of an arrangement, we determine that the arrangement fee is not fixed or determinable, revenue is deferred until the arrangement fee becomes fixed or determinable, assuming all other revenue recognition criteria have been met.

The determination of certain of our tax management services revenue requires the use of estimates, principally related to transaction volumes in instances where these volumes are reported to us by our clients on a monthly basis in arrears. In these instances, we estimate transaction volumes based on average actual volumes reported in the past. Differences between our estimates and actual final volumes reported are recorded in the period in which actual volumes are reported. We have not experienced significant variances between our estimates and actual reported volumes in the past. We monitor actual volumes to ensure that we will continue to make reasonable estimates in the future. If we determine that we are unable to make reasonable future estimates, revenue may be deferred until actual customer data is obtained. Also within our Workforce Solutions operating segment, the fees for certain of our tax credits and incentives revenue are based on a portion of the credit delivered to our clients. Revenue for these arrangements is recognized based on the achievement of milestones, upon calculation of the credit, or when the credit is utilized by our client, depending on the provisions of the client contract.

We have certain offerings that are sold as multiple element arrangements. The multiple elements may include consumer or commercial information, file updates for certain solutions, services provided by our decisioning technologies personnel, training services, statistical models and other services. To account for each of these elements separately, the delivered elements must have stand-alone value to our customer. For certain customer contracts, the total arrangement fee is allocated to the undelivered elements. If we are unable to unbundle the arrangement into separate units of accounting, we apply one of the accounting policies described above. This may lead to the arrangement consideration being recognized as the final contract element is delivered to our customer or ratably over the contract.

Many of our multiple element arrangements involve the delivery of services generated by a combination of services provided by one or more of our operating segments. No individual information service impacts the value or usage of other information services included in an arrangement and each service can be sold alone or, in most cases, purchased from another vendor without affecting the quality of use or value to the customer of the other information services included in the arrangement. Some of our products require the development of interfaces or platforms by our decisioning technologies personnel that allow our customers to interact with our proprietary information databases. These development services do not meet the requirement for having stand-alone value, thus any related development fees are deferred when billed and are recognized over the expected period that the customer will benefit from the related decisioning technologies service. Revenue from the provision of statistical models is recognized as the service is provided and accepted, assuming all other revenue recognition criteria are met. The direct costs of set up of a customer are capitalized and amortized as a cost of service during the term of the related customer contract.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

We have some multiple element arrangements that include software. We recognize the elements for which we have established vendor specific objective evidence at fair value upon delivery, in accordance with the applicable guidance.

We record revenue on a net basis for those sales in which we have in substance acted as an agent or broker in the transaction.

The debt collections and recovery management revenue is calculated as a percentage of debt collected on behalf of the customer and, as such, is primarily recognized when the cash is collected assuming all other revenue recognition criteria are met.

Deferred revenue consists of amounts billed in excess of revenue recognized on sales of our information services relating generally to the deferral of subscription fees and arrangement consideration from elements not meeting the criteria for having stand-alone value discussed above. Deferred revenues are subsequently recognized as revenue in accordance with our revenue recognition policies.

**Cost of Services.** Cost of services consist primarily of (1) data acquisition and royalty fees; (2) customer service costs, which include: personnel costs to collect, maintain and update our proprietary databases, to develop and maintain software application platforms and to provide consumer and customer call center support; (3) hardware and software expense associated with transaction processing systems; (4) telecommunication and computer network expense; and (5) occupancy costs associated with facilities where these functions are performed by Equifax employees.

**Selling, General and Administrative Expenses.** Selling, general and administrative expenses consist primarily of personnel-related costs, restructuring costs, corporate costs, fees for professional and consulting services, advertising costs, and other costs of administration.

**Advertising.** Advertising costs from continuing operations, which are expensed as incurred, totaled \$65.1 million, \$57.1 million and \$57.5 million during 2015, 2014 and 2013, respectively.

**Stock-Based Compensation.** We recognize the cost of stock-based payment transactions in the financial statements over the period services are rendered according to the fair value of the stock-based awards issued. All of our stock-based awards, which are stock options and nonvested stock, are classified as equity instruments.

**Income Taxes.** We account for income taxes under the liability method. Deferred income tax assets and liabilities are determined based on the estimated future tax effects of temporary differences between the financial statement and tax bases of assets and liabilities, as measured by current enacted tax rates. We assess whether it is more likely than not that we will generate sufficient taxable income to realize our deferred tax assets. We record a valuation allowance, as necessary, to reduce our deferred tax assets to the amount of future tax benefit that we estimate is more likely than not to be realized.

We record tax benefits for positions that we believe are more likely than not of being sustained under audit examinations. We assess the potential outcome of such examinations to determine the adequacy of our income tax accruals. We recognize interest and penalties accrued related to unrecognized tax benefits in the provision for income taxes on our Consolidated Statements of Income. We adjust our income tax provision during the period in which we determine that the actual results of the examinations may differ from our estimates or when statutory terms expire. Changes in tax laws and rates are reflected in our income tax provision in the period in which they occur.

**Earnings Per Share.** Our basic earnings per share, or EPS, is calculated as net income divided by the weighted-average number of common shares outstanding during the reporting period. Diluted EPS is calculated to reflect the potential dilution that would occur if stock options or other contracts to issue common stock were exercised and resulted in additional common shares outstanding. The net income amounts used in both our basic and diluted EPS calculations are the same. A reconciliation of the weighted-average outstanding shares used in the two calculations is as follows:

	Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
Weighted-average shares outstanding (basic)	118.7	121.2	121.2
Effect of dilutive securities:			
Stock options and restricted stock units	2.2	2.3	2.5
Weighted-average shares outstanding (diluted)	120.9	123.5	123.7



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the twelve months ended December 31, 2015, 2014 and 2013, 0.1 million, 0.1 million and 0.1 million stock options, respectively, were anti-dilutive and therefore excluded from this calculation.

**Accelerated Share Repurchase Program.** On October 24, 2014, we entered into an accelerated share repurchase (“ASR”) program to repurchase shares of our common stock under our approved share repurchase program. Under the ASR program, the number of shares to be repurchased is based generally on the daily volume weighted average price of our common stock during the term of the ASR program. On October 24, 2014, we paid \$115 million in exchange for an initial delivery of 1.4 million shares to us, subject to a 10%, or \$11.5 million, holdback. The maximum number of shares to be received or delivered under the contracts was 3.2 million.

The ASR program was accounted for as an initial treasury stock transaction and a forward stock purchase contract. The initial repurchase of shares resulted in an immediate reduction of the outstanding shares used to calculate the weighted-average common shares outstanding for basic and diluted net income per share on the effective date of the agreement. The forward stock purchase contracts are classified as equity instruments under ASC 815-40 for “Contracts in Entity's Own Equity,” and were deemed to have a fair value of zero at the effective date. On February 4, 2015, we settled the ASR and received approximately 0.02 million shares.

**Cash Equivalents.** We consider all highly-liquid investments with an original maturity of three months or less to be cash equivalents.

**Trade Accounts Receivable and Allowance for Doubtful Accounts.** We do not recognize interest income on our trade accounts receivable. Additionally, we generally do not require collateral from our customers related to our trade accounts receivable.

The allowance for doubtful accounts for estimated losses on trade accounts receivable is based on historical write-off experience, an analysis of the aging of outstanding receivables, customer payment patterns and the establishment of specific reserves for customers in an adverse financial condition. We reassess the adequacy of the allowance for doubtful accounts each reporting period. Increases to the allowance for doubtful accounts are recorded as bad debt expense, which are included in selling, general and administrative expenses on the accompanying Consolidated Statements of Income. Bad debt expense from continuing operations was \$4.3 million, \$2.5 million and \$2.8 million during the twelve months ended December 31, 2015, 2014, and 2013, respectively.

**Other Current Assets.** Other current assets on our Consolidated Balance Sheets includes amounts in specifically designated accounts that hold the funds that are due to customers from our debt collection and recovery management services. As of December 31, 2015 and 2014, respectively, these assets were approximately \$30.2 million and \$50.8 million with fully offsetting balances in other current liabilities. These amounts are restricted as to their current use, and will be released according to the specific customer agreements. Other current assets also include foreign currency options, receivables related to life insurance policies covering certain officers of the Company, deferred charges, as well as certain current tax accounts.

**Long-Lived Assets.** Property and equipment are stated at cost less accumulated depreciation and amortization. The cost of additions is capitalized. Property and equipment are depreciated on a straight-line basis over the assets’ estimated useful lives, which are generally three to ten years for data processing equipment and capitalized internal-use software and systems costs. Leasehold improvements are depreciated over the shorter of their estimated useful lives or lease terms that are reasonably assured. Buildings are depreciated over a forty-year period. Other fixed assets are depreciated over three to seven years. Upon sale or retirement of an asset, the related costs and accumulated depreciation are removed from the accounts and any gain or loss is recognized and included in income from operations on the Consolidated Statements of Income, with the classification of any gain or loss dependent on the characteristics of the asset sold or retired.

Certain internal-use software and system development costs are capitalized. Accordingly, the specifically identified costs incurred to develop or obtain software, which is intended for internal use are not capitalized until the determination is made as to the availability of a technically feasible solution to solve the predefined user and operating performance requirements as established during the preliminary stage of an internal-use software development project. Costs incurred during a software development project’s preliminary stage and post-implementation stage are expensed as incurred. Application development activities that are eligible for capitalization include software design and configuration, development of interfaces, coding, testing, and installation. Capitalized internal-use software and systems costs are subsequently amortized on a straight-line basis over a three- to ten-year period after project completion and when the related software or system is ready for its intended use.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Depreciation and amortization expense from continuing operations related to property and equipment was \$75.7 million, \$71.7 million and \$71.2 million during the twelve months ended December 31, 2015, 2014, and 2013, respectively.

**Industrial Revenue Bonds.** Pursuant to the terms of certain industrial revenue bonds, we have transferred title to certain of our fixed assets with total costs of \$108.5 million and \$92.3 million as of December 31, 2015 and 2014, respectively, to a local governmental authority in the U.S. to receive a property tax abatement related to economic development. The title to these assets will revert back to us upon retirement or cancellation of the applicable bonds. These fixed assets are still recognized in the Company's Consolidated Balance Sheets as all risks and rewards remain with the Company.

**Impairment of Long-Lived Assets.** We monitor the status of our long-lived assets in order to determine if conditions exist or events and circumstances indicate that an asset group may be impaired in that its carrying amount may not be recoverable. Significant factors that are considered that could be indicative of an impairment include: changes in business strategy, market conditions or the manner in which an asset group is used; underperformance relative to historical or expected future operating results; and negative industry or economic trends. If potential indicators of impairment exist, we estimate recoverability based on the asset group's ability to generate cash flows greater than the carrying value of the asset group. We estimate the undiscounted future cash flows arising from the use and eventual disposition of the related long-lived asset group. If the carrying value of the long-lived asset group exceeds the estimated future undiscounted cash flows, an impairment loss is recorded based on the amount by which the asset group's carrying amount exceeds its fair value. We utilize estimates of discounted future cash flows to determine the asset group's fair value. We did not record any impairment losses of long-lived assets in any of the periods presented.

**Goodwill and Indefinite-Lived Intangible Assets.** Goodwill represents the cost in excess of the fair value of the net assets of acquired businesses. Goodwill is not amortized. We are required to test goodwill for impairment at the reporting unit level on an annual basis and on an interim basis if an event occurs or circumstances change that would more likely than not reduce the fair value of a reporting unit below its carrying value. We perform our annual goodwill impairment test as of September 30 each year.

Under ASC 350, we have an option to perform a "qualitative" assessment of our reporting units to determine whether further impairment testing is necessary. If an entity believes, as a result of its qualitative assessment, that it is more-likely-than-not that the fair value of a reporting unit is less than its carrying amount, the quantitative impairment test is required. Otherwise, no further testing is required. For reporting units that we determine meet these criteria, we perform a qualitative assessment. In this qualitative assessment, we consider the following items for each of the reporting units: macroeconomic conditions, industry and market conditions, overall financial performance and other entity specific events. In addition, for each of these reporting units, the most recent fair value determination results in an amount that significantly exceeds the carrying amount of the reporting units. Based on these assessments, we determine whether the likelihood that a current fair value determination would be less than the current carrying amount of the reporting unit is not more likely than not. If it is determined it is not more likely than not, no further testing is required. If further testing is required, we continue with the quantitative impairment test.

In analyzing goodwill for potential impairment in the quantitative impairment test, we use a combination of the income and market approaches to estimate the reporting unit's fair value. Under the income approach, we calculate the fair value of a reporting unit based on estimated future discounted cash flows. The assumptions we use are based on what we believe a hypothetical marketplace participant would use in estimating fair value. Under the market approach, we estimate the fair value based on market multiples of revenue or earnings before interest, income taxes, depreciation and amortization for benchmark companies. If the fair value of a reporting unit exceeds its carrying value, then no further testing is required. However, if a reporting unit's fair value were to be less than its carrying value, we would then determine the amount of the impairment charge, if any, which would be the amount that the carrying value of the reporting unit's goodwill exceeded its implied value.

Indefinite-lived reacquired rights represent the value of rights which we had granted to various affiliate credit reporting agencies that were reacquired in the U.S. and Canada. A portion of our reacquired rights are perpetual in nature and, therefore, the useful lives are considered indefinite in accordance with the accounting guidance in place at the time of the acquisitions. Indefinite-lived intangible assets are not amortized. We are required to test indefinite-lived intangible assets for impairment annually and whenever events and circumstances indicate that there may be an impairment of the asset value. Our annual impairment test date is September 30. We perform the impairment test for our indefinite-lived intangible assets by first assessing qualitative factors to determine whether it is necessary to perform a quantitative impairment test. If the qualitative assessment indicates that we need to perform a quantitative impairment test, we compare the asset's fair value to its carrying value. We estimate the fair value based on projected discounted future cash flows. An impairment charge is recognized if the asset's estimated fair value is less than its carrying value.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

We completed our annual impairment testing for goodwill and indefinite-lived intangible assets during the twelve months ended December 31, 2015, 2014 and 2013, and we determined that there was no impairment in any of these years.

**Purchased Intangible Assets.** Purchased intangible assets represent the estimated fair value of acquired intangible assets used in our business. Purchased data files represent the estimated fair value of consumer credit files acquired primarily through the purchase of independent credit reporting agencies in the U.S. and Canada. We expense the cost of modifying and updating credit files in the period such costs are incurred. We amortize purchased data files, which primarily consist of acquired credit files, on a straight-line basis. All of our other purchased intangible assets are also amortized on a straight-line basis.

Asset	Useful Life (In years)
Purchased data files	2 to 15
Acquired software and technology	1 to 10
Non-compete agreements	1 to 5
Proprietary database	6 to 10
Customer relationships	2 to 25
Trade names	3 to 15

Reacquired rights represent the value of rights which we had granted to Computer Sciences Corporation that were reacquired in connection with the acquisition of CSC Credit Services in the fourth quarter of 2012 based on the accounting guidance in place at that time. These reacquired rights are being amortized over the remaining term of the affiliation agreement on a straight-line basis until August 1, 2018.

**Other Assets.** Other assets on our Consolidated Balance Sheets primarily represents our investment in unconsolidated affiliates, our cost method investment in Boa Vista Servicios ("BVS"), assets related to life insurance policies covering certain officers of the Company, employee benefit trust assets, and debt issuance costs.

**Impairment of Cost Method Investment.** We monitor the status of our cost method investment in order to determine if conditions exist or events and circumstances indicate that it may be impaired in that its carrying amount may exceed the fair value of the investment. Significant factors that are considered that could be indicative of an impairment include: changes in business strategy, market conditions, underperformance relative to historical or expected future operating results; and negative industry or economic trends. If potential indicators of impairment exist, we estimate the fair value of the investment using a combination of a discounted cash flow analysis and an evaluation of EBITDA and transaction multiples for comparable companies. If the carrying value of the investment exceeds the estimated fair value, an impairment loss is recorded based on the amount by which the investment's carrying amount exceeds its fair value. There were no indicators of impairment for 2014. We recorded an impairment of our cost method investment in 2015 and 2013. See Note 2 for further discussion.

**Other Current Liabilities.** Other current liabilities on our Consolidated Balance Sheets consist of the offset to other current assets, related to amounts in specifically designated accounts that hold the funds that are due to customers from our debt collection and recovery management services. These funds were approximately \$30.2 million and \$50.8 million as of December 31, 2015 and 2014, respectively. These amounts are restricted as to their current use, and will be released according to the specific customer agreements. Other current liabilities also include various accrued expenses such as interest expense, accrued employee benefits, accrued taxes, accrued payroll, and accrued legal expenses.

**Benefit Plans.** We sponsor various pension and defined contribution plans. We also maintain certain healthcare and life insurance benefit plans for eligible retired U.S. employees. Benefits under the pension and other postretirement benefit plans are generally based on age at retirement and years of service and for some pension plans, benefits are also based on the employee's annual earnings. The net periodic cost of our pension and other postretirement plans is determined using several actuarial assumptions, the most significant of which are the discount rate and the expected return on plan assets. Our Consolidated Balance Sheets reflect the funded status of the pension and other postretirement plans.

**Foreign Currency Translation.** The functional currency of each of our foreign operating subsidiaries is that subsidiary's local currency. We translate the assets and liabilities of foreign subsidiaries at the year-end rate of exchange and revenue and expenses at the monthly average rates during the year. We record the resulting translation adjustment in other

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

comprehensive income, a component of shareholders' equity. We also record gains and losses resulting from the translation of intercompany balances of a long-term investment nature in accumulated other comprehensive loss. In the year ended December 31, 2015, we recorded \$2.0 million of foreign currency transaction gains. In the year ended December 31, 2014 and December 31, 2013, we recorded \$7.0 million and \$6.8 million of foreign currency transaction losses, respectively.

**Financial Instruments.** Our financial instruments consist primarily of cash and cash equivalents, accounts and notes receivable, accounts payable and short and long-term debt. The carrying amounts of these items, other than long-term debt, approximate their fair market values due to the short-term nature of these instruments. The fair value of our fixed-rate debt is determined using Level 2 inputs such as quoted market prices for publicly traded instruments, and for non-publicly traded instruments through valuation techniques depending on the specific characteristics of the debt instrument, taking into account credit risk. As of December 31, 2015 and 2014, the fair value of our fixed-rate debt was \$1.2 billion and \$1.3 billion, respectively, compared to its carrying value of \$1.1 billion and \$1.1 billion, respectively, based on recent trading prices.

**Derivatives and Hedging Activities.** Although derivative financial instruments are not utilized for speculative purposes or as the Company's primary risk management tool, derivatives have been used as a risk management tool to hedge the Company's exposure to changes in interest rates and foreign exchange rates. We have used interest rate swaps and interest rate lock agreements to manage interest rate risk associated with our fixed and floating-rate borrowings. Forward contracts on various foreign currencies have been used to manage the foreign currency exchange rate risk of certain firm commitments denominated in foreign currencies. We recognize all derivatives on the balance sheet at fair value. Derivative valuations reflect the value of the instrument including the value associated with any material counterparty risk.

**Economic Hedges.** In December 2015, in anticipation of the Veda acquisition, we purchased foreign currency options to buy Australian dollars with a weighted average strike price of \$0.7225 and a notional value of 1.0 billion Australian dollars. These foreign currency options ("options") were designed to act as economic hedges for the pending Veda acquisition and have been marked to market. The options have an expiry date of February 18, 2016, and are reflected in other current assets, net, on our Consolidated Balance Sheet. We recorded a mark-to-market gain on the options of \$4.7 million for the year ended December 31, 2015, which was recorded in other income (expense), net. The fair value of these options at December 31, 2015 were \$14.4 million, recorded in other current assets, net, on our Consolidated Balance Sheet. In January 2016, we purchased additional options for a notional amount of 1.0 billion Australian dollars, with a weighted average strike price of \$0.7091, with expiry dates of February 11, 2016 and February 16, 2016. We closed out all of the options on the respective settlement dates in February 2016. We recognized a net loss of \$15.4 million related to the options in the first quarter of 2016, which was recorded in other income (expense), net.

**Fair Value Hedges.** In conjunction with our fourth quarter 2009 sale of five-year Senior Notes, we entered into five-year interest rate swaps, designated as fair value hedges, which convert the debt's fixed interest rate to a variable rate. These swaps involve the receipt of fixed rate amounts for floating interest rate payments over the life of the swaps without exchange of the underlying principal amount. Changes in the fair value of the interest rate swaps offset changes in the fair value of the fixed-rate Senior Notes they hedge due to changes in the designated benchmark interest rate and are recorded in interest expense. We settled the interest rate swaps on their maturity date during the fourth quarter of 2014, with receipt of \$3.8 million from the counterparties. There was no ineffectiveness on our fair value hedge that impacted 2014 earnings.

**Cash Flow Hedges.** Changes in the fair value of highly effective derivatives designated as cash flow hedges are initially recorded in accumulated other comprehensive income and are reclassified into the line item in the Consolidated Statements of Income in which the hedged item is recorded in the same period the hedged item impacts earnings. Any ineffective portion is recorded in current period earnings. We did not have any unsettled cash flow hedges outstanding as of December 31, 2015 or December 31, 2014.

**Fair Value Measurements.** Fair value is determined based on the assumptions marketplace participants use in pricing the asset or liability. We use a three level fair value hierarchy to prioritize the inputs used in valuation techniques between observable inputs that reflect quoted prices in active markets, inputs other than quoted prices with observable market data and unobservable data (e.g., a company's own data). The adoption of fair value guidance for nonfinancial assets and nonfinancial liabilities on January 1, 2009 did not have a material impact on our Consolidated Financial Statements.

The following table presents assets and liabilities measured at fair value on a recurring basis:

Description	Fair Value Measurements at Reporting Date Using:			
	Fair Value at December 31, 2015	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
<i>(In millions)</i>				
<b>Assets and Liabilities:</b>				
Foreign Currency Options	(1) \$ 14.4	\$ —	\$ 14.4	\$ —
Deferred Compensation Plan Assets	(2) 24.9	24.9	—	—
Deferred Compensation Plan Liability	(2) (24.9)	—	(24.9)	—
<b>Total assets and liabilities</b>	<b>\$ 14.4</b>	<b>\$ 24.9</b>	<b>\$ (10.5)</b>	<b>\$ —</b>

- (1) The fair value of our call options, designated as economic hedges, are calculated using a valuation model based on the underlying currency exchange rates and related volatility, and are classified within Level 2 of the fair value hierarchy.
- (2) We maintain deferred compensation plans that allow for certain management employees to defer the receipt of compensation (such as salary, incentive compensation and commissions) until a later date based on the terms of the plans. The liability representing benefits accrued for plan participants is valued at the quoted market prices of the participants' investment elections. The asset consists of mutual funds reflective of the participants investment selections and is valued at daily quoted market prices.

**Variable Interest Entities.** We hold interests in certain entities, including credit data, information solutions and debt collections and recovery management ventures, that are considered variable interest entities, or VIEs. These variable interests relate to ownership interests that require financial support for these entities. Our investments related to these VIEs totaled \$10.5 million at December 31, 2015, representing our maximum exposure to loss, with the exception of the guarantees referenced in Note 7. We are not the primary beneficiary and are not required to consolidate any of these VIEs, with the exception of a debt collections and recovery management venture, for which we meet the consolidation criteria under ASC 810. In regards to that consolidated VIE, we have a 75% equity ownership interest and control of the activities that most significantly impact the VIE's economic performance. The assets and liabilities of the VIE for which we are the primary beneficiary were not significant to the Company's consolidated financial statements, and no gain or loss was recognized because of its consolidation.

In evaluating whether we have the power to direct the activities of a VIE that most significantly impact its economic performance, we consider the purpose for which the VIE was created, the importance of each of the activities in which it is engaged and our decision-making role, if any, in those activities that significantly determine the entity's economic performance as compared to other economic interest holders. This evaluation requires consideration of all facts and circumstances relevant to decision-making that affects the entity's future performance and the exercise of professional judgment in deciding which decision-making rights are most important.

In determining whether we have the right to receive benefits or the obligation to absorb losses that could potentially be significant to the VIE, we evaluate all of our economic interests in the entity, regardless of form (debt, equity, management and servicing fees, and other contractual arrangements). This evaluation considers all relevant factors of the entity's design, including: the entity's capital structure, contractual rights to earnings (losses), subordination of our interests relative to those of other investors, contingent payments, as well as other contractual arrangements that have the potential to be economically significant. The evaluation of each of these factors in reaching a conclusion about the potential significance of our economic interests is a matter that requires the exercise of professional judgment.

Certain of our VIEs have redeemable noncontrolling interests that are subject to classification outside of permanent equity on the Company's Consolidated Balance Sheet. The redeemable noncontrolling interests are reflected using the redemption method as of the balance sheet date. Redeemable noncontrolling interest adjustments to the redemption values are reflected in retained earnings. The adjustment of redemption value at the period end that reflects a redemption value in excess of fair value is included as an adjustment to net income attributable to Equifax stockholders for the purposes of the calculation of earnings per share. None of the current period adjustments reflect a redemption in excess of fair value. Additionally, due to the immaterial balance of the redeemable noncontrolling interest, we have elected to maintain the noncontrolling interest in permanent equity, rather than temporary equity, within our Consolidated Balance Sheet.

**Change in Accounting Principle.** In November 2015, the FASB issued ASU 2015-17 "Income Taxes (Topic 740): Balance Sheet Classification of Deferred Taxes". The amendments in this update require that deferred tax liabilities and assets

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

be classified as noncurrent in a classified statement of financial position. For public business entities, the amendments in this update are effective for financial statements issued for annual periods beginning after December 15, 2016, and interim periods within those annual periods. Earlier application is permitted for all entities as of the beginning of an interim or annual reporting period. The amendments in this update may be applied either prospectively to all deferred tax liabilities and assets or retrospectively to all periods presented.

As permitted under this update, the Company has adopted the new guidance and retrospectively presented the deferred tax liabilities and assets as noncurrent on our Consolidated Balance Sheet for the years ended December 31, 2015 and 2014. We have also updated Item 6 "Selected Financial Data" for this change. The Company believes that this presentation leads to further simplification of financial reporting. This change did not affect our consolidated statements of income, cash flows, or shareholders' equity.

**Recent Accounting Pronouncements.** *Reporting of Provisional Amounts in a Business Combination.* In September 2015, the FASB issued ASU 2015-03 "Business Combinations (Topic 805): Simplifying the Accounting for Measurement-Period Adjustments". This standard eliminates the requirement to restate prior period financial statements for measurement period adjustments following a business combination. The new standard requires that the cumulative impact of a measurement period adjustment (including the impact on prior periods) be recognized in the reporting period in which the adjustment is identified. The prior period impact of the adjustment should be either presented separately on the face of the income statement or disclosed in the notes. The guidance becomes effective for fiscal years and interim reporting periods beginning after December 15, 2015, with early adoption permitted for financial statements that have not been issued. We do not expect the adoption of this standard to have a material impact on our consolidated financial position, results of operations and cash flows.

*Cloud Computing Arrangements.* In April 2015, the FASB issued ASU 2015-05 "Intangibles—Goodwill and Other—Internal-Use Software: Customer's Accounting for Fees Paid in a cloud Computing Arrangement." The update provides criteria for customers in a cloud computing arrangement to use to determine whether the arrangement includes a license of software. The guidance becomes effective for fiscal years and interim reporting periods beginning after December 15, 2015, with early adoption permitted. We do not expect the adoption of this standard to have a material impact on our consolidated financial position, results of operations and cash flows.

*Presentation of Debt Issuance Costs.* In April 2015, the FASB issued ASU 2015-03 "Interest - Imputation of Interest." The guidance modified the presentation of debt issuance costs, to require that debt issuance costs related to a recognized debt liability be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts. The guidance becomes effective for fiscal years and interim reporting periods beginning after December 15, 2015, with early adoption permitted. In August 2015, the FASB issued ASU 2015-15 "Interest - Imputation of Interest", which updated the ASU 2015-03 guidance to state that the SEC staff would not object to an entity deferring and presenting debt issuance costs as an asset and subsequently amortizing the deferred debt issuance costs ratably over the term of the line-of-credit arrangement, regardless of whether there are any outstanding borrowings on the line-of-credit arrangement. We do not expect the adoption of this standard to have a material impact on our consolidated financial position, results of operations and cash flows.

*Revenue Recognition.* In May 2014, the FASB issued ASU No. 2014-9, "Revenue from Contracts with Customers." ASU 2014-9 is a comprehensive new revenue recognition model that requires a company to recognize revenue to depict the transfer of goods or services to a customer at an amount that reflects the consideration it expects to receive in exchange for those goods or services. ASU 2014-9 also requires additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in judgments and assets recognized from costs incurred to obtain or fulfill a contract. ASU 2014-9 was originally effective for annual reporting periods, and interim periods within that period, beginning after December 15, 2016 and early adoption was not permitted. On July 9, 2015, the FASB voted to defer the effective date by one year to December 15, 2017 for interim and annual reporting periods beginning after that date and permitted early adoption of the standard, but not before the original effective date of December 15, 2016. Companies may use either a full retrospective or a modified retrospective approach to adopt ASU 2014-9. The Company is evaluating the potential effects of the adoption of this standard on its Consolidated Financial Statements.

## 2. COST METHOD INVESTMENT

We hold a 15% equity interest in BVS, which is the second largest consumer and commercial credit information company in Brazil. This investment is recorded in other assets, net, on the Consolidated Balance Sheets and is accounted for using the cost method. As of December 31, 2012, our investment in BVS was valued at 130 million Brazilian Reals, which was the same as the initial fair value. The initial fair value was determined by a third-party using income, market and transaction approaches.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

During the fourth quarter of 2013, management of BVS updated financial projections in connection with a request for additional financing. The financial projections reflected the effects of reduced near-term market expectations for consumer credit and for credit information services in Brazil and increased investment to achieve the strategic objectives and capitalize on future market opportunities, such as positive data, resulting in reduced expected cash flows. The request for financing, the projections received, along with the near-term weakness in the Brazilian consumer and small commercial credit markets were considered indicators of impairment. Management of Equifax performed an analysis to estimate the fair value of our investment at December 31, 2013 and estimated that value to be 90 million Reais (\$38.2 million). As a result, we wrote-down the carrying value of our investment and recorded a loss of 40 million Reais (\$17.0 million) which is included in other income (expense) in the Consolidated Statements of Income.

At December 31, 2014, we estimated the fair value of the investment approximated the fair value of the investment recorded.

During the second quarter of 2015, management updated the financial projections. The updated projections, along with the continued weakness in the Brazilian consumer and small commercial credit markets were considered indicators of impairment. Management of Equifax prepared an analysis to estimate the fair value of our investment at June 30, 2015 and estimated that value to be 44 million Brazilian Reais (\$14.1 million). As a result, we decreased the carrying value of our investment and recorded a loss of 46 million Brazilian Reais (\$14.8 million) which is included in other income (expense), net, in the Consolidated Statements of Income. Additionally, the carrying value has decreased by \$39.0 million related to the foreign exchange impact since 2011, which is included in the foreign currency translation adjustments in accumulated other comprehensive income. As of December 31, 2015, our investment in BVS, recorded at 44 million Brazilian Reais (\$11.5 million), approximated the fair value.

### 3. DISCONTINUED OPERATIONS

During the first quarter of 2013, we divested of two non-strategic business lines, Equifax Settlement Services, which was part of our Mortgage business within the USIS operating segment, and Talent Management Services, which was part of our Employer Services business within our Workforce Solutions operating segment, for a total of \$47.5 million. The historical results of these operations are classified as discontinued operations in the Consolidated Statements of Income. Revenue for these business lines for the twelve months ended December 31, 2013 was \$9.3 million. Pretax income was \$0.5 million for the twelve months ended December 31, 2013. We recorded a gain on the disposals in the first quarter of 2013 of \$18.4 million, including an income tax benefit of \$18.1 million, of which \$14.3 million was current tax benefits. The tax benefit is primarily a result of our tax basis in Talent Management Services. The gain was classified as discontinued operations in the Consolidated Statements of Income.

### 4. ACQUISITIONS AND INVESTMENTS

**2014 Acquisitions and Investments.** To further broaden our product offerings, we made two acquisitions during 2014. During the first quarter of 2014, we acquired TDX, a data, technology and services company in the United Kingdom that specializes in debt collections and recovery management through the use of analytics, data exchanges and technology platforms. It was included as part of our International and USIS operating segments. During the first quarter of 2014, we also completed the acquisition of Forseva, a provider of end-to-end, cloud-based credit-management software solutions, that was included as part of our USIS operating segment. The total purchase price of these acquisitions was \$338.8 million.

**2013 Acquisitions and Investments.** To further broaden our product offerings, we made several acquisitions during 2013. During the third quarter of 2013, we acquired TrustedID, a direct-to-consumer identity protection business that is included as part of our Personal Solutions business unit. During the fourth quarter of 2013, we also completed two acquisitions in Paraguay and Mexico in the Latin America region of our International segment. The total purchase price of these acquisitions was \$98.8 million.

**Purchase Price Allocation.** The following table summarizes the estimated fair value of the net assets acquired and the liabilities assumed at the acquisition dates.

	December 31,	
	2015	2014
	<i>(In millions)</i>	
Current assets	\$ —	\$ 39.1
Property and equipment	—	3.6
Identifiable intangible assets <sup>(1)</sup>	—	118.1
Goodwill <sup>(2)</sup>	—	240.7
Total assets acquired	—	401.5
Total liabilities assumed	—	(62.7)
Net assets acquired	\$ —	\$ 338.8

(1) Identifiable intangible assets are further disaggregated in the following table.

(2) None of the goodwill resulting from 2014 acquisitions is tax deductible.

The primary reasons the purchase price of these acquisitions exceeded the fair value of the net assets acquired, which resulted in the recognition of goodwill, were expanded growth opportunities from new or enhanced product offerings and geographies, cost savings from the elimination of duplicative activities, and the acquisition of an assembled workforce that are not recognized as assets apart from goodwill.

Intangible asset category	December 31,			
	2015		2014	
	Fair value	Weighted-average useful life	Fair value	Weighted-average useful life
	<i>(In millions)</i>	<i>(In years)</i>	<i>(In millions)</i>	<i>(In years)</i>
Customer relationships	\$ —	0.0	\$ 72.1	9.7
Acquired software and technology	—	0.0	21.7	4.6
Non-compete agreements	—	0.0	12.8	2.4
Trade names and other intangible assets	—	0.0	11.5	9.7
Total acquired intangibles	\$ —	0.0	\$ 118.1	8.0

## 5. GOODWILL AND OTHER INTANGIBLE ASSETS

**Goodwill.** Goodwill represents the cost in excess of the fair value of the net assets acquired in a business combination. As discussed in Note 1, goodwill is tested for impairment at the reporting unit level on an annual basis and on an interim basis if an event occurs or circumstances change that would more likely than not reduce the fair value of a reporting unit below its carrying value. We perform our annual goodwill impairment tests as of September 30 each year. The fair value estimates for our reporting units were determined using a combination of the income and market approaches in accordance with the Company's methodology. Our annual impairment tests as of September 30, 2015, 2014 and 2013 resulted in no impairment of goodwill.

In 2015, the personal solutions business in the United Kingdom was consolidated into the North America Personal Solutions segment, which was reorganized into the Personal Solutions segment. Additionally in 2015, the direct to consumer reseller businesses in the U.S., Canada, and the United Kingdom were also consolidated into the Personal Solutions segment. These changes were driven by an enterprise wide strategy to maximize the penetration of our products and services in our targeted markets. We determined that market focus and operating efficiency could be further improved by reorganizing and consolidating the United States, Canada and the United Kingdom Personal Solutions and direct to consumer reseller operating activities into one segment, Personal Solutions.

To reflect this new organizational structure, we have reallocated goodwill from the USIS, Canada, and Europe reporting units to the Personal Solutions reporting unit based on the relative fair values of the respective portions of USIS, Canada, and Europe. A change in reporting units requires that goodwill be tested for impairment. During 2015, we performed goodwill impairment tests prior to and following the reallocation of goodwill for USIS, Canada, Europe and Personal Solutions, which resulted in no impairment.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

On July 1, 2014 the North America Commercial Solutions operating segment was consolidated into the U.S. Consumer Information Solutions and International operating segments. The change was driven by an enterprise wide distribution marketing strategy to maximize the penetration of our products and services in our targeted markets. In an effort to accelerate our penetration and simplify how our commercial information customers interact with us, we have reorganized our operating segments. The U.S. portion of the North America Commercial Solutions ("NACS") operating segment was consolidated into the U.S. Consumer Information Solutions operating segment. The combined operating segment was renamed U.S. Information Solutions. The Canadian portion of the NACS operating segment was consolidated into the Canada operations of the International operating segment. To reflect this new organizational structure, we have reallocated goodwill from NACS reporting unit to U.S. Information Solutions and Canada reporting units based on the relative fair values of the respective portions of NACS, in accordance with ASC 350. When reporting units are changed, ASC 350 requires that goodwill be tested for impairment. During the third quarter of 2014, we performed our goodwill impairment test prior to and following the reallocation of goodwill, which resulted in no impairment.

Changes in the amount of goodwill for the twelve months ended December 31, 2015 and 2014, are as follows:

	U.S. Information Solutions	International	Workforce Solutions	Personal Solutions	Total
	<i>(In millions)</i>				
Balance, December 31, 2013 <sup>(1)(2)</sup>	\$ 1,004.9	\$ 322.7	\$ 907.7	\$ 159.8	\$ 2,395.1
Acquisitions	66.4	173.8	—	—	240.2
Adjustments to initial purchase price allocation	—	2.1	—	—	2.1
Foreign currency translation	—	(25.5)	—	(5.0)	(30.5)
Tax benefits of options exercised	—	—	(0.1)	—	(0.1)
Balance, December 31, 2014 <sup>(1)</sup>	1,071.3	473.1	907.6	154.8	2,606.8
Foreign currency translation	—	(31.6)	—	(4.2)	(35.8)
Balance, December 31, 2015	<u>\$ 1,071.3</u>	<u>\$ 441.5</u>	<u>\$ 907.6</u>	<u>\$ 150.6</u>	<u>\$ 2,571.0</u>

(1) The December 31, 2014 and 2013 balances have been recast to reflect the new organizational structure. As of December 31, 2014, the Personal Solutions goodwill includes \$49.3 million and \$88.8 million of goodwill from the USIS and International segments, respectively. As of December 31, 2013, the Personal Solutions goodwill includes \$49.3 million and \$93.8 million of goodwill from the USIS and International segments, respectively.

(2) The December 31, 2013 balances have been recast to reflect the new organizational structure. As of December 31, 2013, the USIS and International goodwill include \$21.7 million and \$15.5 million of goodwill, respectively, from the legacy NACS segment.

**Indefinite-Lived Intangible Assets.** Indefinite-lived intangible assets consist of indefinite-lived reacquired rights representing the value of rights which we had granted to various affiliate credit reporting agencies that were reacquired in the U.S. and Canada. At the time we acquired these agreements, they were considered perpetual in nature under the accounting guidance in place at that time and, therefore, the useful lives are considered indefinite. Indefinite-lived intangible assets are not amortized. We are required to test indefinite-lived intangible assets for impairment annually and whenever events or circumstances indicate that there may be an impairment of the asset value. We perform our annual indefinite-lived intangible asset impairment test as of September 30. Our 2015 annual impairment test completed during the third quarter of 2015 resulted in no impairment of indefinite-lived intangible assets.

	Amount
	<i>(In millions)</i>
Balance, December 31, 2013	\$ 95.5
Foreign currency translation	(0.3)
Balance, December 31, 2014	95.2
Foreign currency translation	(0.5)
Balance, December 31, 2015	<u>\$ 94.7</u>

**Purchased Intangible Assets.** Purchased intangible assets net, recorded on our Consolidated Balance Sheets at December 31, 2015 and 2014, are as follows:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

	December 31, 2015			December 31, 2014		
	Gross	Accumulated Amortization	Net	Gross	Accumulated Amortization	Net
<b>Definite-lived intangible assets:</b>	<i>(In millions)</i>					
Purchased data files	\$ 665.9	\$ (240.6)	\$ 425.3	\$ 692.0	\$ (218.8)	\$ 473.2
Acquired software and technology	52.4	(35.5)	16.9	53.9	(26.4)	27.5
Customer relationships	565.9	(239.3)	326.6	570.7	(204.3)	366.4
Reacquired rights	73.3	(39.4)	33.9	73.3	(26.3)	47.0
Proprietary database	7.4	(5.8)	1.6	7.4	(5.4)	2.0
Non-compete agreements	25.8	(18.3)	7.5	27.0	(11.8)	15.2
Trade names and other intangible assets	49.1	(33.0)	16.1	51.1	(28.5)	22.6
Total definite-lived intangible assets	<u>\$ 1,439.8</u>	<u>\$ (611.9)</u>	<u>\$ 827.9</u>	<u>\$ 1,475.4</u>	<u>\$ (521.5)</u>	<u>\$ 953.9</u>

Amortization expense related to purchased intangible assets was \$122.3 million, \$129.9 million, and \$118.4 million during the twelve months ended December 31, 2015, 2014, and 2013, respectively.

Estimated future amortization expense related to definite-lived purchased intangible assets at December 31, 2015 is as follows:

Years ending December 31,	Amount
	<i>(In millions)</i>
2016	\$ 113.9
2017	102.4
2018	84.0
2019	65.4
2020	60.6
Thereafter	401.6
	<u>\$ 827.9</u>

## 6. DEBT

Debt outstanding at December 31, 2015 and 2014 was as follows:

	December 31,	
	2015	2014
	<i>(In millions)</i>	
Commercial paper ("CP")	\$ 47.2	\$ 379.7
Notes, 6.30%, due July 2017	272.5	272.5
Notes, 3.30%, due Dec 2022	500.0	500.0
Debentures, 6.90%, due July 2028	125.0	125.0
Notes, 7.00%, due July 2037	250.0	250.0
Other	2.1	0.7
Total debt	1,196.8	1,527.9
Less short-term debt and current maturities	49.3	380.4
Less unamortized discounts	1.6	1.8
Total long-term debt, net of discount	<u>\$ 1,145.9</u>	<u>\$ 1,145.7</u>

Scheduled future maturities of debt at December 31, 2015, are as follows:

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Years ending December 31,	Amount
	(In millions)
2016	\$ 49.3
2017	272.5
2018	—
2019	—
2020	—
Thereafter	875.0
Total debt	\$ 1,196.8

On November 21, 2015, the Company refinanced the existing unsecured revolving credit facility of \$750.0 million set to expire on December 19, 2017, and entered into a new Credit Agreement (the "Senior Credit Facility"). The Senior Credit Facility includes a revolving credit facility of \$900.0 million ("Revolver") and a delayed draw term loan of \$800.0 million ("Term Loan Facility"), with maturity dates of November 21, 2020 and November 21, 2018, respectively, with an option to extend the maturity of the revolving credit facility by an additional two years. The Senior Credit Facility allows the Company to request incremental loans of up to \$300.0 million. Borrowings may be used for general corporate purposes, including working capital, capital expenditures, acquisitions and share repurchase programs. Availability of the Senior Credit Facility for borrowings is reduced by the outstanding face amount of any letters of credit issued under the facility and, pursuant to our existing Board of Directors authorization, by the outstanding principal amount of our commercial paper notes.

Additionally, the Company entered into an \$800.0 million 364-Day revolving credit facility on November 21, 2015 (the "364-Day Revolver" and together with the Revolver and the Term Loan Facility, the "Senior Credit Facilities").

The Company expects to use proceeds from the Term Loan Facility and the 364-Day Revolver to finance the Veda acquisition. The commitments under the Term Loan Facility and the 364-Day Revolver will terminate if the agreement to acquire Veda is terminated or if the initial funding of such facility has not occurred by May 22, 2016. The obligations of the lenders to fund the Term Loan Facility and the 364-Day Revolver are subject to certain conditions, including the approval by Veda shareholders of the acquisition and the nonoccurrence of a material adverse change related to Veda. The Term Loan Facility and the 364-Day Revolver provide that the Company may, upon notice to the administrative agent, terminate or permanently reduce any class of commitments. Commitments with respect to the 364-Day Revolver will also be reduced on a dollar-for-dollar basis to the extent the Company issues other senior indebtedness.

Under the Senior Credit Facilities, the Company must comply with various financial and non-financial covenants. The financial covenants require the Company to maintain a maximum leverage ratio, defined as consolidated funded debt divided by consolidated EBITDA (as set forth in the Senior Credit Facilities) for the preceding four quarters, of not more than 3.5 to 1.0. The Company may, subject to the terms of the Senior Credit Facilities, increase the covenant by 0.5 (i.e. to 4.0 to 1.0) for a four consecutive fiscal quarter period following a material acquisition. Compliance with this financial covenant is tested quarterly. The non-financial covenants include limitations on liens, subsidiary debt, mergers, liquidations, asset dispositions and acquisitions. As of December 31, 2015, we were in compliance with our covenants under the Senior Credit Facilities. Our borrowings under these facilities, which have not been guaranteed by any of our subsidiaries, are unsecured and will rank on parity in right of payment with all of our other unsecured and unsubordinated indebtedness from time to time outstanding.

At December 31, 2015, interest was payable on borrowings under the Senior Credit Facilities at the base rate or London Interbank Offered Rate, or LIBOR, plus a specified margin. The specified margin and the annual unused fee, which we pay on the unused portion of the Revolver, are subject to adjustment based on our debt ratings. As of December 31, 2015, we had \$0.5 million of letters of credit outstanding under our Senior Credit Facility. As of December 31, 2015, \$852.3 million was available for borrowings and there were no outstanding borrowings under the Senior Credit Facilities, which is included in long-term debt on our Consolidated Balance Sheets.

While the underlying final maturity date of the Revolver is November 2020, it is structured to provide borrowings under short-term loans. Because these borrowings primarily have a maturity of ninety days, the borrowings and repayments are presented on a net basis within the financing activities portion of our Consolidated Statements of Cash Flows as net (repayments) borrowings under long-term revolving credit facilities.

**CP Program.** The Company's \$900.0 million CP program has been established through the private placement of CP notes from time to time, in which borrowings bear interest at either a variable rate (based on LIBOR or other benchmarks) or a

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

fixed rate, with the applicable rate and margin. Maturities of CP can range from overnight to 397 days. Because the CP program is backstopped by our Senior Credit Facility, the amount of CP which may be issued under the program is reduced by the outstanding face amount of any letters of credit issued under the facility and, pursuant to our existing Board of Directors authorization, by the outstanding borrowings under our Senior Credit Facility. At December 31, 2015, there were \$47.2 million CP notes outstanding.

**6.3% and 7.0% Senior Notes.** On June 28, 2007, we issued \$300.0 million principal amount of 6.3%, ten-year senior notes and \$250.0 million principal amount of 7.0%, thirty-year senior notes in underwritten public offerings. Interest is payable semi-annually in arrears on January 1 and July 1 of each year. The net proceeds of the financing were used to repay short-term indebtedness, a substantial portion of which was incurred in connection with our acquisition of TALX. We must comply with various non-financial covenants, including certain limitations on liens, additional debt and mortgages, mergers, asset dispositions and sale-leaseback arrangements. The senior notes are unsecured and rank equally with all of our other unsecured and unsubordinated indebtedness.

**3.3% Senior Notes.** On December 17, 2012, we issued \$500.0 million principal amount of 3.3%, ten-year senior notes in an underwritten public offering. Interest is payable semi-annually in arrears on December 15 and June 15 of each year. The net proceeds of the sale of the notes were used to partially finance the acquisition of CSC Credit Services in December 2012. We must comply with various non-financial covenants, including certain limitations on liens, additional debt and mortgages, mergers, asset dispositions and sale-leaseback arrangements. The senior notes are unsecured and rank equally with all of our other unsecured and unsubordinated indebtedness.

**6.9% Debentures.** We have \$125 million of debentures outstanding with a maturity date of 2028. The debentures are unsecured and rank equally with all of our other unsecured and unsubordinated indebtedness.

Cash paid for interest was \$61.6 million, \$67.9 million and \$67.8 million during the twelve months ended December 31, 2015, 2014 and 2013, respectively.

## 7. COMMITMENTS AND CONTINGENCIES

**Leases.** Our operating leases principally involve office space and office equipment. Rental expense for operating leases, which is recognized on a straight-line basis over the lease term, was \$24.2 million, \$22.6 million and \$24.2 million for the twelve months ended December 31, 2015, 2014 and 2013, respectively. Our headquarters building ground lease has purchase options exercisable beginning in 2019, renewal options exercisable in 2048 and escalation clauses that began in 2009. Expected future minimum payment obligations for non-cancelable operating leases exceeding one year are as follows as of December 31, 2015:

Years ending December 31,	Amount
	(In millions)
2016	\$ 21.2
2017	17.7
2018	14.3
2019	12.4
2020	12.2
Thereafter	60.7
	<u>\$ 138.5</u>

We have no material sublease agreements and as a result, expected sublease income is not reflected as a reduction in the total minimum rental obligations under operating leases in the table above.

**Data Processing, Outsourcing Services and Other Agreements.** We have separate agreements with IBM, Tata Consultancy Services, and others to outsource portions of our computer data processing operations, applications development, business continuity and recovery services, help desk service and desktop support functions, operation of our voice and data networks, maintenance and related functions and to provide certain other administrative and operational services. The agreements expire between 2016 and 2023. The estimated aggregate minimum contractual obligation remaining under these agreements is approximately \$55 million as of December 31, 2015, with no future year's minimum contractual obligation expected to exceed approximately \$35 million. Annual payment obligations in regard to these agreements vary due to factors such as the volume of data processed; changes in our servicing needs as a result of new product offerings, acquisitions or

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

divestitures; the introduction of significant new technologies; foreign currency; or the general rate of inflation. In certain circumstances (e.g., a change in control or for our convenience), we may terminate these data processing and outsourcing agreements, and, in doing so, certain of these agreements require us to pay significant termination fees.

During 2012, we amended certain portions and terminated certain other portions of our operations support services agreement for North America with IBM. The amended agreement extends certain terms through December 2016 and changes certain variable cost to fixed cost intended to provide financial savings to the Company. In 2015, we further amended our IBM agreement to extend our commitment for services provided in the U.S. to 2020. Under our agreement with IBM (which covers our operations in North America and Europe), we have outsourced certain of our mainframe and midrange operations, help desk service and desktop support functions, and the operation of our voice and data networks. The scope of services provided by IBM, and the term of our agreement with respect to such services, varies by geography and location. The estimated future minimum contractual obligation under the revised North America (US and Canada) agreements is approximately \$30 million for the remaining term, with no individual year's minimum expected to exceed approximately \$20 million. We may terminate certain portions of this agreement without penalty in the event that IBM is in material breach of the terms of the agreement. During 2015, 2014 and 2013, we paid approximately \$50 million, \$50 million and \$60 million, respectively, for these services.

**Change in Control Agreements.** We have entered into change in control severance agreements with certain key executives. The agreements provide for, among other things, certain payments and benefits in the event of a qualifying termination of employment (i.e., termination of employment by the executive for "good reason" or termination of employment by the Company without "cause," each as defined in the agreements) following a change in control of the Company. In the event of a qualifying termination, the executive will become entitled to continuation of group health, dental, vision, life, disability, 401(k) and similar benefits for two or three years, depending on the eligibility, as well as a lump sum severance payment, all of which differs by executive.

The change in control agreements have a three-year term and automatically renew for another three years unless we elect not to renew the agreements. Change in control events potentially triggering benefits under the agreements would occur, subject to certain exceptions, if (1) any person acquires 20% or more of our voting stock; (2) upon a merger or other business combination, our shareholders receive less than two-thirds of the common stock and combined voting power of the new company; (3) we sell or otherwise dispose of all or substantially all of our assets; or (4) we liquidate or dissolve.

If these change in control agreements had been triggered as of December 31, 2015, payments of approximately \$54.7 million would have been made (excluding tax gross-up amounts of \$30.8 million). Under the Company's existing director and employee stock benefit plans, a change in control generally would result in the immediate vesting of all outstanding stock options and satisfaction of the restrictions on any outstanding nonvested stock awards. With respect to unvested performance based share awards dependent upon the Company's three-year relative total shareholder return, if at least one calendar year of performance during the performance period has been completed prior to the change in control event, the awards will be paid out based on the Company's performance at that time; otherwise the payout of shares will be at 100% of the target award.

**Guarantees.** We will from time to time issue standby letters of credit, performance bonds or other guarantees in the normal course of business. The aggregate notional amount of all performance bonds and standby letters of credit is not material at December 31, 2015, and all have a remaining maturity of one year or less. We may issue other guarantees in ordinary course of business. The maximum potential future payments we could be required to make under the guarantees is not material at December 31, 2015. We have agreed to guarantee the liabilities and performance obligations (some of which have limitations) of a certain debt collections and recovery management VIE under its commercial agreements. We cannot reasonably estimate our potential future payments under the guarantees and related provisions described above because we cannot predict when and under what circumstances these provisions may be triggered. We had no accruals related to guarantees on our Consolidated Balance Sheets at December 31, 2015.

**General Indemnifications.** We are the lessee under many real estate leases. It is common in these commercial lease transactions for us, as the lessee, to agree to indemnify the lessor and other related third parties for tort, environmental and other liabilities that arise out of or relate to our use or occupancy of the leased premises. This type of indemnity would typically make us responsible to indemnified parties for liabilities arising out of the conduct of, among others, contractors, licensees and invitees at or in connection with the use or occupancy of the leased premises. This indemnity often extends to related liabilities arising from the negligence of the indemnified parties, but usually excludes any liabilities caused by either their sole or gross negligence and their willful misconduct.

Certain of our credit agreements include provisions which require us to make payments to preserve an expected economic return to the lenders if that economic return is diminished due to certain changes in law or regulations. In certain of

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

these credit agreements, we also bear the risk of certain changes in tax laws that would subject payments to non-U.S. lenders to withholding taxes.

In conjunction with certain transactions, such as sales or purchases of operating assets or services in the ordinary course of business, or the disposition of certain assets or businesses, we sometimes provide routine indemnifications, the terms of which range in duration and sometimes are not limited.

The Company has entered into indemnification agreements with its directors and executive officers. Under these agreements, the Company has agreed to indemnify such individuals to the fullest extent permitted by law against liabilities that arise by reason of their status as directors or officers and to advance expenses incurred by such individuals in connection with the related legal proceedings. The Company maintains directors and officers liability insurance coverage to reduce its exposure to such obligations.

We cannot reasonably estimate our potential future payments under the indemnities and related provisions described above because we cannot predict when and under what circumstances these provisions may be triggered. We have no accrual related to indemnifications on our Consolidated Balance Sheets at December 31, 2015 and 2014.

**Subsidiary Dividend and Fund Transfer Limitations.** The ability of some of our subsidiaries and associated companies to transfer funds to us is limited, in some cases, by certain restrictions imposed by foreign governments, which do not, individually or in the aggregate, materially limit our ability to service our indebtedness, meet our current obligations or pay dividends.

**Contingencies.** We are involved in legal proceedings, claims and litigation arising in the ordinary course of business. We periodically assess our exposure related to these matters based on the information which is available. We have recorded accruals in our Consolidated Financial Statements for those matters in which it is probable that we have incurred a loss and the amount of the loss, or range of loss, can be reasonably estimated.

Although the final outcome of these matters cannot be predicted with certainty, any possible adverse outcome arising from these matters is not expected to have a material impact on our Consolidated Financial Statements, either individually or in the aggregate. However, our evaluation of the likely impact of these matters may change in the future. We accrue for unpaid legal fees for services performed to date.

## 8. INCOME TAXES

The provision for income taxes from continuing operations consisted of the following:

	Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
Current:			
Federal	\$ 159.0	\$ 140.7	\$ 130.9
State	14.7	18.3	16.4
Foreign	56.8	50.8	51.3
	<u>230.5</u>	<u>209.8</u>	<u>198.6</u>
Deferred:			
Federal	(7.5)	0.8	(3.7)
State	(9.3)	(0.2)	2.8
Foreign	(11.9)	(10.2)	(8.8)
	<u>(28.7)</u>	<u>(9.6)</u>	<u>(9.7)</u>
Provision for income taxes	<u>\$ 201.8</u>	<u>\$ 200.2</u>	<u>\$ 188.9</u>

The provision for income taxes from discontinued operations was \$17.9 million benefit for the year ended December 31, 2013.

Domestic and foreign income from continuing operations before income taxes was as follows:

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

	Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
U.S.	\$ 607.6	\$ 521.5	\$ 458.4
Foreign	29.0	52.7	72.0
	<u>\$ 636.6</u>	<u>\$ 574.2</u>	<u>\$ 530.4</u>

The provision for income taxes reconciles with the U.S. federal statutory rate, as follows:

	Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
Federal statutory rate	35.0 %	35.0 %	35.0 %
Provision computed at federal statutory rate	\$ 222.8	\$ 201.0	\$ 185.6
State and local taxes, net of federal tax benefit	5.2	13.1	12.1
Foreign	(21.8)	(7.3)	(4.1)
Valuation allowance	—	(2.2)	(0.6)
Tax reserves	0.9	0.6	(1.2)
Other	(5.3)	(5.0)	(2.9)
Provision for income taxes	<u>\$ 201.8</u>	<u>\$ 200.2</u>	<u>\$ 188.9</u>
Effective income tax rate	<u>31.7 %</u>	<u>34.9 %</u>	<u>35.6 %</u>

We record deferred income taxes using enacted tax laws and rates for the years in which the taxes are expected to be paid. Deferred income tax assets and liabilities are recorded based on the differences between the financial reporting and income tax bases of assets and liabilities. For additional information about our income tax policy, see Note 1 of the Notes to Consolidated Financial Statements. The intercompany restructuring of legal entity ownership resulted in the recognition of tax-effected net operating losses for non-US tax purposes in the amount of \$106.2 million in 2015. We do not anticipate being able to recognize the benefit of the net operating losses in the foreseeable future resulting in a full valuation allowance as of December 31, 2015.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Components of the deferred income tax assets and liabilities at December 31, 2015 and 2014, were as follows:

	December 31,	
	2015	2014
	<i>(In millions)</i>	
Deferred income tax assets:		
Employee pension benefits	\$ 131.7	\$ 142.6
Net operating and capital loss carryforwards	236.1	136.1
Foreign tax credits	50.7	94.7
Employee compensation programs	70.9	67.1
Reserves and accrued expenses	13.9	6.4
Deferred revenue	3.4	3.3
Other	7.6	8.7
Gross deferred income tax assets	514.3	458.9
Valuation allowance	(222.9)	(121.4)
Total deferred income tax assets, net	\$ 291.4	\$ 337.5
Deferred income tax liabilities:		
Goodwill and intangible assets	(332.8)	(334.5)
Pension expense	(99.3)	(99.9)
Undistributed earnings of foreign subsidiaries	(32.6)	(96.1)
Depreciation	(15.1)	(13.4)
Other	(10.8)	(15.4)
Total deferred income tax liability	(490.6)	(559.3)
Net deferred income tax liability	\$ (199.2)	\$ (221.8)

Our deferred income tax assets and deferred income tax liabilities at December 31, 2015 and 2014, are included in the accompanying Consolidated Balance Sheets as follows:

	December 31,	
	2015	2014
	<i>(In millions)</i>	
Long-term deferred income tax assets, included in other assets	\$ 6.3	\$ 6.5
Long-term deferred income tax liabilities	(205.5)	(228.3)
Net deferred income tax liability	\$ (199.2)	\$ (221.8)

We record deferred income taxes on the temporary differences of our foreign subsidiaries and branches, except for the temporary differences related to undistributed earnings of subsidiaries which we consider indefinitely invested. As of December 31, 2015, we have indefinitely invested \$85.7 million attributable to pre-2004 undistributed earnings of our Canadian and Chilean subsidiaries. If the pre-2004 earnings were not considered indefinitely invested, it would not result in any additional income tax.

At December 31, 2015, we had U.S. federal and state net operating loss carryforwards of \$66.3 million which will expire at various times between 2016 and 2032. We also had foreign net operating loss carryforwards totaling \$719.9 million of which \$13.3 million will expire between 2016 and 2035 and the remaining \$706.6 million will carryforward indefinitely. Foreign capital loss carryforwards of \$18.2 million may be carried forward indefinitely, and state capital loss carryforwards of \$2.5 million will expire in 2018. The deferred tax asset related to the net operating loss and capital loss carryforwards is \$236.1 million of which \$222.0 million has been fully reserved in the deferred tax valuation allowance. Additionally, we had foreign tax credit carryforwards of \$50.7 million, of which \$21.6 million will expire in the years 2022 through 2025 and \$29.1 million will be available to be utilized upon repatriation of foreign earnings.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Cash paid for income taxes, net of amounts refunded, was \$202.9 million, \$148.2 million and \$174.8 million during the twelve months ended December 31, 2015, 2014 and 2013, respectively.

We recognize interest and penalties accrued related to unrecognized tax benefits in the provision for income taxes on our Consolidated Statements of Income.

A reconciliation of the beginning and ending amount of unrecognized tax benefits is as follows:

	2015	2014
	<i>(In millions)</i>	
Beginning balance (January 1)	\$ 19.8	\$ 19.1
Increases related to prior year tax positions	5.5	3.0
Decreases related to prior year tax positions	(2.2)	(0.4)
Increases related to current year tax positions	4.0	4.4
Decreases related to settlements	(0.5)	(0.6)
Expiration of the statute of limitations for the assessment of taxes	(4.5)	(5.3)
Currency translation adjustment	(0.5)	(0.4)
Ending balance (December 31)	<u>\$ 21.6</u>	<u>\$ 19.8</u>

We recorded liabilities of \$24.6 million and \$23.3 million for unrecognized tax benefits as of December 31, 2015 and 2014, respectively, which included interest and penalties of \$3.0 million and \$3.5 million, respectively. As of December 31, 2015 and 2014, the total amount of unrecognized benefits that, if recognized, would have affected the effective tax rate was \$22.0 million and \$20.4 million, respectively, which included interest and penalties of \$2.6 million and \$3.1 million, respectively. During 2015 and 2014 interest and penalties of \$1.3 million and \$1.0 million respectively were accrued.

Equifax and its subsidiaries are subject to U.S. federal, state and international income taxes. We are generally no longer subject to federal, state or international income tax examinations by tax authorities for years before 2011. Due to the potential for resolution of state and foreign examinations, and the expiration of various statutes of limitations, it is reasonably possible that Equifax's gross unrecognized tax benefit balance may change within the next twelve months by a range of zero to \$9.4 million.

## 9. STOCK-BASED COMPENSATION

We have one active share-based award plan, the amended and restated 2008 Omnibus Incentive Plan. This plan was originally approved by our shareholders in 2008 and was amended and restated with shareholder approval in May 2013 to, among other things, increase the reserve for awards under the plan by 11 million shares. The plan provides our directors, officers and certain key employees with stock options and nonvested stock. The plan is described below. We expect to issue common shares held as either treasury stock or new issue shares upon the exercise of stock options or once nonvested shares vest. Total stock-based compensation expense in our Consolidated Statements of Income during the twelve months ended December 31, 2015, 2014 and 2013, was as follows:

	Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
Cost of services	\$ 5.0	\$ 4.6	\$ 4.2
Selling, general and administrative expenses	33.4	33.5	28.0
Stock-based compensation expense, before income taxes	<u>\$ 38.4</u>	<u>\$ 38.1</u>	<u>\$ 32.2</u>

The total income tax benefit recognized for stock-based compensation expense was \$13.8 million, \$13.7 million and \$11.6 million for the twelve months ended December 31, 2015, 2014 and 2013, respectively.

Benefits of tax deductions in excess of recognized compensation cost are reported as a financing cash flow, rather than as an operating cash flow. This requirement reduced operating cash flows and increased financing cash flows by \$30.0 million, \$17.7 million and \$14.6 million during the twelve months ended December 31, 2015, 2014 and 2013, respectively.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

**Stock Options.** The 2008 Omnibus Incentive Plan provides that qualified and nonqualified stock options may be granted to officers and other employees. In conjunction with our acquisition of TALX, we assumed options outstanding under the legacy TALX stock option plan, which was approved by TALX shareholders. In addition, stock options remain outstanding under three shareholder-approved plans and three non-shareholder-approved plans from which no new grants may be made. The 2008 Omnibus Incentive Plan requires that stock options be granted at exercise prices not less than market value on the date of grant. Generally, stock options are subject to graded vesting for periods of up to three years based on service, with 33% vesting for each year of completed service, and expire ten years from the grant date.

We use the binomial model to calculate the fair value of stock options granted on or after January 1, 2006. The binomial model incorporates assumptions regarding anticipated employee exercise behavior, expected stock price volatility, dividend yield and risk-free interest rate. Anticipated employee exercise behavior and expected post-vesting cancellations over the contractual term used in the binomial model were primarily based on historical exercise patterns. These historical exercise patterns indicated there was not significantly different exercise behavior between employee groups. For our expected stock price volatility assumption, we weighted historical volatility and implied volatility. We used daily observations for historical volatility, while our implied volatility assumption was based on actively traded options related to our common stock. The expected term is derived from the binomial model, based on assumptions incorporated into the binomial model as described above.

The fair value for stock options granted during the twelve months ended December 31, 2015, 2014 and 2013, was estimated at the date of grant, using the binomial model with the following weighted-average assumptions:

	Twelve Months Ended December 31,		
	2015	2014	2013
Dividend yield	1.2 %	1.4 %	1.5 %
Expected volatility	21.2 %	21.1 %	25.8 %
Risk-free interest rate	1.3 %	1.6 %	1.3 %
Expected term (in years)	4.8	4.8	4.9
Weighted-average fair value of stock options granted	\$ 16.75	\$ 12.63	\$ 11.95

The following table summarizes changes in outstanding stock options during the twelve months ended December 31, 2015, as well as stock options that are vested and expected to vest and stock options exercisable at December 31, 2015:

	Shares	Weighted-Average Exercise Price	Weighted-Average Remaining Contractual Term	Aggregate Intrinsic Value
	(In thousands)		(In years)	(In millions)
Outstanding at December 31, 2014	2,579	\$ 42.54		
Granted (all at market price)	189	\$ 97.21		
Exercised	(888)	\$ 38.74		
Forfeited and canceled	(14)	\$ 37.17		
Outstanding at December 31, 2015	1,866	\$ 57.95	5.9	\$ 114.8
Vested and expected to vest at December 31, 2015	1,796	\$ 48.62	5.8	\$ 112.8
Exercisable at December 31, 2015	1,411	\$ 39.90	5.0	\$ 100.8

The aggregate intrinsic value amounts in the table above represent the difference between the closing price of Equifax's common stock on December 31, 2015 and the exercise price, multiplied by the number of in-the-money stock options as of the same date. This represents the value that would have been received by the stock option holders if they had all exercised their stock options on December 31, 2015. In future periods, this amount will change depending on fluctuations in Equifax's stock price. The total intrinsic value of stock options exercised during the twelve months ended December 31, 2015, 2014 and 2013, was \$52.3 million, \$42.8 million and \$43.2 million, respectively. At December 31, 2015, our total unrecognized compensation cost related to stock options was \$2.9 million with a weighted-average recognition period of 1.5 years.

The following table summarizes changes in outstanding options and the related weighted-average exercise price per share for the twelve months ended December 31, 2014 and 2013:

	December 31,					
	2014			2013		
	Shares	Weighted-Average Price		Shares	Weighted-Average Price	
	<i>(Shares in thousands)</i>			<i>(Shares in thousands)</i>		
Outstanding at the beginning of the year	3,530	\$	37.85	4,748	\$	34.64
Granted (all at market price)	249	\$	73.46	346	\$	60.15
Exercised	(1,145)	\$	34.81	(1,469)	\$	32.58
Forfeited and canceled	(55)	\$	49.12	(95)	\$	44.24
Outstanding at the end of the year	2,579	\$	42.54	3,530	\$	37.85
Exercisable at end of year	1,970	\$	36.39	2,495	\$	34.45

**Nonvested Stock.** Our 2008 Omnibus Incentive Plan also provides for awards of nonvested shares of our common stock that can be granted to executive officers, employees and directors. Nonvested stock awards are generally subject to cliff vesting over a period between one to three years based on service.

The fair value of nonvested stock is based on the fair market value of our common stock on the date of grant. However, since our nonvested stock does not accrue or pay dividends during the vesting period, the fair value on the date of grant is reduced by the present value of the expected dividends over the requisite service period (discounted using the appropriate risk-free interest rate).

Pursuant to our 2008 Omnibus Incentive Plan, certain executive officers are granted nonvested shares in which the number of shares is dependent upon the Company's three-year relative total shareholder return as compared to the three-year cumulative average shareholder return of the companies in the S&P 500 stock index, as comprised on the grant date, subject to adjustment. The number of shares which could potentially be issued ranges from zero to 200% of the target award. The grants outstanding subject to market performance as of December 31, 2015 would result in 379,607 shares outstanding at 100% of target and 759,214 at 200% of target at the end of the vesting period. Compensation expense is recognized on a straight-line basis over the measurement period and is based upon the fair market value of the shares estimated to be earned at the date of grant. The fair value of the performance-based shares is estimated on the date of grant using a Monte-Carlo simulation.

The following table summarizes changes in our nonvested stock during the twelve months ended December 31, 2015, 2014 and 2013 and the related weighted-average grant date fair value:

	Shares	Weighted-Average Grant Date Fair Value
	<i>(In thousands)</i>	
Nonvested at December 31, 2012	1,616	\$ 37.95
Granted	621	\$ 57.82
Vested	(479)	\$ 33.05
Forfeited	(63)	\$ 40.99
Nonvested at December 31, 2013	1,695	\$ 46.50
Granted	580	\$ 70.89
Vested	(480)	\$ 35.83
Forfeited	(95)	\$ 52.16
Nonvested at December 31, 2014	1,700	\$ 57.52
Granted	472	\$ 79.26
Vested	(698)	\$ 39.21
Forfeited	(43)	\$ 59.05
Nonvested at December 31, 2015	1,431	\$ 72.64

The total fair value of nonvested stock that vested during the twelve months ended December 31, 2015, 2014 and 2013, was \$65.0 million, \$34.4 million and \$29.1 million, respectively, based on the weighted-average fair value on the vesting

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

date, and \$31.3 million, \$17.2 million and \$15.8 million, respectively, based on the weighted-average fair value on the date of grant. At December 31, 2015, our total unrecognized compensation cost related to nonvested stock was \$29.2 million with a weighted-average recognition period of 1.9 years.

### 10. SHAREHOLDER RIGHTS PLAN

The Company's Board of Directors terminated the previously adopted shareholder rights plan (sometimes referred to as a 'poison pill') effective February 19, 2015.

### 11. BENEFIT PLANS

We have defined benefit pension plans and defined contribution plans. We also maintain certain healthcare and life insurance benefit plans for eligible retired employees. The measurement date for our defined benefit pension plans and other postretirement benefit plans is December 31 of each year.

**Pension Benefits.** Pension benefits are provided through U.S. and Canadian defined benefit pension plans and two supplemental executive defined benefit pension plans.

*U.S. and Canadian Retirement Plans.* We sponsor a qualified defined benefit retirement plan (the U.S. Retirement Income Plan, or USRIP) that covers approximately 20% of current U.S. salaried employees who were hired on or before June 30, 2007, the last date on which an individual could be hired and enter the plan before the USRIP was frozen to new participation at December 31, 2008. This plan also covers many retirees as well as certain terminated but vested individuals not yet in retirement status. We also sponsor a defined benefit plan that covers most salaried and hourly employees in Canada (the Canadian Retirement Income Plan, or CRIP), also frozen to new hires on October 1, 2011.

During 2015, we adopted the new generational projection scale with MP-2015 in determining the liability for the U.S. pensions plan. This updated scale, along with the change in the discount rate, contributed to the decrease in the projected benefit obligation as of December 31, 2015.

During 2014, we adopted the new RP-2014 mortality tables and generational projection scale with MP-2014 in determining the liability for USRIP. This new table, along with the change in the discount rate, contributed to the increase in the projected benefit obligation as of December 31, 2014.

In September 2014, an amendment to the USRIP was approved, which froze future salary increases and service accruals for grandfathered participants and provided a one-time 9% increase to the accrued benefit as determined on December 31, 2014. This amendment did not have a material impact on our pension expense for 2014.

On October 1, 2012, we offered certain former U.S. employees the option to receive their USRIP pension benefits in either a lump sum payable by December 31, 2012, or a reduced monthly annuity that will commence December 1, 2012. The voluntary lump sum payment option was based on the present value of the participant's pension benefit, and was payable at the participant's election in cash or rollover into a qualified retirement plan or IRA. The offer was made to approximately 3,500 vested participants in the pension plan who had terminated employment prior to January 1, 2012, and had not yet started to receive monthly payment of their pension benefit. Participants were required to make an irrevocable election to receive the lump sum payment by November 26, 2012. Approximately 64% of the vested terminated participants elected to receive the lump sum payment which resulted in a payment of \$62.6 million. The payment was made on December 21, 2012, from existing plan assets. Approximately 90 vested terminated participants elected the accelerated reduced monthly annuity which is being paid from the pension plan.

On September 14, 2011, the Compensation Committee of the Board of Directors approved a redesign of our retirement plans for our currently active Canadian employees, effective January 1, 2013, and for our new hires hired on or after October 1, 2011. The changes to our retirement plan froze the Canadian Retirement Income Plan, or CRIP, a registered defined benefit pension plan, for employees who did not meet retirement-eligibility status under the CRIP as of December 31, 2012 ("Non-Grandfathered" participants). Under the plan amendment, the service credit for Non-Grandfathered participants froze, but these participants will continue to receive credit for salary increases and vesting service. Additionally, Non-Grandfathered employees and certain other employees not eligible to participate in the CRIP (i.e., new hires on or after October 1, 2011) are eligible to participate in the enhanced defined contribution component of the CRIP.

During the twelve months ended December 31, 2015, we did not make any contributions to the USRIP and made contributions of \$0.2 million to the CRIP. During the twelve months ended December 31, 2014, we did not make any

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

contributions to the USRIP and made contributions of \$1.2 million to the CRIP. At December 31, 2015, the USRIP met or exceeded ERISA's minimum funding requirements.

The annual report produced by our consulting actuaries specifies the funding requirements for our plans, based on projected benefits for plan participants, historical investment results on plan assets, current discount rates for liabilities, assumptions for future demographic developments and recent changes in statutory requirements. We may elect to make additional discretionary contributions to our plans in excess of minimum funding requirements, subject to statutory limitations.

**Supplemental Retirement Plans.** We maintain two supplemental executive retirement programs for certain key employees. The plans, which are unfunded, provide supplemental retirement payments, based on salary and years of service.

**Other Benefits.** We maintain certain healthcare and life insurance benefit plans for eligible retired employees. Substantially all of our U.S. employees may become eligible for the retiree healthcare benefits if they reach retirement age while working for us and satisfy certain years of service requirements. The retiree life insurance program covers employees who retired on or before December 31, 2003. We accrue the cost of providing healthcare benefits over the active service period of the employee.

**Obligations and Funded Status.** A reconciliation of the projected benefit obligations, plan assets and funded status of the plans is as follows:

	Pension Benefits		Other Benefits	
	2015	2014	2015	2014
<i>(In millions)</i>				
<b>Change in projected benefit obligation</b>				
Benefit obligation at January 1,	\$ 739.1	\$ 636.8	\$ 19.4	\$ 19.6
Service cost	4.2	4.5	0.3	0.3
Interest cost	30.4	31.1	0.7	0.8
Plan participants' contributions	—	—	0.6	0.5
Amendments	—	3.2	—	—
Actuarial loss (gain)	(59.9)	113.2	1.4	0.5
Foreign currency exchange rate changes	(9.7)	(5.5)	(0.4)	(0.2)
Curtailments	—	(2.6)	—	—
Settlements	—	—	—	—
Benefits paid	(41.4)	(41.6)	(2.4)	(2.1)
Projected benefit obligation at December 31,	662.7	739.1	19.6	19.4
<b>Change in plan assets</b>				
Fair value of plan assets at January 1,	570.1	568.1	20.8	21.6
Actual return on plan assets	(5.3)	43.7	(0.2)	1.7
Employer contributions	4.3	5.2	1.8	1.6
Plan participants' contributions	—	—	0.6	0.5
Foreign currency exchange rate changes	(8.8)	(5.3)	—	—
Settlements	—	—	(1.7)	(2.5)
Benefits paid	(41.4)	(41.6)	(2.4)	(2.1)
Fair value of plan assets at December 31,	518.9	570.1	18.9	20.8
<b>Funded status of plan</b>	\$ (143.8)	\$ (169.0)	\$ (0.7)	\$ 1.4

The accumulated benefit obligation for the USRIP, CRIP and Supplemental Retirement Plans was \$653.8 million at December 31, 2015. The accumulated benefit obligation for the USRIP, CRIP and Supplemental Retirement Plans was \$727.8 million at December 31, 2014.

At December 31, 2015, the USRIP and Supplemental Retirement Plans had projected benefit obligations and accumulated benefit obligations in excess of those plans' respective assets. The projected benefit obligation, accumulated benefit obligation and fair value of plan assets for these plans in the aggregate were \$613.1 million, \$611.1 million and \$474.6

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

million, respectively, at December 31, 2015. The projected benefit obligation, accumulated benefit obligation and fair value of plan assets for the CRIP were \$49.6 million, \$42.7 million and \$44.3 million, respectively, at December 31, 2015.

At December 31, 2014, the USRIP and Supplemental Retirement Plans had projected benefit obligations and accumulated benefit obligations in excess of those plans' respective assets. The projected benefit obligation, accumulated benefit obligation and fair value of plan assets for these plans in the aggregate were \$679.5 million, \$676.8 million and \$515.6 million, respectively, at December 31, 2014. The projected benefit obligation, accumulated benefit obligation and fair value of plan assets for the CRIP were \$59.6 million, \$51.0 million and \$54.5 million, respectively, at December 31, 2014.

The following table represents the net amounts recognized, or the funded status of our pension and other postretirement benefit plans, in our Consolidated Balance Sheets at December 31, 2015 and 2014:

	Pension Benefits		Other Benefits	
	2015	2014	2015	2014
<i>(In millions)</i>				
<b>Amounts recognized in the statements of financial position consist of:</b>				
Noncurrent assets	\$ —	\$ —	\$ 1.5	\$ 4.2
Current liabilities	(4.2)	(4.0)	(0.2)	(0.2)
Long-term liabilities	(139.6)	(165.0)	(2.0)	(2.6)
Net amount recognized	<u>\$ (143.8)</u>	<u>\$ (169.0)</u>	<u>\$ (0.7)</u>	<u>\$ 1.4</u>

Included in accumulated other comprehensive loss at December 31, 2015 and 2014, were the following amounts that have not yet been recognized in net periodic pension cost:

	Pension Benefits		Other Benefits	
	2015	2014	2015	2014
<i>(In millions)</i>				
Prior service cost, net of accumulated taxes of \$3.6 and \$4.0 in 2015 and 2014, respectively, for pension benefits and \$(1.6) and \$(2.1) in 2015 and 2014, respectively, for other benefits	\$ 6.1	\$ 6.6	\$ (2.8)	\$ (3.5)
Net actuarial loss, net of accumulated taxes of \$132.6 and \$145.5 in 2015 and 2014, respectively, for pension benefits and \$3.6 and \$2.7 in 2015 and 2014, respectively, for other benefits	236.4	255.7	6.1	4.5
Accumulated other comprehensive loss	<u>\$ 242.5</u>	<u>\$ 262.3</u>	<u>\$ 3.3</u>	<u>\$ 1.0</u>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following shows amounts recognized in other comprehensive income (loss) during the twelve months ended December 31, 2015 and 2014:

### Changes in plan assets and benefit obligations recognized in other comprehensive income:

	Pension Benefits		Other Benefits	
	2015	2014	2015	2014
<i>(In millions)</i>				
<i>Amounts arising during the period:</i>				
Net actuarial loss (gain), net of taxes of \$(6.7) and \$39.6 in 2015 and 2014, respectively, for pension benefits and \$1.2 and \$0.1 in 2015 and 2014, respectively, for other benefits	\$ (8.4)	\$ 69.0	\$ 1.9	\$ 0.3
Foreign currency exchange rate gain, net of taxes of \$(0.3) and \$(0.1) in 2015 and 2014, respectively, for pension benefits and \$(0.1) in 2015 for other benefits	(0.6)	(0.2)	(0.3)	(0.2)
Prior service cost, net of taxes of \$1.2 in 2014, for pension benefits	—	2.0	—	—
<i>Amounts recognized in net periodic benefit cost during the period:</i>				
Recognized actuarial loss, net of taxes of \$(5.9) and \$(4.8) in 2015 and 2014, respectively, for pension benefits and \$(0.2) and \$0.4 in 2015 and 2014, respectively, for other benefits	(9.9)	(8.1)	(0.4)	0.8
Amortization of prior service cost, net of taxes of \$(0.3) and \$(0.3) in 2015 and 2014, respectively, for pension benefits and \$0.4 and \$(0.2) in 2015 and 2014, respectively, for other benefits	(0.6)	(0.5)	0.8	(0.4)
Curtailments, net of taxes of \$(1.0) in 2014 for pension benefits	—	(1.6)	—	—
Total recognized in other comprehensive income	\$ (19.5)	\$ 60.6	\$ 2.0	\$ 0.5

### Components of Net Periodic Benefit Cost

	Pension Benefits			Other Benefits		
	2015	2014	2013	2015	2014	2013
<i>(In millions)</i>						
Service cost	\$ 4.2	\$ 4.5	\$ 5.4	\$ 0.3	\$ 0.3	\$ 0.5
Interest cost	30.4	31.1	28.9	0.7	0.8	1.1
Expected return on plan assets	(39.6)	(39.7)	(39.0)	(1.5)	(1.6)	(1.6)
Amortization of prior service cost	0.9	0.8	1.3	(1.2)	0.6	(0.5)
Recognized actuarial loss (gain)	15.8	12.9	17.0	0.6	(1.2)	3.2
Net periodic benefit cost	11.7	9.6	13.6	(1.1)	(1.1)	2.7
Curtailments	—	—	—	—	—	—
Settlements	—	—	—	—	—	—
Total net periodic benefit cost	\$ 11.7	\$ 9.6	\$ 13.6	\$ (1.1)	\$ (1.1)	\$ 2.7

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following represents the amount of prior service cost and actuarial loss included in accumulated other comprehensive loss that is expected to be recognized in net periodic benefit cost during the twelve months ending December 31, 2016:

	Pension Benefits		Other Benefits	
	(In millions)			
Actuarial loss, net of taxes of \$5.1 for pension benefits and \$0.3 for other benefits	\$	8.5	\$	0.5
Prior service cost, net of taxes of \$0.3 for pension benefits and \$(0.4) for other benefits	\$	0.5	\$	(0.7)

### Weighted-Average Assumptions

Weighted-average assumptions used to determine benefit obligations at December 31,	Pension Benefits		Other Benefits	
	2015	2014	2015	2014
Discount rate	4.86 %	4.26 %	4.39 %	4.05 %
Rate of compensation increase	4.71 %	4.59 %	N/A	N/A

Weighted-average assumptions used to determine net periodic benefit cost at December 31,	Pension Benefits			Other Benefits		
	2015	2014	2013	2015	2014	2013
Discount rate	4.26%	5.07%	4.17%	4.05%	4.49%	4.03%
Expected return on plan assets	7.44%	7.43%	7.43%	7.50%	7.50%	7.50%
Rate of compensation increase	4.71%	3.34%	3.26%	N/A	N/A	N/A

**Discount Rates.** We determine our discount rates primarily based on high-quality, fixed-income investments and yield-to-maturity analyses specific to our estimated future benefit payments available as of the measurement date. Discount rates are reset annually on the measurement date to reflect current market conditions. We use a third-party yield curve to develop our discount rates. The yield curve provides discount rates related to a dedicated high-quality bond portfolio whose cash flows extend beyond the current period, from which we choose a rate matched to the expected benefit payments required for each plan.

**Expected Return on Plan Assets.** The expected rate of return on plan assets is based on both our historical returns and forecasted future investment returns by asset class, as provided by our external investment advisor. In 2015, our U.S. pension plan investment losses of 1.1% were below the expected return of 7.5% for the second time in seven years. The expected return for the USRIP for 2016 is 7.25%, which is a reduction from the rate used in 2015. The CRIP earned 2.9% in 2015 which was below its expected return of 6.75% for the second time in seven years. The expected return for the CRIP for 2016 is 6.0%, which is a reduction from the rate used in 2015. The CRIP has a lower expected return due to a higher asset allocation to fixed income securities.

The calculation of the net periodic benefit cost for the USRIP and CRIP utilizes a market-related value of assets. The market-related value of assets recognizes the difference between actual returns and expected returns over five years at a rate of 20% per year.

**Healthcare Costs.** For the U.S. plan, an initial 7.0% annual rate of increase in the per capita cost of covered healthcare benefits was assumed for 2016 for pre-Medicare coverage. The rate was assumed to decrease gradually to an ultimate rate of 5.0% by 2022. An initial 7.0% annual rate of increase in the per capita cost of covered healthcare benefits was assumed for 2016 for post-Medicare coverage. For the Canadian plan, an initial 6.5% annual rate of increase in the per capita cost of covered healthcare benefits was assumed for 2016. The rate was assumed to decrease gradually to an ultimate rate of 5.0% by 2019. Assumed healthcare cost trend rates have a significant effect on the amounts reported for the healthcare plan. A one-percentage point change in assumed healthcare cost trend rates at December 31, 2015 would have had the following effects:



# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

	1-Percentage Point Increase		1-Percentage Point Decrease	
	(In millions)			
Effect on total service and interest cost components	\$	0.1	\$	(0.1 )
Effect on accumulated postretirement benefit obligation	\$	1.4	\$	(1.3 )

We estimate that the future benefits payable for our retirement and postretirement plans are as follows at December 31, 2015:

Years ending December 31,	U.S. Defined Benefit Plans	Non-U.S. Defined Benefit Plans	Other Benefit Plans
	<i>(In millions)</i>		
2016	\$ 41.2	\$ 1.8	\$ 1.7
2017	\$ 41.6	\$ 1.9	\$ 1.7
2018	\$ 41.7	\$ 1.9	\$ 1.6
2019	\$ 41.7	\$ 2.0	\$ 1.6
2020	\$ 42.8	\$ 2.0	\$ 1.6
Next five fiscal years to December 31, 2025	\$ 209.2	\$ 11.6	\$ 8.0

**Fair Value of Plan Assets.** The fair value of the pension assets at December 31, 2015, is as follows:

Description	Fair Value at December 31, 2015	Fair Value Measurements at Reporting Date Using:		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
		<i>(In millions)</i>		
Large-Cap Equity (1)	\$ 123.0	\$ 123.0	\$ —	\$ —
Small and Mid-Cap Equity (1)	28.8	28.8	—	—
International Equity (1) (2)	79.1	16.0	63.1	—
Fixed Income (2)	163.0	—	163.0	—
Private Equity (3)	41.9	—	—	41.9
Hedge Funds (4)	54.0	—	—	54.0
Real Assets (5)	17.4	—	—	17.4
Cash (1)	11.7	11.7	—	—
<b>Total</b>	<b>\$ 518.9</b>	<b>\$ 179.5</b>	<b>\$ 226.1</b>	<b>\$ 113.3</b>

(1) Fair value is based on observable market prices for the assets.

(2) For the portion of this asset class categorized as Level 2, fair value is determined using dealer and broker quotations, certain pricing models, bid prices, quoted prices for similar assets and liabilities in active markets, or other inputs that are observable or can be corroborated by observable market data.

(3) Private equity investments are initially valued at cost. Fund managers periodically review the valuations utilizing subsequent company-specific transactions or deterioration in the company's financial performance to determine if fair value adjustments are necessary. Private equity investments are typically viewed as long term, less liquid investments with return of capital coming via cash distributions from the sale of underlying fund assets. The Plan intends to hold these investments through each fund's normal life cycle and wind down period. As of December 31, 2015, we had \$12.8 million of remaining commitments related to these private equity investments.

(4) Fair value is reported by the fund manager based on observable market prices for actively traded assets within the funds, as well as financial models, comparable financial transactions or other factors relevant to the specific asset for assets with no observable market. These investments are redeemable quarterly with a range of 30 – 90 days notice.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

- (5) For all assets categorized as Level 3, fair value is reported by the fund manager based on a combination of the following valuation approaches: current replacement cost less deterioration and obsolescence, a discounted cash flow model of income streams, and comparable market sales. As of December 31, 2015, we had \$2.5 million of remaining commitments related to the real asset investments.

The following table shows a reconciliation of the beginning and ending balances for assets valued using significant unobservable inputs:

	Private Equity	Hedge Funds	Real Assets
	<i>(In millions)</i>		
Balance at December 31, 2014	\$ 35.7	\$ 69.7	\$ 16.5
Return on plan assets:			
Unrealized	2.9	0.7	—
Realized	1.6	0.2	1.7
Purchases	5.9	9.6	0.4
Sales	(4.2)	(26.2)	(1.2)
Balance at December 31, 2015	\$ 41.9	\$ 54.0	\$ 17.4

The fair value of the postretirement assets at December 31, 2015, is as follows:

Description		Fair Value at December 31, 2015	Fair Value Measurements at Reporting Date Using:		
			Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
			<i>(In millions)</i>		
Large-Cap Equity	(1)	\$ 4.8	\$ 4.8	\$ —	\$ —
Small and Mid-Cap Equity	(1)	1.1	1.1	—	—
International Equity	(1) (2)	2.2	0.6	1.6	—
Fixed Income	—	5.4	—	5.4	—
Private Equity	(3)	1.6	—	—	1.6
Hedge Funds	(4)	2.1	—	—	2.1
Real Assets	—	0.7	—	—	0.7
Cash	(1)	1.0	0.4	—	—
Total		\$ 18.9	\$ 6.9	\$ 7.0	\$ 4.4

- (1) Fair value is based on observable market prices for the assets.
- (2) For the portion of this asset class categorized as Level 2, fair value is determined using dealer and broker quotations, certain pricing models, bid prices, quoted prices for similar assets and liabilities in active markets, or other inputs that are observable or can be corroborated by observable market data.
- (3) Private equity investments are initially valued at cost. Fund managers periodically review the valuations utilizing subsequent company-specific transactions or deterioration in the company's financial performance to determine if fair value adjustments are necessary. Private equity investments are typically viewed as long term, less liquid investments with return of capital coming via cash distributions from the sale of underlying fund assets. The Plan intends to hold these investments through each fund's normal life cycle and wind down period.
- (4) Fair value is reported by the fund manager based on observable market prices for actively traded assets within the funds, as well as financial models, comparable financial transactions or other factors relevant to the specific asset for assets with no observable market. These investments are redeemable quarterly with a range of 30 – 90 days notice.
- (5) For the portion of this asset class categorized as Level 3, fair value is reported by the fund manager based on a combination of the following valuation approaches: current replacement cost less deterioration and obsolescence, a discounted cash flow model of income streams and comparable market sales.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Gross realized and unrealized gains and losses, purchases and sales for Level 3 postretirement assets were not material for the twelve months ended December 31, 2015.

**USRIP, or the Plan, Investment and Asset Allocation Strategies.** The primary goal of the asset allocation strategy of the Plan is to produce a total investment return which will satisfy future annual cash benefit payments to participants and minimize future contributions from the Company. Additionally, this strategy will diversify the plan assets to minimize nonsystemic risk and provide reasonable assurance that no single security or class of security will have a disproportionate impact on the Plan. Investment managers are required to abide by the provisions of ERISA. Standards of performance for each manager include an expected return versus an assigned benchmark, a measure of volatility, and a time period of evaluation.

The asset allocation strategy is determined by our external advisor forecasting investment returns by asset class and providing allocation guidelines to maximize returns while minimizing the volatility and correlation of those returns. Investment recommendations are made by our external advisor, working in conjunction with our in-house Investment Committee. The asset allocation and ranges are approved by in-house investment fiduciaries and Plan Administrators, who are Named Fiduciaries under ERISA.

The Plan, in an effort to meet asset allocation objectives, utilizes a variety of asset classes which has historically produced returns which are relatively uncorrelated to those of the S&P 500 in most environments. Asset classes included in this category of alternative assets include hedge funds, private equity (including secondary private equity) and real assets (real estate, funds of hard asset securities and private equity funds focused on real assets). The primary benefits of using these types of asset classes are: (1) their non-correlated returns reduce the overall volatility of the Plan's portfolio of assets, and (2) their ability to produce superior risk-adjusted returns. Additionally, the Plan allows certain of their managers, subject to specific risk constraints, to utilize derivative instruments, in order to enhance asset return, reduce volatility or both. Derivatives are primarily employed by the Plans in their fixed income portfolios and in the hedge fund-of-funds area. Derivatives can be used for hedging purposes to reduce risk.

No shares of Equifax common stock were directly owned by the Plan at December 31, 2015 or at December 31, 2014. Not more than 5% of the portfolio (at cost) shall be invested in the securities of any one issuer, with the exceptions of Equifax common stock or other securities, and U.S. Treasury and government agency securities.

The following asset allocation ranges and actual allocations were in effect as of December 31, 2015 and 2014:

USRIP	Range		Actual	
	2015	2014	2015	2014
Large-Cap Equity	10%-40%	10%-35%	25.9%	22.4%
Small- and Mid-Cap Equity	0%-15%	0%-15%	6.1%	5.6%
International Equity	10%-30%	10%-30%	12.0%	13.1%
Private Equity	2%-10%	2%-10%	8.8%	6.9%
Hedge Funds	0%-10% <sup>1</sup>	10%-30%	11.4%	13.5%
Real Assets	2%-10%	2%-10%	3.7%	7.1%
Fixed Income	20%-55%	15%-40%	29.7%	29.9%
Cash	0%-15%	0%-15%	2.4%	1.5%

<sup>1</sup> Not all of the requested hedge fund redemptions were yet received as of December 31, 2015.

**CRIP Investment and Asset Allocation Strategies.** The primary goal of the asset allocation strategy of the Plan is to produce a total investment return which will satisfy future annual cash benefit payments to participants and minimize future contributions from the Company. Additionally, this strategy will diversify the plan assets to minimize nonsystemic risk and provide reasonable assurance that no single security or class of security will have a disproportionate impact on the Plan. Due to the high funded status of the Plan, the Investment Committee of the CRIP has adopted a conservative asset allocation of 50/50 in equities and fixed income. The Investment Committee maintains an investment policy for the CRIP, which imposes certain limitations and restrictions regarding allowable types of investments. The current investment policy imposes those restrictions on investments or transactions such as (1) Equifax common stock or securities, except as might be incidental to any pooled funds which the plan may have, (2) commodities or loans, (3) short sales and the use of margin accounts, (4) put and call options, (5) private placements, and (6) transactions which are "related-party" in nature as specified by the Canadian Pension Benefits Standards Act and its regulations.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

The following specifies the asset allocation ranges and actual allocation as of December 31, 2015 and 2014:

CRIP	Range	Actual	
		2015	2014
Canadian Equities	25%-50%	34.6 %	34.9 %
International Equities (including U.S. Equities)	0%-19%	15.1 %	14.8 %
Fixed Income	40%-60%	49.3 %	49.3 %
Money Market	0%-10%	1.0 %	1.0 %

**Equifax Retirement Savings Plans.** Equifax sponsors a tax qualified defined contribution plan, the Equifax Inc. 401(k) Plan, or the Plan. We provide a discretionary match of participants' contributions, up to four or six percent of employee eligible pay depending on certain eligibility rules under the Plan. We also provide a discretionary direct contribution to certain eligible employees, the percentage of which is based upon an employee's credited years of service. Company contributions for the Plan during the twelve months ended December 31, 2015, 2014 and 2013 were \$23.9 million, \$21.5 million and \$21.3 million, respectively.

**Foreign Retirement Plans.** We also maintain defined contribution plans for certain employees in the U.K., Ireland and Canada. For the years ended December 31, 2015, 2014 and 2013, our expenses related to these plans were not material.

**Deferred Compensation Plans.** We maintain deferred compensation plans that allow for certain management employees and the Board of Directors to defer the receipt of compensation (such as salary, incentive compensation, commissions or vested restricted stock units) until a later date based on the terms of the plans. The benefits under our deferred compensation plans are guaranteed by the assets of a grantor trust which, through our funding, make investments in certain mutual funds. The purpose of this trust is to ensure the distribution of benefits accrued by participants of the deferred compensation plans in case of a change in control, as defined in the trust agreement.

**Annual Incentive Plan.** We have a shareholder-approved Key Management Incentive Plan (Annual Incentive Plan), which is a component of our amended and restated 2008 Omnibus Incentive Plan, for certain key officers that provides for annual or long-term cash awards at the end of various measurement periods, based on the earnings per share, revenue and/or various other criteria over the measurement period. Our total accrued incentive compensation for all incentive plans included in accrued salaries and bonuses on our Consolidated Balance Sheets was \$83.1 million and \$60.7 million at December 31, 2015 and 2014, respectively.

**Employee Benefit Trusts.** We maintain employee benefit trusts for the purpose of satisfying obligations under certain benefit plans. These trusts held 0.6 million shares of Equifax stock with a value, at cost, of \$5.9 million at December 31, 2015 and 2014, as well as cash, which was not material for both periods presented. The employee benefit trusts are as follows:

- The Executive Life and Supplemental Retirement Benefit Plan Grantor Trust is used to ensure that the insurance premiums due under the Executive Life and Supplemental Retirement Benefit Plan are paid in case we fail to make scheduled payments following a change in control, as defined in this trust agreement.
- The Supplemental Retirement Plan Grantor Trust's assets are dedicated to ensure the payment of benefits accrued under our Supplemental Retirement Plan in case of a change in control, as defined in this trust agreement.

The assets in these plans which are recorded on our Consolidated Balance Sheets are subject to creditor's claims in case of insolvency of Equifax Inc.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 12. ACCUMULATED OTHER COMPREHENSIVE INCOME

Changes in accumulated other comprehensive income by component, after tax, for the twelve months ended December 31, 2015, are as follows:

	Foreign currency	Pension and other postretirement benefit plans	Cash flow hedging transactions	Total
<i>(In millions)</i>				
Balance, December 31, 2014	\$ (170.3)	\$ (263.3)	\$ (1.8)	\$ (435.4)
Other comprehensive income before reclassifications	(67.1)	7.4	0.2	(59.5)
Amounts reclassified from accumulated other comprehensive income	—	10.1	—	10.1
Net current-period other comprehensive income	(67.1)	17.5	0.2	(49.4)
Balance, December 31, 2015	<u>\$ (237.4)</u>	<u>\$ (245.8)</u>	<u>\$ (1.6)</u>	<u>\$ (484.8)</u>

Reclassifications out of accumulated other comprehensive income for the twelve months ended December 31, 2015, are as follows:

Details about accumulated other comprehensive income components	Amount reclassified from accumulated other comprehensive income	Affected line item in the statement where net income is presented
<i>(In millions)</i>		
Amortization of pension and other postretirement plan items:		
Prior service cost	\$ 0.3	(1)
Recognized actuarial loss	(16.4)	(1)
	(16.1)	Total before tax
	6.0	Tax benefit
	<u>\$ (10.1)</u>	Net of tax

(1) These accumulated other comprehensive income components are included in the computation of net periodic pension cost (See Note 11 Benefit Plans for additional details).

Changes in accumulated other comprehensive income related to noncontrolling interests were not material as of December 31, 2015.

### 13. RESTRUCTURING CHARGES

In the first quarter of 2015, we recorded a \$20.7 million restructuring charge (\$13.2 million, net of tax) all of which was recorded in selling, general and administrative expenses on our Consolidated Statements of Income. This charge resulted from our continuing efforts to realign our internal resources to support the Company's strategic objectives and increase the integration of our global operations.

The restructuring charge primarily relates to a reduction of headcount of approximately 300 positions resulting in a charge of \$16.2 million, which was accrued for under existing severance plans or statutory requirements. The remainder was related to costs associated with real estate exits of \$1.2 million and other integration costs of \$3.3 million. Generally, severance benefits for our U.S. and international employees are paid in the form of a lump sum cash payment according to the number of weeks of severance benefit provided to the employee. Payments related to the above restructuring charges totaled \$16.6 million for the twelve months ended December 31, 2015. Payments related to the above restructuring charges will be substantially completed in the first quarter of 2016.

In the fourth quarter of 2013, we recorded a restructuring charge to realign internal resources of \$9.3 million (\$5.9 million, net of tax) in selling, general and administrative expenses on our Consolidated Statements of Income primarily related to headcount reductions of approximately 160 positions. This charge resulted from our continuing efforts to align our business

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

to better support our strategic objectives. Generally, severance benefits for our U.S. employees are paid through monthly payroll according to the number of weeks of severance benefit provided to the employee, while our international employees receive a lump sum severance payment for their benefit. All payments were substantially completed by December 31, 2014. Restructuring charges are recorded in general corporate expense.

### 14. SEGMENT INFORMATION

**Organizational Realignment.** In 2015, the personal solutions business in the United Kingdom was consolidated into the North America Personal Solutions segment, which was reorganized into the Personal Solutions segment. Additionally in 2015, the direct to consumer reseller businesses in the U.S., Canada, and the United Kingdom were also consolidated into the Personal Solutions segment. These changes were driven by an enterprise wide strategy to maximize the penetration of our products and services in our targeted markets. We determined that market focus and operating efficiency could be further improved by reorganizing and consolidating the United States, Canada and the United Kingdom Personal Solutions and Direct to Consumer Reseller operating activities into one segment, Personal Solutions. As a result, we modified our segment reporting effective 2015. Our financial results for the years ended December 31, 2014 and 2013 have been recast below to reflect our new organizational structure.

On July 1, 2014 the North America Commercial Solutions operating segment was consolidated into the U.S. Consumer Information Solutions and International operating segments. The change was driven by an enterprise wide distribution marketing strategy to maximize the penetration of our products and services in our targeted markets. In an effort to accelerate our penetration and simplify how our commercial information customers interact with us, we have reorganized our operating segments. The U.S. portion of the North America Commercial Solutions ("NACS") operating segment was consolidated into the U.S. Consumer Information Solutions operating segment. The combined operating segment was renamed U.S. Information Solutions. The Canadian portion of the NACS operating segment was consolidated into the Canada operations of the International operating segment. As a result, we modified our segment reporting effective in the third quarter of 2014. Our financial results for the year ended December 31, 2013 have been recast below to reflect our new organizational structure.

**Reportable Segments.** We manage our business and report our financial results through the following four reportable segments, which are the same as our operating segments:

- U.S. Information Solutions
- International
- Workforce Solutions
- Personal Solutions

The accounting policies of the reportable segments are the same as those described in our summary of significant accounting policies (see Note 1). We evaluate the performance of these reportable segments based on their operating revenue, operating income and operating margins, excluding any unusual or infrequent items, if any. The measurement criteria for segment profit or loss and segment assets are substantially the same for each reportable segment. Inter-segment sales are not material for all periods presented. All transactions between segments are accounted for at fair market value or cost depending on the nature of the transaction, and no timing differences occur between segments.

A summary of segment products and services is as follows:

**U.S. Information Solutions.** This segment includes consumer and commercial information services (such as credit information and credit scoring, credit modeling services and portfolio analytics (decisioning tools), which are derived from our databases of business credit and financial information, locate services, fraud detection and prevention services, identity verification services and other consulting services); mortgage loan origination information; financial marketing services; and identity management.

**International.** This segment includes information services products, which includes consumer and commercial services (such as credit and financial information, credit scoring and credit modeling services), credit and other marketing products and services. In Europe and Latin America, we also provide information, technology and services to support debt collections and recovery management.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

**Workforce Solutions.** This segment includes employment, income and social security number verification services as well as complementary payroll-based transaction services and employment tax management services.

**Personal Solutions.** This segment includes credit information, credit monitoring and identity theft protection products sold directly to consumers via the internet and in various hard-copy formats in the U.S., Canada, and the U.K. We also sell consumer and credit information to resellers who combine our information with other information to provide direct to consumer monitoring, reports and scores.

Segment information for the twelve months ended December 31, 2015, 2014 and 2013 and as of December 31, 2015 and 2014 is as follows:

	Twelve Months Ended December 31,		
	2015	2014	2013
<b>Operating revenue:</b>	<i>(In millions)</i>		
U.S. Information Solutions	\$ 1,171.3	\$ 1,079.9	\$ 1,054.5
International	568.5	572.2	497.8
Workforce Solutions	577.7	490.1	474.1
Personal Solutions	346.1	294.2	277.5
Total operating revenue	<u>\$ 2,663.6</u>	<u>\$ 2,436.4</u>	<u>\$ 2,303.9</u>

	Twelve Months Ended December 31,		
	2015	2014	2013
<b>Operating income:</b>	<i>(In millions)</i>		
U.S. Information Solutions	\$ 491.2	\$ 421.0	\$ 401.3
International	113.5	121.0	145.3
Workforce Solutions	218.8	160.7	142.6
Personal Solutions	95.2	93.4	79.3
General Corporate Expense	(224.8)	(157.9)	(157.3)
Total operating income	<u>\$ 693.9</u>	<u>\$ 638.2</u>	<u>\$ 611.2</u>

	December 31,	
	2015	2014
<b>Total assets:</b>	<i>(In millions)</i>	
U.S. Information Solutions	\$ 1,869.6	\$ 1,931.3
International	830.2	965.3
Workforce Solutions	1,268.5	1,271.3
Personal Solutions	197.9	194.9
General Corporate	342.8	298.2
Total assets	<u>\$ 4,509.0</u>	<u>\$ 4,661.0</u>

Depreciation and amortization expense:	Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
U.S. Information Solutions	\$ 83.3	\$ 86.7	\$ 88.8
International	40.1	44.2	24.1
Workforce Solutions	42.0	42.6	51.7
Personal Solutions	9.4	8.2	7.5
General Corporate	23.2	20.1	17.5
Total depreciation and amortization expense	<u>\$ 198.0</u>	<u>\$ 201.8</u>	<u>\$ 189.6</u>

Capital expenditures:	Twelve Months Ended December 31,		
	2015	2014	2013
	<i>(In millions)</i>		
U.S. Information Solutions	\$ 21.9	\$ 16.6	\$ 16.7
International	25.7	15.2	19.7
Workforce Solutions	22.1	13.1	14.6
Personal Solutions	11.2	9.2	6.9
General Corporate	69.8	32.3	25.4
Total capital expenditures	<u>\$ 150.7</u>	<u>\$ 86.4</u>	<u>\$ 83.3</u>

Financial information by geographic area is as follows:

Operating revenue (based on location of customer):	Twelve Months Ended December 31,					
	2015		2014		2013	
	(In millions)					
	Amount	%	Amount	%	Amount	%
U.S.	\$ 2,041.7	77 %	\$ 1,810.2	74 %	\$ 1,766.0	77 %
U.K.	224.1	8 %	217.0	9 %	144.7	6 %
Canada	135.5	5 %	154.2	6 %	155.6	7 %
Other	262.3	10 %	255.0	11 %	237.6	10 %
Total operating revenue	\$ 2,663.6	100 %	\$ 2,436.4	100 %	\$ 2,303.9	100 %

Long-lived assets:	December 31,			
	2015		2014	
	(In millions)			
	Amount	%	Amount	%
U.S.	\$ 3,248.3	82 %	\$ 3,287.5	81 %
U.K.	353.1	9 %	371.9	9 %
Canada	45.5	1 %	55.8	1 %
Other	300.5	8 %	355.3	9 %
Total long-lived assets	\$ 3,947.4	100 %	\$ 4,070.5	100 %



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 15. QUARTERLY FINANCIAL DATA (UNAUDITED)

Quarterly financial data for 2015 and 2014 was as follows:

2015	Three Months Ended			
	March 31,	June 30,	September 30,	December 31,
	<i>(In millions, except per share data)</i>			
Operating revenue	\$ 651.8	\$ 678.1	\$ 667.4	\$ 666.3
Operating income	\$ 154.2	\$ 188.5	\$ 174.3	\$ 176.9
Consolidated net income	\$ 89.6	\$ 112.5	\$ 119.7	\$ 113.0
Net income attributable to Equifax	\$ 88.3	\$ 111.0	\$ 117.9	\$ 111.9
Basic earnings per share*				
Net income attributable to Equifax	\$ 0.74	\$ 0.94	\$ 1.00	\$ 0.94
Diluted earnings per share*				
Net income attributable to Equifax	\$ 0.73	\$ 0.92	\$ 0.98	\$ 0.93

2014	Three Months Ended			
	March 31,	June 30,	September 30,	December 31,
	<i>(In millions, except per share data)</i>			
Operating revenue	\$ 584.5	\$ 613.9	\$ 613.4	\$ 624.6
Operating income	\$ 151.9	\$ 167.4	\$ 153.7	\$ 165.2
Consolidated net income	\$ 86.3	\$ 94.5	\$ 94.4	\$ 98.8
Net income attributable to Equifax	\$ 83.9	\$ 92.8	\$ 92.7	\$ 98.0
Basic earnings per share*				
Net income attributable to Equifax	\$ 0.69	\$ 0.76	\$ 0.77	\$ 0.82
Diluted earnings per share*				
Net income attributable to Equifax	\$ 0.67	\$ 0.75	\$ 0.75	\$ 0.80

\* The sum of the quarterly EPS does not equal the annual EPS due to changes in the weighted-average shares between periods.

The comparability of our quarterly financial results during 2015 and 2014 was impacted by certain events, as follows:

- During Q1 2015, we recorded a \$20.7 million restructuring charge (\$13.2 million, net of tax) all of which was recorded in selling, general and administrative expenses on our Consolidated Statements of Income. For additional information about our acquisitions, see Note 13 of the Notes to Consolidated Financial Statements.
- During Q2 2015, we recorded a 46.0 million Brazilian Reais (\$14.8 million) impairment of our investment in BVS. For additional information about our acquisitions, see Note 2 of the Notes to Consolidated Financial Statements.
- During Q1 2014, we made two acquisitions, the TDX and Forseva, for a total of \$338.8 million. For additional information about our acquisitions, see Note 4 of the Notes to Consolidated Financial Statements.

### 16. SUBSEQUENT EVENT

The Company intends to acquire 100% of the ordinary shares of Veda, as announced on November 21, 2015, for cash consideration of approximately \$1.7 billion (2.4 billion Australian dollars) and debt assumed of approximately \$188.4 million (261.5 million Australian dollars). The Company will account for this acquisition in accordance with ASC 805, *Business Combinations*, which requires the assets acquired and the liabilities assumed to be measured at fair value at the date of the acquisition. The Company has not included the unaudited pro forma information in this filing, as the Company has not yet finalized the acquisition.

In connection with the Veda acquisition, on February 9, 2016 we have drawn down on the Term Loan Facility for \$800.0 million, and on February 16, 2016, we have drawn down on the 364-day Revolver for \$275.0 million.

## ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

### ITEM 9A. CONTROLS AND PROCEDURES

#### Evaluation of Disclosure Controls and Procedures

Our management, with the participation of our Chairman and Chief Executive Officer and Chief Financial Officer, evaluated the effectiveness of Equifax's disclosure controls and procedures as of the end of the period covered by this report. Based on that evaluation, our Chairman and Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures as of the end of the period covered by this report (i) were appropriately designed to provide reasonable assurance of achieving their objectives and (ii) were effective and provided reasonable assurance that the information required to be disclosed by Equifax in reports filed under the Exchange Act is (a) recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms and (b) accumulated and communicated to Equifax's management, including our Chairman and Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

#### Management's Annual Report on Internal Control Over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act as a process designed by, or under the supervision of, our Chairman and Chief Executive Officer and Chief Financial Officer and effected by our Board of Directors, management and other personnel, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles and includes those policies and procedures that:

- pertain to the maintenance of records that in reasonable detail accurately and fairly reflect transactions and dispositions of our assets;
- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that our receipts and expenditures are being made only in accordance with authorizations of our management and directors; and
- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of our assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Our management assessed the effectiveness of Equifax's internal control over financial reporting as of December 31, 2015 using the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in Internal Control-Integrated Framework (2013 Framework). Based on this assessment using those criteria, our management concluded that, as of December 31, 2015, Equifax's internal control over financial reporting was effective. Management reviewed the results of its assessment with the Audit Committee of its Board of Directors. The effectiveness of Equifax's internal control over financial reporting as of December 31, 2015 has been audited by Ernst & Young LLP, Equifax's independent registered public accounting firm, as stated in their report, which appears in Part II, Item 8 of this Form 10-K on page 54.

There were no acquisitions completed during 2015 that were material to the 2015 consolidated financial statements.

#### Changes in Internal Control Over Financial Reporting

There have been no changes in internal control over financial reporting identified in connection with the foregoing evaluation that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

## **PART III**

### **ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE**

The information concerning directors required by Item 401 of Regulation S-K is included under the caption “Proposal 1 - Election of 10 Director Nominees Listed in Proxy Statement” in our definitive Proxy Statement to be filed pursuant to Regulation 14A (the 2016 Proxy Statement), and that information is incorporated by reference in this Form 10-K. Information concerning executive officers required by Item 401 of Regulation S-K is located under Part I, Item 4(a) of this Form 10-K. The information required by Item 405 of Regulation S-K is included under the caption “Section 16(a) Beneficial Ownership Reporting Compliance” in the 2016 Proxy Statement, and that information is incorporated by reference in this Form 10-K. The information required by Items 407(c)(3), (d)(4) and (d)(5) of Regulation S-K is included under the captions “Committees of the Board of Directors - Membership on Board Committees” and “Committees of the Board of Directors - Audit Committee Report” in the 2016 Proxy Statement, and that information is incorporated by reference in this Form 10-K.

We have adopted written codes of ethics and business conduct applicable to all our employees, including our principal executive officer, principal financial officer, and principal accounting officer and controller, and to members of our Board of Directors, available on our investor relations website: [www.equifax.com/about-equifax/corporate-governance](http://www.equifax.com/about-equifax/corporate-governance). Printed copies may be obtained, without charge, by contacting Corporate Secretary, Equifax Inc., P.O. Box 4081, Atlanta, Georgia 30302. We are required to disclose any change to, or waiver from, our code of ethics and business conduct for our Chief Executive Officer and senior financial officers. We use our website to disseminate this disclosure as permitted by applicable SEC rules.

### **ITEM 11. EXECUTIVE COMPENSATION**

The information required by Item 402 of Regulation S-K is included in the text and tables under the captions “Executive Compensation” and “Director Compensation” in the 2016 Proxy Statement and that information is incorporated by reference in this Form 10-K. The information required by Items 407(e)(4) and (e)(5) of Regulation S-K is included under the captions “Executive Compensation - Compensation Committee Interlocks and Insider Participation” and “Executive Compensation - Compensation Committee Report” in the 2016 Proxy Statement, and that information is furnished by incorporation by reference in this Form 10-K.

### **ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS**

The information required by this Item 12 is included under the heading “Security Ownership of Management and Certain Beneficial Owners” in the 2016 Proxy Statement, and that information is incorporated by reference in this Form 10-K. The information required by this Item 12 related to our equity compensation plans that authorize the issuance of shares of Equifax Inc. common stock to employees and directors is included under the heading “Executive Compensation - Equity Compensation Plan Information” in the 2016 Proxy Statement, and that information is incorporated by reference in this Form 10-K.

#### **Securities Authorized for Issuance Under Equity Compensation Plans**

Information required by Item 12 regarding the securities authorized for issuance under our equity compensation plans is included in the section captioned “Equity Compensation Plan Information” in our 2016 Proxy Statement which information is incorporated by reference into this Form 10-K.

### **ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS AND DIRECTOR INDEPENDENCE**

The information required by this Item 13 is included under the captions “Corporate Governance - Related Person Transaction Policy,” “Corporate Governance - Certain Relationships and Related Person Transactions of Directors, Executive Officers, and 5 Percent Stockholders,” and “Corporate Governance - Director Independence” in the 2016 Proxy Statement, and that information is incorporated by reference in this Form 10-K.

### **ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES**

The information required by this Item 14 is included under the caption “Proposal 2 - Ratification of Appointment of Ernst & Young LLP as Independent Auditor for 2016” in the 2016 Proxy Statement, and that information is incorporated by reference in this Form 10-K.



## PART IV

### ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

#### (a) List of Documents Filed as a Part of This Report:

(1) *Financial Statements.* The following financial statements are included in Item 8 of Part II:

- Consolidated Balance Sheets — December 31, 2015 and 2014;
- Consolidated Statements of Income for the Years Ended December 31, 2015, 2014 and 2013;
- Consolidated Statements of Cash Flows for the Years Ended December 31, 2015, 2014 and 2013;
- Consolidated Statements of Shareholders' Equity and Other Comprehensive Income for the Years Ended December 31, 2015, 2014 and 2013; and
- Notes to Consolidated Financial Statements.

(2) *Financial Statement Schedules.*

- Schedule II — Valuation and Qualifying Accounts

All other schedules for which provision is made in the applicable accounting regulation of the SEC are not required under the related instructions or are inapplicable and, therefore, have been omitted.

(3) *Exhibits.* A list of the exhibits required to be filed as part of this Report by Item 601 of Regulation S-K is set forth in the Exhibit Index on page 109 of this report, which immediately precedes such exhibits, and is incorporated herein by reference.

(b) **Exhibits.** See Item 15(a)(3).

(c) **Financial Statement Schedules.** See Item 15(a)(2).

## SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, on February 24, 2016.

EQUIFAX INC.  
(Registrant)

By: /s/ RICHARD F. SMITH  
Richard F. Smith  
*Chairman and Chief Executive Officer*

We, the undersigned directors and executive officers of Equifax Inc., hereby severally constitute and appoint John W. Gamble, Jr. and Nuala M. King, and each of them singly, our true and lawful attorneys with full power to them and each of them to sign for us, and in our names in the capacities indicated below, any and all amendments to this Annual Report on Form 10-K filed with the SEC, hereby ratifying and confirming our signatures as they may be signed by our said attorneys to any and all amendments to said Annual Report on Form 10-K.

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities indicated on February 24, 2016.

/s/ RICHARD F. SMITH  
Richard F. Smith  
*Director, Chairman and Chief Executive Officer*  
*(Principal Executive Officer)*

/s/ JOHN W. GAMBLE, JR.  
John W. Gamble, Jr.  
*Corporate Vice President and Chief Financial Officer*  
*(Principal Financial Officer)*

/s/ NUALA M. KING  
Nuala M. King  
*Senior Vice President and Corporate Controller*  
*(Principal Accounting Officer)*

/s/ JAMES E. COPELAND, JR.  
James E. Copeland, Jr.  
*Director*

/s/ ROBERT D. DALEO  
Robert D. Daleo  
*Director*

/s/ WALTER W. DRIVER, JR.  
Walter W. Driver, Jr.  
*Director*

/s/ MARK L. FEIDLER  
Mark L. Feidler  
*Director*

/s/ L. PHILLIP HUMANN

L. Phillip Humann

*Director*

/s/ ROBERT D. MARCUS

Robert D. Marcus

*Director*

/s/ SIRI S. MARSHALL

Siri S. Marshall

*Director*

/s/ JOHN A. MCKINLEY

John A. McKinley

*Director*

/s/ MARK B. TEMPLETON

Mark B. Templeton

*Director*

Exhibit Number	Description
<i><b>Plan of Acquisition</b></i>	
2.1	Scheme Implementation Deed, dated as of November 22, 2015 (Sydney, Australia time), by and between Equifax Inc. and Veda Group Limited (incorporated by reference to Exhibit 2.1 to Equifax's Form 8-K filed November 24, 2015).
<i><b>Articles of Incorporation and Bylaws</b></i>	
3.1	Amended and Restated Articles of Incorporation of Equifax Inc. (incorporated by reference to Exhibit 3.1 to Equifax's Form 8-K filed May 14, 2009).
3.2	Amended and Restated Bylaws of Equifax Inc. (incorporated by reference to Exhibit 3.2 to Equifax's Form 8-K filed May 4, 2015).
<i><b>Instruments Defining the Rights of Security Holders, Including Indentures</b></i>	
4.1	Amendment to Rights Agreement dated as of February 19, 2015, between Equifax Inc. and American Stock Transfer & Trust Company, LLC, as successor Rights Agent to SunTrust Bank, amending the Amended and Restated Rights Agreement dated as of October 14, 2005, between Equifax Inc. and SunTrust Bank, as Rights Agent (incorporated by reference to Exhibit 4.1 to Equifax's Form 8-K filed February 20, 2015).
4.2	Indenture dated as of June 29, 1998, between Equifax Inc. and The First National Bank of Chicago, Trustee (the "1998 Indenture") (under which Equifax's 6.9% Debentures due 2028 were issued) (incorporated by reference to Exhibit 4.4 to Equifax's Form 10-K filed March 31, 1999).
4.3	First Supplemental Indenture dated as of June 28, 2007, between Equifax Inc. and The Bank of New York Trust Company, N.A. (under which Equifax's 6.30% Senior Notes due 2017 were issued), to the 1998 Indenture (incorporated by reference to Exhibit 4.1 to Equifax's Form 8-K filed June 29, 2007).
4.4	Second Supplemental Indenture dated as of June 28, 2007, between Equifax Inc. and The Bank of New York Trust Company, N.A. (under which Equifax's 7.00% Senior Notes due 2037 were issued), to the 1998 Indenture (incorporated by reference to Exhibit 4.1 to Equifax's Form 8-K filed June 29, 2007).
4.5	Fourth Supplemental Indenture dated as of December 17, 2012, between Equifax Inc. and The Bank of New York Mellon Trust Company, N.A. (under which Equifax's 3.30% Senior Notes due 2022 were issued), to the 1998 Indenture (incorporated by reference to Exhibit 4.2 to Equifax's Form 8-K filed December 11, 2012).
4.6	Third Amended and Restated Credit Agreement dated as of December 19, 2012, among Equifax Inc., Equifax Limited, Equifax Canada Co. (formerly known as Equifax Canada, Inc.), Equifax Luxembourg S.A.R.L., the lenders named therein and Bank of America, N.A. as Administrative Agent (incorporated by reference to Exhibit 4.2 to Equifax's Form 8-K filed December 20, 2012).
Except as set forth in the preceding Exhibits 4.1 through 4.6, instruments defining the rights of holders of long-term debt securities of Equifax have been omitted where the total amount of securities authorized does not exceed 10% of the total assets of Equifax and its subsidiaries on a consolidated basis. Equifax agrees to furnish to the SEC, upon request, a copy of such instruments with respect to issuances of long-term debt of Equifax and its subsidiaries.	
<i><b>Management Contracts and Compensatory Plans or Arrangements</b></i>	
10.1	Form of Director/Executive Officer Indemnification Agreement (incorporated by reference to Exhibit 10.1 to Equifax's Form 8-K filed May 14, 2009).
10.2	Form of New Change in Control Agreement (Tier I or Tier II) (incorporated by reference to Exhibit 10.2 to Equifax's Form 10-K filed February 22, 2013).
10.3	Equifax Inc. Amended and Restated 2008 Omnibus Incentive Plan (incorporated by reference to Appendix C to Equifax's definitive proxy statement on Schedule 14A filed March 20, 2013).
10.4	Equifax Inc. Non-Employee Director Stock Option Plan and Form of Non-Employee Director Stock Option Agreement (incorporated by reference to Exhibit 10.16 to Equifax's Form 10-K filed March 31, 1999).
10.5	Equifax Inc. Supplemental Executive Retirement Plan (incorporated by reference to Exhibit 10.7 to Equifax's Form 10-K filed March 29, 2001).
10.6(a)*	Supplemental Retirement Plan for Executives of Equifax Inc.



10.6(b)	Trust Agreement for Supplemental Retirement Plan for Executives of Equifax Inc. dated as of September 16, 2011, between Equifax Inc. and Wells Fargo Bank, N.A. (incorporated by reference to Exhibit 10.6(b) to Equifax's Form 10-K filed February 23, 2012).
10.7	Equifax Inc. Executive Life and Supplemental Retirement Benefit Plan (incorporated by reference to Exhibit 10.8 to Equifax's Form 10-K filed March 29, 2001).
10.8	Equifax Inc. Key Management Long-Term Incentive Plan, as amended and restated effective as of May 2, 2013 (incorporated by reference to Appendix C to Equifax's definitive proxy statement on Schedule 14A filed March 20, 2013).
10.9	Form of Non-Qualified Stock Option Agreement under the Equifax Inc. 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.9 to Equifax's Form 10-K filed February 22, 2013).
10.10	Form of Deferred Share Award Agreement (restricted stock units) under the Equifax Inc. 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.9 to Equifax's Form 10-K filed February 26, 2009).
10.11	Equifax Inc. 2008 Omnibus Incentive Plan (U.K. Sub-Plan for U.K. Participants) (incorporated by reference to Exhibit 10.10 to Equifax's Form 10-K filed February 26, 2009).
10.12	Form of Non-Qualified Stock Option Agreement under the Equifax Inc. 2008 Omnibus Incentive Plan (U.K. approved option version) (incorporated by reference to Exhibit 10.11 to Equifax's Form 10-K filed February 26, 2009).
10.13	Form of Non-Qualified Stock Option Agreement under the Equifax Inc. 2008 Omnibus Incentive Plan (U.K. unapproved option version) (incorporated by reference to Exhibit 10.12 to Equifax's Form 10-K filed February 26, 2009).
10.14	Equifax Inc. Executive Deferred Compensation Plan, as amended through December 31, 2008 (incorporated by reference to Exhibit 10.13 to Equifax's Form 10-K filed February 26, 2009).
10.15	Equifax Inc. Director Deferred Compensation Plan, as amended through December 31, 2008 (incorporated by reference to Exhibit 10.14 to Equifax's Form 10-K filed February 26, 2009).
10.16	Equifax Grantor Trust dated as of January 1, 2003, between Equifax Inc. and Wachovia Bank, N.A., Trustee, relating to supplemental deferred compensation and phantom stock benefits (incorporated by reference to Exhibit 10.30 to Equifax's Form 10-K filed March 28, 2003).
10.17	Equifax Inc. Director and Executive Stock Deferral Plan, as amended through December 31, 2008 (incorporated by reference to Exhibit 10.16 to Equifax's Form 10-K filed February 26, 2009).
10.18	Form of Director Deferred Share Award Agreement, as amended through December 31, 2008 (incorporated by reference to Exhibit 10.17 to Equifax's Form 10-K filed February 26, 2009).
10.19	Summary of Annual Incentive Plan (incorporated by reference to Exhibit 10.32 to Equifax's Form 10-K filed March 16, 2005).
10.20*	Summary of Non-Employee Director Compensation.
10.21	Amended and Restated Employment Agreement dated as of September 23, 2008, between Equifax Inc. and Richard F. Smith (incorporated by reference to Exhibit 10.1 to Equifax's Form 8-K filed September 26, 2008).
10.22	Letter agreement dated December 21, 2012, between Equifax Inc. and Richard F. Smith modifying the Amended Restated Employment Agreement dated as of September 23, 2008 (amendment to comply with Section 409A of Internal Revenue Code) (incorporated by reference to Exhibit 10.22 to Equifax's Form 10-K filed February 22, 2013).
10.23	Deferred Share Award Agreement dated as of September 19, 2005, between Equifax Inc. and Richard F. Smith (incorporated by reference to Exhibit 10.2 to Equifax's Form 10-Q filed November 7, 2005).
10.24	Form of Total Share Return Performance Share Award Agreement (Senior Leadership Team) for awards granted prior to May 2013 under the Equifax Inc. 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.24 to Equifax's Form 10-K filed February 22, 2013).
10.25	Form of Total Share Return Performance Share Award Agreement (CEO) for awards granted prior to May 2013 under the Equifax Inc. 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.25 to Equifax's Form 10-K filed February 22, 2013).
10.26	Form of Qualified Performance-Based Restricted Stock Unit Award Agreement (Senior Leadership Team) under the Equifax Inc. 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.26 to Equifax's Form 10-K filed February 22, 2013).
10.27	Form of Qualified Performance-Based Restricted Stock Unit Award Agreement (CEO) under the Equifax Inc. 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.27 to Equifax's Form 10-K filed February 22, 2013).

- 10.28 Form of Employee Restricted Stock Unit Award Agreement under the Equifax Inc. 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.28 to Equifax's Form 10-K filed February 22, 2013).
- 10.29 Form of Amended Total Share Return Performance Share Award Agreement (Senior Leadership Team) for awards granted after May 2013 under the Equifax Inc. Amended and Restated 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.29 to Equifax's Form 10-K filed February 28, 2014).
- 10.30 Form of Amended Total Share Return Performance Share Award Agreement (CEO) for awards granted after May 2013 under the Equifax Inc. Amended and Restated 2008 Omnibus Incentive Plan (incorporated by reference to Exhibit 10.30 to Equifax's Form 10-K filed February 28, 2014).

***Material Contracts***

- 10.31 Commercial Paper Dealer Agreement dated May 22, 2007, between Equifax Inc. and Bank of America Securities LLC (incorporated by reference to Exhibit 10.1 to Equifax's Form 8-K filed May 23, 2007).
- 10.32 Commercial Paper Dealer Agreement dated May 22, 2007, between Equifax Inc. and SunTrust Capital Markets Securities, Inc. (incorporated by reference to Exhibit 10.2 to Equifax's Form 8-K filed May 23, 2007).

***Other Exhibits and Certifications***

- 11.1 Calculation of earnings per share. (The calculation of earnings per share is in Part II, Item 8, Note 1 to the Consolidated Financial Statements and is omitted in accordance with Section (b)(11) of Item 601 of the Notes to Regulation S-K).
- 14.1 Code of Ethics (The Equifax Business Ethics and Compliance Program)(incorporated by reference to Exhibit 14.1 to Equifax's Form 10-K filed February 23, 2012).
- 21.1\* Subsidiaries of Equifax Inc.
- 23.1\* Consent of Independent Registered Public Accounting Firm.
- 24.1\* Powers of Attorney (included on signature page).
- 31.1\* Rule 13a-14(a) Certification of Chief Executive Officer.
- 31.2\* Rule 13a-14(a) Certification of Chief Financial Officer.
- 32.1\* Section 1350 Certification of Chief Executive Officer.
- 32.2\* Section 1350 Certification of Chief Financial Officer.
- 101.INS XBRL Instance Document.
- 101.SCH XBRL Taxonomy Extension Schema Document.
- 101.CAL XBRL Taxonomy Extension Calculation Linkbase.
- 101.LAB XBRL Taxonomy Extension Label Linkbase.
- 101.PRE XBRL Taxonomy Extension Presentation Linkbase.
- 101.DEF XBRL Taxonomy Extension Definition Linkbase.

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\* Filed herewith.

SCHEDULE II — VALUATION AND QUALIFYING ACCOUNTS

2015

Column A	Column B	Column C		Column D	Column E
		Additions			
Description	Balance at Beginning of Period	Charged to Costs and Expenses	Charged to Other Accounts	Deductions	Balance at End of Period
<i>(In millions)</i>					
Reserves deducted in the balance sheet from the assets to which they apply:					
Trade accounts receivable	\$ 7.2	\$ 4.3	\$ —	\$ (4.0)	\$ 7.5
Deferred income tax asset valuation allowance	121.4	(1.5)	(13.0)	116.0	222.9
	<u>\$ 128.6</u>	<u>\$ 2.8</u>	<u>\$ (13.0)</u>	<u>\$ 112.0</u>	<u>\$ 230.4</u>

2014

Column A	Column B	Column C		Column D	Column E
		Additions			
Description	Balance at Beginning of Period	Charged to Costs and Expenses	Charged to Other Accounts	Deductions	Balance at End of Period
<i>(In millions)</i>					
Reserves deducted in the balance sheet from the assets to which they apply:					
Trade accounts receivable	\$ 6.8	\$ 2.5	\$ —	\$ (2.1)	\$ 7.2
Deferred income tax asset valuation allowance	119.8	(3.6)	(12.5)	17.7	121.4
	<u>\$ 126.6</u>	<u>\$ (1.1)</u>	<u>\$ (12.5)</u>	<u>\$ 15.6</u>	<u>\$ 128.6</u>

2013

Column A	Column B	Column C		Column D	Column E
		Additions			
Description	Balance at Beginning of Period	Charged to Costs and Expenses	Charged to Other Accounts	Deductions	Balance at End of Period
<i>(In millions)</i>					
Reserves deducted in the balance sheet from the assets to which they apply:					
Trade accounts receivable	\$ 6.3	\$ 2.8	\$ —	\$ (2.3)	\$ 6.8
Deferred income tax asset valuation allowance	102.5	19.4	1.9	(4.0)	119.8
	<u>\$ 108.8</u>	<u>\$ 22.2</u>	<u>\$ 1.9</u>	<u>\$ (6.3)</u>	<u>\$ 126.6</u>

SUPPLEMENTAL RETIREMENT PLAN  
FOR EXECUTIVES OF  
EQUIFAX INC.

As Amended And Restated Effective As Of January 1, 2016,  
Except Where Otherwise Noted

**SUPPLEMENTAL RETIREMENT PLAN FOR  
EXECUTIVES OF EQUIFAX INC.**

**PREAMBLE**

Effective as of January 1, 2004, Equifax Inc. (the “Company”) established the Supplemental Retirement Plan for Executives of Equifax Inc. (“Plan”), which was designed to be a supplemental retirement plan covering a select group of management and highly compensated employees of the Company and its Subsidiaries. The benefits under the Plan are unfunded and all amounts payable under the Plan shall be paid from the general assets of the Employer which employs the Participant. The Plan was amended and restated effective as of January 1, 2005 (except where otherwise noted) and has subsequently been amended in a number of respects. The Company now desires to amend and restate the Plan effective as of January 1, 2016 to incorporate the prior amendments to the Plan, to provide for changes to the vesting schedule for certain future benefit accruals and for certain other purposes.

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## ARTICLE I

### DEFINITIONS AND CONSTRUCTION

1.1 Definitions: Where the following words and phrases appear in this Plan, they shall have the meanings set forth below, unless the context clearly indicates to the contrary:

(a) Accrued Benefit: Subject to adjustment as hereinafter provided, with respect to any Participant at any time, the benefit payable to the Participant as determined in accordance with Article IV. A Non-Retirement Eligible Participant's Accrued Benefit will be divided into two parts, his Pre-2016 Accrued Benefit and his Post-2015 Accrued Benefit, and the vesting provisions of Section 3.5 shall be applied separately to each portion of his Accrued Benefit. The determination of a Participant's Accrued Benefit (including, if applicable, the apportionment between his Pre-2016 Accrued Benefit and Post-2015 Accrued Benefit) shall be made by the Plan Administrator in good faith in a consistent manner with respect to all Participants and its decisions on such matters shall be binding and conclusive on all parties.

Notwithstanding the foregoing, if a Participant who received a distribution or distributions from the Plan following his Termination Date or Retirement is re-employed and again becomes an active Participant, such Participant's Accrued Benefit, as computed pursuant to this Section after his re-employment, shall be reduced by the monthly Accrued Benefit amount that is the Actuarial Equivalent of the distribution(s) made to the Participant.

(b) Actuarial (or Actuarially) Equivalent: For purposes of determining the equivalent value of optional forms of benefits under Section 3.8, the Actuarial Equivalent factors shall be determined by use of the following assumptions: (i) an interest rate of 6% per annum and (ii) the RP-2000 Combined Healthy Mortality Table with a 50/50 Blend of Male and Female Rates (which factors may be changed from time to time by the Company), provided that in determining the amount of the lump sum payment under Section 3.7, or the five annual installment payments under Section 5.5, the applicable interest rate used shall be the Moody's AA corporate bond rate as in effect at the end of the month two (2) months prior to the date the payment is scheduled to commence.

(c) Adopting Employer: An employer that, with the consent of the Company, adopts the Plan for the benefit of one or more of its Executives, in accordance with such terms and conditions as may be imposed by the Company.

(d) Authorized Leave of Absence: Any absence authorized by the Company, provided that the Participant returns within the period specified in the Authorized Leave of Absence.

(e) Average Annual Compensation: The applicable annual amount determined by taking the monthly average of the Participant's Compensation over the applicable thirty-six (36) consecutive month period which produces the highest amount and multiplying such

monthly amount by twelve (12). If, as of December 31, 2015, a Non-Retirement Eligible Participant has less than 36 months of Compensation, such Participant's Average Annual Compensation shall be determined by taking the monthly average of the months for which he had Compensation and multiplying such monthly amount by twelve (12).

(f) Beneficiary: The person or persons last designated in writing by the Participant on a form provided by the Plan Administrator to receive benefits under Sections 3.8(a) or (b) or Article V of the Plan in the event of the Participant's death. If, at any time, no Beneficiary has been validly designated by a Participant, or the validly designated Beneficiary is no longer living or no longer exists, whichever is applicable, then the Participant's Beneficiary shall be deemed to be the Participant's Eligible Spouse or, if no such Eligible Spouse is then living, the Participant's estate; provided, however, nothing in this Section shall be interpreted so as to require a benefit for any Beneficiary except as set forth elsewhere in this Plan. Once a Participant's or Beneficiary's (as applicable) benefits have commenced, the Beneficiary of a Participant hereunder may not be changed.

(g) Board: The Board of Directors of Equifax Inc.

(h) Bonus: The amount paid to an Executive during the year under the Company's annual incentive bonus program, and the amount of any other short-term cash incentive bonuses, including spot awards, lump sum cash merit payments, and retention bonuses.

(i) Break in Service: A One Year Break in Service is a Plan Year in which the Participant is credited with 500 or fewer Hours of Service, which may result in a cancellation of the Participant's previous Years of Benefit Service as provided in Section 2.2.

(j) Code: The Internal Revenue Code of 1986, as amended.

(k) Company: Company shall mean Equifax Inc. (or its successor or successors). Affiliated or related employers that are permitted to adopt the Plan with the consent of the Company shall be known as Adopting Employers. To the extent required by certain provisions (e.g., determining Average Annual Compensation and Years of Benefit Service), references to the Company shall include the Adopting Employer of the Participant.

(l) Compensation: Subject to adjustment as provided in the next sentence, "Compensation" shall be the Participant's base salary for the period during which he is employed by the Company, and any Bonus paid during his employment. In either case, Compensation shall include any amounts of salary or Bonus which shall be voluntarily deferred by the Participant under any salary or bonus deferral or reduction program (whether qualified or non-qualified) which may be instituted by the Company, but Compensation shall not include any earnings or Company match on these deferred amounts, or payments from such programs or payments from any similar salary deferral or bonus deferral programs, or any income from long-term cash incentive programs, stock options, stock appreciation rights, restricted stock, restricted stock units or similar grants. A Participant's Compensation for calendar years prior to the Effective Date during which he was employed by the Company or

a predecessor shall be credited under this Plan. The Section 401(a)(17) limitation shall not apply to the determination of Compensation.

(m) Covered Compensation: The term “Covered Compensation” shall have the same meaning as provided in the Equifax Pension Plan.

(n) Disability Retirement Date: The date of Retirement due to Total and Permanent Disability as specified in Section 3.4.

(o) Early Retirement Date: The last day of the month following the date the Participant attains age 55 and completes at least five (5) Years of Vesting Service.

(p) Effective Date: The date this amended and restated Plan is effective, January 1, 2016, except where otherwise noted.

(q) Eligible Spouse: “Eligible Spouse” means the legal spouse of a Participant to whom the Participant is married on the earlier of the date of commencement of the Participant’s Retirement Benefit or Vested Participant Benefit, or the date of the Participant’s death, as follows –

(i) Effective from and after June 26, 2013, a Participant’s “legal spouse” means the individual to whom the Participant is considered to be legally married as of the applicable time, which shall include both opposite sex and same sex spouses. However, a legal spouse shall only include a same sex spouse if the marriage was validly entered into in a state or foreign country at a time when the state or foreign country’s laws authorized the marriage of two individuals of the same sex (regardless of whether the Participant and/or same sex spouse reside in a state or foreign country that does not recognize the validity of same-sex marriages). Both common law opposite sex and same sex legal spouses are recognized provided the marriage was formed in a state or foreign country that permits the formation of common law marriages and at a time when such state or foreign country permitted the formation of common law marriages.

(ii) For periods prior to June 26, 2013, a “legal spouse” means (i) the individual is of the opposite gender as the Participant, (ii) the individual and the Participant are considered to be legally married as of the applicable time (including a common law marriage, if the common law marriage was formed in and at the time when the state permitted the formation of common law marriage), and (iii) the marriage of the individual and the Participant is currently recognized as valid in the state where the Participant resides as of the applicable time.

(r) Equifax Pension Plan: Effective January 1, 2010, the tax-qualified retirement plan known as the Equifax Inc. U.S. Retirement Income Plan, as it may be amended from

time to time (or any successor plan). Prior to January 1, 2010, the references to Equifax Pension Plan shall also include the Equifax Inc. Pension Plan, as amended.

(s) Equifax Pension Plan Benefit: The accrued benefit payable to a Participant under the Equifax Pension Plan.

(t) ERISA: The Employee Retirement Income Security Act of 1974, as amended from time to time.

(u) Executive: Any person who (i) is classified by the Company as an executive officer of the Company (or an Adopting Employer), (ii) is receiving remuneration for personal services rendered to the Company (or an Adopting Employer), and (iii) is designated by the Board or Compensation Committee of the Board (as appropriate) as eligible to participate in the Plan and who is listed on an Appendix attached hereto. An Executive who is designated as eligible to participate will be further classified on an Appendix as a "Senior Executive Officer" or an "Executive Officer" with respect to participation in the Plan and the Board or Compensation Committee may change the Participant's designation from time to time.

(v) Final Average Annual Earnings: The term "Final Average Annual Earnings" shall have the same meaning as provided in the Equifax Pension Plan, except that the Section 401(a)(17) limitation shall not apply.

(w) Hour of Service: An Hour of Service is calculated in accordance with the following:

(i) A Participant shall receive credit for an Hour of Service for each hour for which he is paid or entitled to payment by the Company for the performance of services.

(ii) A Participant shall also receive credit for an Hour of Service for each hour for which he is paid or entitled to payment by the Company on account of a period of time during which no services are performed due to vacation, holiday, illness, incapacity (including short-term disability or a period during which a Participant incurs a Total and Permanent Disability), layoff, jury duty, military duty or leave of absence; provided, however, that:

(A) No more than 501 Hours of Service shall be credited because of this subsection (ii) to a Participant on account of any single continuous period during which the Participant performs no services (whether or not said period occurs in a single computation period);

(B) An hour for which a Participant is directly or indirectly paid or entitled to payment on account of a period during which no services are performed shall not be credited to a Participant if said payment is made or due under a plan

maintained solely for the purpose of complying with applicable worker's compensation, unemployment compensation, or disability insurance laws; and

(C) Hours of Service shall not be credited for a payment which reimburses a Participant solely for medical or medically related expenses incurred by the Participant.

(iii) The Participant shall be credited with 190 Hours of Service for each month for which such Participant would be required to be credited with at least one Hour of Service, in accordance with this Section.

(iv) If a Participant is absent from service with the Company as a result of a maternity/paternity absence, then the Participant will be credited with up to 501 Hours of Service with respect to the period of maternity/paternity absence, solely for purposes of determining whether the Participant incurs a One Year Break in Service.

(v) The Plan Administrator (or its designee) shall have the authority to determine the crediting of Hours of Service to Participants in accordance with such rules as the Plan Administrator may establish.

(x) Late Retirement Date: The date of Retirement subsequent to a Participant's Normal Retirement Date as specified in Section 3.2.

(y) Non-Retirement Eligible Participant: A Participant who as of the Effective Date has not satisfied the requirements for Early Retirement, Normal Retirement, Late Retirement or Disability Retirement under the Plan or has less than three (3) years of Senior Executive Officer Service. A Non-Retirement Eligible Participant shall have his Accrued Benefit divided between his Pre-2016 Accrued Benefit and his Post-2015 Accrued Benefit.

(z) Normal Retirement Date: The last day of the month in which the Participant attains age 65.

(aa) Participant: An Executive participating in the Plan in accordance with the provisions of Section 2.1.

(bb) Plan Administrator: The Compensation Committee of the Board, provided that the Committee may delegate to any person or committee authority to perform all or any portion of the duties and responsibilities of the Plan Administrator under the Plan; provided that, upon a Change in Control of the Company, as defined in Section 3.9, the Plan Administrator shall be the CIC GPAC (as defined in Section 1.1 (ss)); provided, further, that the Plan Administrator shall become the CIC GPAC upon a Change in Control event defined in Section 3.9(b)(i) where a Person acquires 20% or more but less than 50% of the combined voting power of the Company's Voting Stock only if the Compensation Committee of the Board of Directors determines that such acquisition is a Change in Control for purposes of this Section.

(cc) Plan: The Supplemental Retirement Plan for Executives of Equifax Inc., the Plan set forth herein, as it may be amended from time to time.

(dd) Plan Year: A twelve (12) month period beginning on January 1 and ending on December 31.

(ee) Post-2015 Accrued Benefit: The Non-Retirement Eligible Participant's total Accrued Benefit minus the Participant's Pre-2016 Accrued Benefit.

(ff) Pre-2016 Accrued Benefit: A Non-Retirement Eligible Participant's Accrued Benefit determined as of December 31, 2015, based upon his Years of Benefit Service, Years of Senior Executive Officer Service, Compensation, Average Annual Compensation and Final Average Annual Earnings as of December 31, 2015.

(gg) Restoration Benefit: The supplemental retirement benefit which can be earned by Executive Officers and Senior Executive Officers, as provided for in Section 4.1(b).

(hh) Retirement (Retire): The Participant's separation from service for reasons other than death after a Participant has fulfilled all of the requirements for Normal Retirement, Late Retirement, Early Retirement, or Disability Retirement. Retirement shall be considered as commencing on the last day of the month coincident with or immediately following a Participant's last day of employment (or Authorized Leave of Absence, if later).

(ii) Retirement Eligible Participant: A Participant who as of the Effective Date has satisfied the requirements for Early Retirement, Normal Retirement, Late Retirement or Disability Retirement under the Plan and with respect to his SERP Benefit, has three (3) or more years of Senior Executive Officer Service.

(jj) Section 401(a)(17) Limitation: The limitation on a Participant's compensation that may be used for benefit calculation purposes that is set forth in Code Section 401(a)(17).

(kk) Section 409A: Section 409A of the Code and the regulations and rulings thereunder.

(ll) SERP Benefit: The supplemental retirement benefit, which can be earned by Senior Executive Officers, as provided for in Section 4.1(a).

(mm) Termination Date: The date the Executive separates from service with the Company (and the Adopting Employers) for reasons other than death or Retirement.

(nn) Total and Permanent Disability: A Participant will be considered to have incurred a "Total and Permanent Disability" under the Plan if the Participant has been determined to be "Disabled" (i) under the Company's long-term disability plan covering the Executive, or (ii) in accordance with standards established by the Plan Administrator based on Executive's inability to perform his duties as a result of an injury or sickness. The Plan

Administrator's determination of Total and Permanent Disability shall be made in a manner consistent with the requirements of Section 409A.

(oo) Vested Participant: A Participant who has satisfied the requirements for vesting set forth in Section 3.5 as of the Participant's Termination Date, but prior to achieving eligibility for Retirement.

(pp) Year of Benefit Service: The Participant's Years of Benefit Service shall be (i) the Participant's Years of Benefit Service credited under the Plan as of December 31, 2015, plus (ii) each Plan Year commencing on or after January 1, 2016 in which the Participant is credited with 1,000 or more Hours of Service, provided the Participant will also receive a Year of Benefit Service for the Plan Year in which he terminates employment if he is eligible for Early Retirement, Normal Retirement or has incurred a Total and Permanent Disability as of his Termination Date (regardless of the number of Hours of Service he is credited with in such Plan Year). An Executive who becomes a Participant in the Plan shall receive credit for Years of Benefit Service as provided in Section 2.4(a) and to the extent not otherwise credited, for other periods of service designated for the Participant on an Appendix attached hereto. The Plan Administrator (or its designee) shall have the authority to determine the Participant's Years of Benefit Service in accordance with rules and procedures established by the Plan Administrator (or its designee).

(qq) Year of Senior Executive Officer Service: A Participant shall be credited with one (1) Year of Senior Executive Officer Service (i) for each Plan Year during which he is a Participant in this Plan and actively employed as a Senior Executive Officer (as determined by the Plan Administrator) and is credited with 1,000 Hours of Service as a Senior Executive Officer, (ii) if not otherwise credited under (i), the Plan Year during which he terminates employment and is eligible for Early Retirement or Normal Retirement under the terms of the Plan as of his Termination Date (regardless of the number of Hours of Service he is credited with in such Plan Year), and (iii) any other years of Senior Executive Officer Service credited under Section 2.4(a) or to the extent not otherwise credited, other periods of service designated for the Participant on an Appendix attached hereto. The Plan Administrator (or its designee) shall have the authority to determine the Participant's Years of Senior Executive Officer Service in accordance with rules and procedures established by the Plan Administrator (or its designee).

(rr) Year of Vesting Service: A Participant's Years of Vesting Service shall be (i) the Participant's Years of Vesting Service credited under the Plan as of December 31, 2015, (ii) each Plan Year commencing on or after January 1, 2016 in which the Participant is credited with 1,000 or more Hours of Service, and (iii) for any other Years of Vesting Service credited under Section 2.4(a) or to the extent not otherwise credited, other periods of service designated for the Participant on an Appendix attached hereto.

(ss) CIC GPAC: CIC GPAC shall mean those specific persons who constituted the members of the "Group Plans Administrative Committee" (or a committee that is a



successor to such Committee) of the Company immediately prior to the Change in Control. In the event that, following a Change in Control that results in the CIC GPAC becoming the Plan Administrator, an individual member or members resigns from membership on the CIC GPAC or is unable to continue to serve due to death or disability, then the remaining member or members shall appoint a successor, who may or may not be a Participant. If the remaining member or members do not appoint a successor member within 45 days after receiving notice of the resignation or inability to serve of a member, then the entity then serving as Trustee of the Trust established to assist the Company in meeting its liabilities under the Plan will have the power to designate a successor member who must, however, be a Participant. In making such designation, such Trustee shall select the Participant or Participants who have the greatest present value of Accrued Benefits remaining due under the Plan as of the date of such designation.

1.2 Construction: The masculine gender, where appearing in the Plan, shall be deemed to include the feminine gender, and the singular may include the plural, unless the context clearly indicates to the contrary. The words “hereof,” “herein,” “hereunder” and other similar compounds of the word “here” shall mean and refer to the entire Plan, not to any particular provision or Section.

## ARTICLE II

### PARTICIPATION AND BREAK IN SERVICE

#### 2.1 Eligibility for Participation

(a) In General - An Executive designated (either by name or by title) on an Appendix attached hereto shall become a Participant in this Plan on the later of January 1, 2004 or the date designated in the Appendix, subject to the conditions and limitations provided for herein and in the Appendix. A former Participant who is rehired may again become a Participant upon again being designated as eligible to participate in the Plan. No new Participants shall be added to the Plan after January 1, 2016.

(b) Special Eligibility – The Board or the Compensation Committee of the Board may provide on an Appendix for special provisions, conditions or limitations with respect to the participation in the Plan by any Executive designated as eligible to participate in the Plan.

2.2 Break in Service: Upon Retirement, death or other termination of employment, a Participant’s rights and benefits under the Plan shall be determined in accordance with his Years of Vesting Service, Years of Benefit Service, Years of Senior Executive Officer Service, Final Average Annual Earnings, Average Annual Compensation, and other applicable Plan provisions at the time of termination of employment. If a Participant incurs a Break in Service and is later rehired by the Company and becomes eligible to participate in the Plan, his prior Years of Benefit Service and Years of Senior Executive Officer Service shall be counted for purposes of determining his Accrued Benefit subsequent to rehire,

provided that if the Participant received payments from the Plan during his Break in Service period, his Accrued Benefit shall be adjusted in the manner provided in Section 1.1(a).

2.3 Participants Bound: Each Executive becoming a Participant hereunder shall be conclusively presumed for all purposes to have consented to this Plan and any amendments, modifications or revisions hereto, and to all the terms and conditions thereof, and shall be bound thereby with the same force and effect as if he had entered into a contract to such effect and any amendments, modifications or revisions hereto.

2.4 Transfers: The following rules shall apply when an Executive transfers to or from eligibility for participation in the Plan while an employee of the Company:

(a) When Executive Becomes A Participant: An Executive of the Company who becomes a Participant under this Plan in accordance with Section 2.1, shall have his Final Average Annual Earnings, Compensation, Years of Benefit Service, Years of Senior Executive Officer Service, and Years of Vesting Service for periods prior to the date he becomes a Participant in the Plan count for purposes of this Plan, unless otherwise provided in an Appendix applicable to such Participant.

(b) Accrued Benefit Upon Transfer To A Non-Eligible Status: If a Participant becomes ineligible to participate but remains in employment with the Company, his Accrued Benefit under this Plan will be determined as though his becoming ineligible to participate were a termination of employment, and his Termination Date will be deemed to be the date of his ineligibility. A Participant shall not be eligible to receive benefits from this Plan until the Participant terminates employment with the Company and all affiliated employers. A former Participant's earnings, compensation and service after the date of ineligibility to participate shall not be counted under this Plan for any purposes, including for determining the amount of a Participant's benefits, unless otherwise provided in an Appendix applicable to such former Participant; provided, however, that future increases in the Participant's benefit under the Equifax Pension Plan shall reduce the Participant's benefit under this Plan in accordance with Article IV.

### ARTICLE III

#### RETIREMENT AND TERMINATION DATES; FORMS OF PAYMENT

3.1 Normal Retirement Benefit: A Participant may retire on his Normal Retirement Date, on which date he shall be fully vested, and his Normal Retirement Benefit shall commence as of the first day of the calendar month next following his Normal Retirement Date. The Participant's Normal Retirement Benefit shall be determined in accordance with Section 4.1 and shall be payable in the normal form described in Section 3.7, subject to the right of the Participant to elect an optional form of payment as provided in Section 3.8, and to Section 3.9.

3.2 Late Retirement Benefit: When permitted by Company policy, a Participant may continue his employment beyond his Normal Retirement Date and in such event his Late Retirement Benefit shall commence as of the first day of the calendar month coinciding with or next following the date of his actual Retirement. The Participant's Late Retirement Benefit shall be determined in accordance with Section 4.1 and shall be payable in the normal form described in Section 3.7, subject to the right of the Participant to elect an optional form of payment as provided in Section 3.8, and to Section 3.9.

3.3 Early Retirement Benefit: A Participant may retire on or after his Early Retirement Date and prior to his Normal Retirement Date and be entitled to an Early Retirement Benefit. If he retires early, the Participant's benefit shall be equal to his Normal Retirement Benefit determined in accordance with Section 4.1, payable in the normal form described in Section 3.7 (subject to the right of the Participant to elect an optional form of payment as provided in Section 3.8 and to Section 3.9) and payment shall commence as of the first day of the calendar month next following the Participant's Early Retirement Date reduced in the manner provided below (to the extent applicable to each type of benefit) and in the manner provided in Section 4.1(c). Subject to Section 3.8, a Participant may elect to commence his Retirement Benefit on his Normal Retirement Date or as of the first day of any calendar month which precedes his Normal Retirement Date (subject to the reductions provided below). The Participant's election to delay the commencement of his Early Retirement Benefit shall be made at the time he becomes a Participant in the Plan or at such other time as may be permitted under Section 409A, including any transition rules. A Participant may not less than 12 months prior to his Early Retirement Date elect to change the start date of his payments for his Retirement Benefit, provided that (i) only one such change is permitted and after such election change, the election is irrevocable; (ii) the payment date for the Participant's Early Retirement Benefit will be deferred for 5 years (but such delay shall not apply to his Normal Retirement Benefit); and (iii) the election shall not be effective for 12 months.

(c) SERP Benefit:

<u>Age At Which Benefits Commence</u>	<u>Early Retirement Factor</u>
65	100%
64	100%
63	100%
62	100%
61	100%
60	100%
59	97%
58	94%
57	91%
56	88%
55	85%

(d) Restoration Benefit:

<u>Age At Which Benefits Commence</u>	<u>Early Retirement Factor</u>
65	100%
64	97%
63	94%
62	91%
61	88%
60	85%
59	80%
58	75%
57	70%
56	65%
55	60%

3.4 Disability Retirement Benefit: A Participant shall be eligible for a Disability Retirement Benefit if he retires by reason of Total and Permanent Disability and his Disability Retirement Date shall be the day next following the day on which the Participant is deemed to have a Total and Permanent Disability as defined in Section 1.1(ii). The amount of the Participant's Disability Retirement Benefit shall be equal to his Normal Retirement Benefit as of his Disability Retirement Date. A Disability Retirement Pension shall commence as of the first day of the calendar month next following the Participant's Normal Retirement Date and shall be payable in the normal form described in Section 3.7 (subject to the right of the Participant to elect an optional form of payment as provided in Section 3.8 and to Section 3.9). The Committee may in its sole discretion provide that a

Participant who has a Total and Permanent Disability will be credited with additional Years of Benefit Service after the Participant's Disability Retirement Date.

### 3.5 Vested Participant Benefit:

(a) A Retirement Eligible Participant and, with respect to his Pre-2016 Accrued Benefit, a Non-Retirement Eligible Participant, shall become vested (i) in his SERP Benefit upon completion of three (3) Years of Senior Executive Officer Service and (ii) in his Restoration Benefit upon completion of five (5) Years of Vesting Service. Any such Participant who has less than three (3) Years of Senior Executive Officer Service shall not be entitled to any SERP Benefit under the Plan (but such Participant may be entitled to a Restoration Benefit). If any such Participant who is vested in his Restoration Benefit has accrued Senior Executive Officer Service but less than three years of such service, his years of Senior Executive Officer Service will be counted as Years of Benefit Service for purposes of determining his Restoration Benefit.

(b) A Non-Retirement Eligible Participant shall become vested in his Post-2015 Accrued Benefit only if he qualifies for Early Retirement, Normal Retirement, Late Retirement or Disability Retirement under the Plan on his Termination Date or if earlier, on the date he ceases to be an active Participant in the Plan, and with respect to his SERP Benefit, only if he has been credited with three (3) Years of Senior Executive Officer Service under Section 1.1(qq)(i).

(c) A Vested Participant shall be entitled to a benefit equal to his Accrued Benefit (or the portion of his Accrued Benefit in which he is vested), payable at his Normal Retirement Date in the normal form described in Section 3.7. The benefit of a Vested Participant will commence as of the first day of the calendar month next following the date he attains age 55 and in such event, the Participant's Vested Benefit shall be reduced as provided in the next paragraph of this Section 3.5, provided that any portion of a Vested Participant's benefit that is a vested SERP Benefit shall be reduced as provided in Section 3.3(a). A Vested Participant may elect to delay commencement of his Vested Benefit to his Normal Retirement Date, or as of the first day of any month after age 55 which precedes his Normal Retirement Date at the time he becomes a Participant in the Plan or at such other time as may be permitted by Section 409A, including any transition rules. A Participant who is actively employed may not less than 12 months prior to the date his Vested Benefit is scheduled to commence elect to change the start date of his payments for his Vested Benefit, provided that (i) only one such change is permitted and after such election change, the election is irrevocable; (ii) the payment date for the Participant's Vested Benefit will be deferred for 5 years (but such delay shall not apply to his Normal Retirement Benefit); and (iii) the election shall not be effective for 12 months.

The reduction factors applicable to the Vested Participant's benefit described in this Section 3.5 shall be as follows:

<u>Age at Which Benefits Commence</u>	<u>Early Retirement Factor</u>
65	100.00%
64	93.33%
63	86.66%
62	80.00%
61	73.33%
60	66.66%
59	63.33%
58	60.00%
57	56.66%
56	53.33%
55	50.00%

3.6 Termination Prior to Completion of Vesting Requirements: Except in the event of a Participant's death, Total and Permanent Disability, qualifying for Early Retirement, or attainment of his Normal Retirement Date, a Participant whose Termination Date occurs prior to meeting the vesting requirements of Section 3.5 shall be entitled to no benefits under this Plan.

3.7 Normal Form of Payment of Accrued Benefit: Subject to Section 3.9 below, the normal form of benefit payment of the Participant's Normal Retirement Benefit shall be as follows: (i) if the Participant is not married to an Eligible Spouse at the date of benefit commencement, the benefit shall be payable monthly for the life of the Participant with no survivor benefits payable, and (ii) if the Participant has an Eligible Spouse at the date of benefit commencement, the normal form of payment shall be a joint and 50% survivor annuity which is the Actuarial Equivalent of the single life annuity, with the Eligible Spouse receiving after the Participant's death a benefit equal to 50% of the monthly benefit the Participant was receiving. A Participant may elect to receive his Normal Retirement Benefit in one of the optional forms of payment provided in Section 3.8 below, provided that the Participant's Eligible Spouse must consent in writing to the election of an optional form of payment. Any such optional form of payment shall be the Actuarial Equivalent of the normal form of benefit payment provided for in this Section 3.7. After the Participant's termination of employment (or death), the Participant's Accrued Benefit will automatically be paid in a lump sum if the Participant's Accrued Benefit (or the pre-retirement death benefit payable pursuant to Article V) has an Actuarial Equivalent present value of the normal form of payment of \$25,000 or less.

3.8 Optional Forms of Payment: In lieu of the normal form of payment of a Participant's Normal Retirement Benefit described in Section 3.7, a Participant eligible for a benefit under the Plan may elect, in accordance with such procedures (including Eligible Spouse consent) and advance election requirements as the Plan Administrator may establish, to receive his Accrued Benefit in any of the optional forms listed below, which shall be the Actuarial Equivalent of the normal form in Section 3.7:

(a) Ten Years Certain and Life Annuity Option: A monthly income payable for the life of the Participant, except that payments are guaranteed for 120 months, regardless of whether the Participant survives such ten-year period. If the Participant dies before such 120 monthly payments have been made, the Participant's Beneficiary will receive any remaining guaranteed monthly payments under this option (a); however, if the Beneficiary of the guaranteed payments dies after said payments begin but before the 120 monthly guaranteed payments have been made, the remaining payments will be paid to the estate of such Beneficiary.

(b) Joint and Survivor Annuity Option: A monthly income payable for the life of the Participant with payments continuing after the Participant's death to the Participant's Beneficiary in an amount equal to 25%, 33%, 50%, 67%, 75% or 100 % (according to the election of the Participant) of the monthly income that was being paid to the Participant. The survivor portion of the benefit is payable to the Participant's Beneficiary beginning as of the first day of the month immediately following the Participant's date of death and ending on the last day of the month coincident with or immediately prior to the Beneficiary's date of death. If the designated Beneficiary dies before the Participant, no survivor benefits shall be payable.

(c) Life Annuity: An annuity payable for the Participant's life only with payments ceasing upon the Participant's death.

### 3.9 Benefits Upon A Change In Control:

(a) In General: Upon the occurrence of a Change in Control of the Company (as defined in subsection (b) below), the Accrued Benefits (including Accrued Benefits earned after the date of the Change in Control) of an active Participant shall become fully vested and nonforfeitable, and such Participant's Accrued Benefit shall be paid in the manner and at the time provided in this Article III.

(b) Change in Control: For purposes of this Plan, a Change in Control of the Company means the occurrence of any of the following events:

(i) Voting Stock Accumulations. The accumulation by any Person of Beneficial Ownership of twenty percent (20%) or more of the combined voting power of the Company's Voting Stock; provided that for purposes of this subparagraph (i), a Change in Control will not be deemed to have occurred if the accumulation of twenty percent (20%) or more of the voting power of the Company's Voting Stock results from any acquisition of Voting Stock (A) directly from the Company that is approved by the Incumbent Board; (B) by the Company, (C) by any employee benefit plan (or related trust) sponsored or maintained by the Company or any Subsidiary, or (D) by any Person pursuant to a Business Combination that complies with all of the provisions of Clauses (A), (B) and (C) of subparagraph (ii); or

(ii) Business Combinations. Consummation of a Business Combination, unless, immediately following that Business Combination, (A) all or substantially all of the Persons who were the beneficial owners of Voting Stock of the Company immediately prior to that Business Combination beneficially own, directly or indirectly, more than sixty-six and two-thirds percent (66-2/3%) of the then outstanding shares of common stock and the combined voting power of the then outstanding voting securities entitled to vote generally in the election of Directors of the entity resulting from that Business Combination (including, without limitation, an entity that as a result of that transaction owns the Company or all or substantially all of the Company's assets either directly or through one or more subsidiaries) in substantially the same proportions relative to each other as their ownership, immediately prior to that Business Combination, of the Voting Stock of the Company, (B) no Person (other than the Company, that entity resulting from that Business Combination, or any employee benefit plan (or related trust) sponsored or maintained by the Company, any Eighty Percent (80%) Subsidiary or that entity resulting from that Business Combination) beneficially owns, directly or indirectly, twenty percent (20%) or more of the then outstanding shares of common stock of the entity resulting from that Business Combination or the combined voting power of the then outstanding voting securities entitled to vote generally in the election of directors of that entity, and (C) at least a majority of the members of the Board of Directors of the entity resulting from that Business Combination were members of the Incumbent Board at the time of the execution of the initial agreement or of the action of the Board providing for that Business Combination; or

(iii) Sale of Assets. Consummation of a sale or other disposition of all or substantially all of the assets of the Company; or

(iv) Liquidation or Dissolutions. Approval by the shareholders of the Company of a complete liquidation or dissolution of the Company, except pursuant to a Business Combination that complies with all of the provisions of Clauses (A), (B), and (C) of subparagraph (ii).

(c) Definitions: For purposes of this Section 3.9, the following additional definitions will apply:

(i) "Beneficial Ownership" means beneficial ownership as that term is used in Rule 13d-3 promulgated under the Exchange Act.

(ii) "Business Combination" means a reorganization, merger or consolidation of the Company.

(iii) "Eighty Percent (80%) Subsidiary" means an entity in which the Company directly or indirectly beneficially owns eighty percent (80%) or more of the outstanding Voting Stock.



(iv) “Exchange Act” means the Securities Exchange Act of 1934, including amendments, or successor statutes of similar intent.

(v) “Incumbent Board” means a Board of Directors at least a majority of whom consist of individuals who either are (A) members of the Company’s Board of Directors as of January 1, 2004 or (B) members who become members of the Company’s Board of Directors subsequent to January 1, 2004 whose election, or nomination for election by the Company’s shareholders, was approved by a vote of at least two-third (2/3) of the directors then comprising the Incumbent Board (either by a specific vote or by approval of the proxy statement of the Company in which that person is named as a nominee for director, without objection to that nomination), but excluding, for that purpose, any individual whose initial assumption of office occurs as a result of an actual or threatened election contest (within the meaning of Rule 14a-11 of the Exchange Act) with respect to the election or removal of directors or other actual or threatened solicitation of proxies or consents by or on behalf of a Person other than the Board of Directors.

(vi) “Person” means any individual, entity or group (within the meaning of Section 13(d)(3) or 14(d)(2) of the Exchange Act).

(vii) “Voting Stock” means the then outstanding securities of an entity entitled to vote generally in the election of members of that entity’s Board of Directors.

3.10 Delayed Payments To Specified Employees: Notwithstanding the other provisions of this Article III, in the event a Participant who is a “specified employee” (as determined by the Plan Administrator in accordance with rules established by the Plan Administrator in accordance with Section 409A) becomes entitled to payments upon Retirement (except for Disability Retirement) or other termination of employment, payment of such benefits shall not commence until 6 months after such Participant separates from service and on such date, the payments that would have been made during such six-month period shall be made and the Participant’s regular monthly payments determined in accordance with this Article III shall commence.

## ARTICLE IV

### RETIREMENT BENEFITS

4.1 Normal Retirement Benefit: The Normal Retirement Benefit of a Participant at his Normal Retirement Date shall be the sum of the Participant's SERP Benefit and Restoration Benefit, minus the Participant's Equifax Pension Plan Benefit, provided that the total combined Normal Retirement Benefit determined under this Plan and the Equifax Pension Plan shall not exceed fifty percent (50%) of the Participant's Average Annual Compensation (the "50% Maximum Benefit Limit"). If the Normal Retirement Benefit payable under this Plan and the Equifax Pension Plan exceed the 50% Maximum Benefit Limit, the Participant's Restoration Benefit (if any) shall be reduced first until the 50% Maximum Benefit Limit is satisfied and, if further reductions are necessary, the Participant's SERP Benefit shall be reduced until the 50% Maximum Benefit Limit is satisfied. The Plan Administrator shall have the authority to adjust the Participant's benefits to satisfy the 50% Maximum Benefit Limit. The limitations of Section 415 of the Code shall not apply to benefits payable pursuant to this Plan.

(a) SERP Benefit: The Participant's annual SERP Benefit shall be an amount equal to:

(i) 2.5% of the Participant's Average Annual Compensation multiplied by the Participant's Years of Senior Executive Officer Service up to ten (10) years, plus

(ii) 1.67% of the Participant's Average Annual Compensation multiplied by the Participant's Years of Senior Executive Officer Service in excess of ten (10) years up to twenty (20) years.

The maximum number of Years of Senior Executive Officer Service a Participant can accrue under the Plan is twenty (20) and any years in excess of twenty (20) shall be treated as Years of Benefit Service subject to the Restoration Benefit formula in subsection (b) below. If a Participant's Years of Senior Executive Officer Service exceed twenty (20) and he remains a Participant in this Plan, the Participant's Compensation shall continue to count for purposes of determining the Participant's Average Annual Compensation, if counting such Compensation would increase the Participant's SERP Benefit. A Participant who has less than three (3) years of Senior Executive Officer Service shall not be entitled to any SERP Benefits under the Plan (but such Participant may be entitled to a Restoration Benefit).

(b) Restoration Benefit: The Participant's annual Restoration Benefit shall be an amount equal to:

(i) 1% of the Participant's Final Average Annual Earnings multiplied by the Participant's Years of Benefit Service, plus

(ii) 0.35% of the Participant's Final Average Annual Earnings, minus the Participant's Covered Compensation, multiplied by the Participant's Years of Benefit Service (not to exceed 36 years).

For purposes of determining a Participant's Restoration Benefit, Years of Benefit Service that are also credited as Years of Senior Executive Officer Service and used in determining the Participant's SERP Benefit (to the extent the Participant has qualified for such benefit) shall not be used in the calculation of the Restoration Benefit. Except as otherwise provided herein, the Participant's Restoration Benefit shall be determined in the same manner as the Participant's benefit under the Equifax Pension Plan, provided, that if the Participant is not receiving credit for Years of Benefit Service under the Equifax Pension Plan or was never a participant in the Equifax Pension Plan, the Restoration Benefit shall be determined in the same manner as if the Participant were an active Participant in the Equifax Pension Plan during the period the Participant is an active Participant in this Plan.

(c) Equifax Pension Plan Benefit: The Participant's Equifax Pension Plan Benefit shall be the annual amount payable to the Participant at Normal Retirement Date in the form of a single life annuity under the Equifax Pension Plan. The reduction for the Equifax Pension Plan Benefit under this Section 4.1 shall be made on the date payments are to commence to the Participant under this Plan by first determining the SERP Benefit and/or Restoration Benefit (as applicable) as of the payment date (including any reduction for early commencement of such benefits as provided for in Section 3.3) and then reducing such benefits by the Equifax Pension Plan Benefit payable at such date in the same form of payment.

## ARTICLE V

### PRE-RETIREMENT DEATH BENEFITS

5.1 In General: The pre-retirement death benefits payable following the death of a Participant shall only be payable with respect to an eligible Participant who is an employee at the time of his death and shall only be payable to the extent provided below. Except as otherwise provided herein, if an Executive (i) has ceased to be an eligible Participant, or (ii) is a Vested Participant who is unmarried (including an unmarried Participant entitled to an Early Retirement Benefit) and is only entitled to a Restoration Benefit, or (iii) has terminated employment prior to his death, no death benefit shall be payable pursuant to this Article V.

5.2 Death Prior to Eligibility for Retirement or a Vested Participant Benefit: No death benefit is provided under this Plan for Participants who die prior to completing the eligibility requirements for Retirement or a Vested Participant benefit.

5.3 Death of Married Participant After Attaining Eligibility for Vested Participant Benefit: If a Participant who has an Eligible Spouse dies while employed by the Company after completing the requirements for a Vested Participant benefit, the Participant's Eligible Spouse shall be paid the survivor annuity which would have been payable had the Participant terminated employment immediately prior to the date of his death and lived to the earliest age at which the Participant could have started to receive benefits under the Plan, then commenced his Vested Participant benefit (subject to reduction for early payment as provided in Section 3.5) in the form of a joint and 50% survivor annuity (with the Eligible Spouse as the designated survivor) and died immediately thereafter. The survivor annuity payments will commence on the first day of the calendar month coinciding with or next following the date which would have been the earliest date the deceased Participant could have started to receive benefits under the Plan, provided the Eligible Spouse is living on such date. The Participant's Eligible Spouse shall receive the monthly 50% survivor annuity and the payments shall cease on the Eligible Spouse's death. If the Participant terminates employment after satisfying the requirements for a Vested Participant benefit but dies prior to the date his benefit commences, his surviving Eligible Spouse shall be entitled to the death benefits provided by this Section 5.3.

5.4 Death of Married Participant After Attaining Eligibility for Early or Normal Retirement: If a Participant who has an Eligible Spouse dies while employed by the Company after completing the eligibility requirements for Early Retirement or Normal Retirement, the Participant's Eligible Spouse shall be paid the survivor annuity (subject to the reduction for Early Retirement) which would have been payable under this Plan had the Participant retired immediately prior to the date of his death, and had his Early Retirement or Normal Retirement Benefit (whichever is applicable) payable as a joint and 50% survivor annuity (with the Eligible Spouse as the designated survivor). The survivor annuity payments will commence on the first day of the month following the date of death of the

Participant, provided the Eligible Spouse is living on such date. The Participant's Eligible Spouse shall receive the monthly 50% survivor annuity payments and the payments shall cease on the Eligible Spouse's death. If the Participant terminates employment after satisfying the requirements for Early Retirement but delays commencement of his benefits, the Participant's surviving Eligible Spouse shall be covered by the death benefit provisions of this Section 5.4 until the Participant's benefit payments commence.

**5.5 Death of Unmarried Participant Entitled To SERP Benefit:** If a Participant who does not have an Eligible Spouse dies while employed by the Company after completing the requirements for a Vested Participant SERP Benefit or an Early or Normal Retirement SERP Benefit, the Participant's Beneficiary shall be paid an amount equal to fifty percent (50%) of the lump sum Actuarial Equivalent of the Participant's Accrued Benefit (including the portion, if any, of such Accrued Benefit which is a Restoration Benefit and subject, if applicable, to reduction for early payment). The pre-retirement death benefit under this Section 5.5 shall be payable in five (5) substantially equal annual installments commencing on the date the Participant would have attained age 55 or if the Participant had already attained age 55 at the date of death, the first day of the month following the date of death.

## ARTICLE VI

### ADMINISTRATION

6.1 General Duties: The Plan Administrator shall enforce and administer the Plan, and shall have all powers necessary to accomplish those purposes, including, but not by way of limitation, the following:

- (a) to construe and interpret the Plan, decide all questions of eligibility and determine the amount, manner and time of payment of any benefits hereunder and to notify the Participant and the Company, where appropriate;
- (b) to adopt rules as it deems necessary, desirable or appropriate;
- (c) to prescribe procedures to be followed by Participants or Beneficiaries filing applications for benefits;
- (d) to prepare and distribute, in such manner as the Plan Administrator determines to be appropriate, information explaining the Plan;
- (e) to receive from the Company and from Participants such information as shall be necessary for the Plan Administrator to perform its duties hereunder;
- (f) to furnish the Company, upon request, such annual reports as are reasonable and appropriate with respect to the Plan Administrator's duties hereunder;
- (g) to receive, review and keep on file (as it deems convenient or proper) reports of the receipts and disbursements of the Plan;
- (h) to appoint or employ individuals to assist in the administration of its duties under the Plan and any other agents as it deems advisable, including legal or actuarial counsel.

The Plan Administrator shall have no power to add to, subtract from, or modify any of the terms of the Plan, or to change or add to any benefits provided by the Plan, or to waive or fail to apply any requirements of eligibility for any benefits under the Plan. The Plan Administrator shall have the exclusive discretionary authority to construe and to interpret the Plan, to decide all questions of eligibility for benefits and to determine the amount of such benefits, and its decisions on such matters are final and conclusive.

6.2 Application and Forms For Benefit: The Plan Administrator may require a Participant to complete and file with the Plan Administrator an application for benefits and all other forms approved by the Plan Administrator, and to furnish all pertinent information requested by the Plan Administrator. The Plan Administrator may rely upon all such information so furnished it, including the Participant's current mailing address.

6.3 Facility of Payment: Whenever, in the Plan Administrator's opinion, a person entitled to receive any payment of a benefit or installment thereof hereunder is under a legal disability or is incapacitated in any way so as to be unable to manage his financial affairs, the Plan Administrator may direct the Company to make payments to such person or to his legal representative or to a relative or friend of such person for his benefit, or the Plan Administrator may direct the Company to apply the payment for the benefit of such person in such manner as the Plan Administrator considers advisable. Any payment of a benefit or installment thereof in accordance with the provisions of this Section shall be a complete discharge of the Plan Administrator of any liability for the selection of such payee or the making of such payment under the provisions of the Plan.

6.4 Company to Furnish Information: To enable the Plan Administrator to perform its functions, the Company shall supply full and timely information to the Plan Administrator of all matters relating to the pay of all Participants, their Retirement, death or other cause for termination of employment, and such other pertinent facts as the Plan Administrator may require. When making any determination, the Plan Administrator shall be entitled to rely upon information furnished by the Company, legal counsel for the Company, or the actuary.

6.5 Plan Administrator to Furnish Other Information: To the extent not otherwise provided in the Plan, the Plan Administrator shall be responsible for providing all notices and information required under ERISA to all Participants.

6.6 Claims Procedure: A Participant who believes that he is entitled to benefits under the Plan which have not been paid must file a written claim for such benefits. All claims for benefits shall be in writing and shall be filed with the Plan Administrator. If the Plan Administrator wholly or partially denies a Participant's claim for benefits, the Plan Administrator shall give the claimant written notice within sixty (60) days after the Plan's receipt of the claim setting forth:

- (a) the specific reason(s) for the denial;
- (b) specific reference to pertinent Plan provisions on which the denial is based;
- (c) a description of any additional material or information which must be submitted to perfect the claim, and an explanation of why such material or information is necessary; and
- (d) an explanation of the Plan's claim review procedure.

Each Participant whose claim for benefits has been denied may file a written request for a review of his claim by the Plan Administrator. The request for review must be filed by the Participant within 60 days after he received the written notice denying his claim. The decision of the Plan Administrator will be made within 60 days after receipt of a request for review and shall be communicated in writing to the Participant. Such written notice shall set forth the basis for the Plan Administrator's decision. If there are special circumstances

which require an extension of time for completing the review, the Plan Administrator's decision shall be rendered not later than 120 days after receipt of a request for review.

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## ARTICLE VII

### PLAN FINANCING

The benefits provided by this Plan shall be unfunded. All amounts payable under this Plan to a Participant shall be paid from the general assets of the Company, and nothing contained in this Plan shall require the Company to set aside or hold in trust any amounts or assets for the purpose of paying benefits to Participants. This Plan shall create only a contractual obligation on the part of the Company and Participants shall have the status of general unsecured creditors of the Company under the Plan with respect to any obligation of the Company to pay benefits pursuant hereto.

Notwithstanding the preceding paragraph, the Company may at any time transfer assets to a trust (which trust may include assets set aside with respect to other plans maintained by the Company), or purchase insurance or annuity contracts, for purposes of paying all or any part of its obligations under this Plan. However, to the extent provided in the trust only, such transferred amounts shall remain subject to the claims of general creditors of the Company. To the extent that assets are held in a trust when a Participant's benefits under the Plan become payable, the Plan Administrator shall direct the trustee to pay such benefits to the Participant from the assets of the trust.

## ARTICLE VIII

### AMENDMENT; TERMINATION

8.1 Amendment: The Company reserves the right to make from time to time any amendment or amendments to this Plan, provided, however, that no such amendment shall have the effect of reducing the Accrued Benefit of any Participant as of the date of such amendment, or eliminate or adversely affect the rights as of the date of such amendment of any Participants including, without limitation, the right to earn a vested benefit or the timing or form of payment of benefits under Article III.

8.2 Right to Terminate: The Company may terminate the Plan at any time by resolution of the Board. In the event of the termination of the Plan, the rights of all affected Participants to their Accrued Benefits as of the date of such termination shall be fully vested and nonforfeitable. No such termination of the Plan shall have the effect of reducing the Accrued Benefit of any Participant as of the date of such termination, or eliminating or adversely affecting the rights of Participants including, without limitation, the timing or form of benefit payments under Article III.

## ARTICLE IX

### MISCELLANEOUS

- 9.1 Nonguarantee of Employment: Nothing contained in this Plan shall be construed as a contract of employment between the Company and any Participant, or as a right of any Participant to be continued in the employment of the Company, or as a limitation of the right of the Company or an Adopting Employer to discharge any Participant or Executive, with or without cause.
- 9.2 Rights Under Plan: No Participant shall have any right to or interest in, the Plan upon termination of his employment or otherwise, except as provided from time to time under this Plan, and then only to the extent of the benefits payable under the Plan to such Participant.
- 9.3 Nonalienation of Benefits: Benefits payable under this Plan shall not be subject in any manner to anticipation, alienation, sale, transfer, assignment, pledge, encumbrance, charge, garnishment, execution or levy of any kind, either voluntary or involuntary, including any such liability which is for alimony or other payments for the support of a spouse or former spouse, or for any other relative of the Participant, prior to actually being received by the person entitled to the benefit under the terms of the Plan; and any attempt to anticipate, alienate, sell, transfer, assign, pledge, encumber, charge or otherwise dispose of any right to benefits payable hereunder, shall be void. The Plan shall not in any manner be liable for, or subject to, the debts, contracts, liabilities, engagements or torts of any person entitled to benefits hereunder.
- 9.4 Headings for Convenience Only: The headings and subheadings in this Plan are inserted for convenience of reference only and are not to be considered in construction of the provisions hereof.
- 9.5 Multiple Copies: This Plan may be executed in any number of counterparts, each of which shall be deemed an original, and the counterparts shall constitute one and the same with respect to a matter under the Plan, which shall be sufficiently evidenced by any one thereof.
- 9.6 Governing Law: This Plan shall be construed and enforced in accordance with the provisions of ERISA. In the event ERISA is not applicable or does not preempt state law, the laws of the State of Georgia shall govern.
- 9.7 Taxes: If the whole or any part of any Participant's Accrued Benefit shall become liable for the payment of any estate, inheritance, income, or other tax which the Company shall be required to pay or withhold, the Company shall have the full power and authority to withhold and pay such tax out of any moneys it owes to the Participant. The Company shall provide notice to the Participant of any such withholding. Prior to making any payment, the Company may require such releases or other documents from any lawful taxing authority as it shall deem necessary.

9.8 Successor Company: In the event of the merger, consolidation or reorganization of the Company, provision may be made by which the Plan will be continued by the successor; and, in that event, such successor shall be substituted for the Company under the Plan. The substitution of the successor shall constitute an assumption of Plan liabilities by the successor and the successor shall have all of the powers, duties and responsibilities of the Company under the Plan.

9.9 Conformance with Section 409A: At all times, this Plan shall be operated in accordance with the requirements of Section 409A, including any applicable transition rules. Any action that may be taken (and, to the extent possible, any action actually taken) by the Plan Administrator or the Company shall not be taken (or shall be void and without effect), if such action violates the requirements of Section 409A. If the failure to take an action under the Plan would violate Section 409A, then to the extent it is possible thereby to avoid a violation of Section 409A, the rights and effects under the Plan shall be altered to avoid such violation. Any provision in this Plan that is determined to violate the requirements of Section 409A shall be void and without effect. In addition, any provision that is required to appear in this Plan to satisfy the requirements of Section 409A, but that is not expressly set forth, shall be deemed to be set forth herein, and the Plan shall be administered in all respects as if such provision were expressly set forth. In all cases, the provisions of this Section 9.9 shall apply notwithstanding any contrary provision of the Plan that is not contained in this Section.

IN WITNESS WHEREOF, the Company has caused this amended and restated Plan to be executed as of the \_\_\_\_ day of \_\_\_\_\_, 2015.

EQUIFAX INC.

By: \_\_\_\_\_

APPENDIX A  
ELIGIBLE SENIOR EXECUTIVE OFFICERS

(Updated January 1, 2015)

<u>Name of Participant</u>	<u>Date of Eligibility for Participation</u>	<u>Years of Senior Executive Officer Service Credited at Date of Eligibility</u>	<u>Additional Years of Benefit Service Credited At Date of Eligibility</u>
Karen Gaston	1/1/2004	7	19 (Retired 6/1/06)
Don Heroman	1/1/2004	1	0 (Retired 6/1/07)
Kent Mast	1/1/2004	3	0 (Retired 2/28/13)
Paul Springman	2/7/2005	4	10 (Retired 3/31/15)
Coretha Rushing	5/11/06	0	0
Dann Adams	8/15/06	5	3
Rudy Ploder	8/15/06	3	0
Michael Shannon	8/15/06	6	9 (Retired 8/31/10)
Rob Webb	8/15/06	2	0 (Terminated 8/14/09)
Lee Adrean	10/4/06	0	0 (Retired 5/23/14)
Steve Ely*	5/2/07	1	2 (Retired 12/31/10)
Alex Gonzalez**	1/1/10	0	4 (Terminated 4/1/15)
Trey Loughran	1/1/10	4	0
Paulino Barros	4/26/10	0	0
John Hartman	4/12/10	0	0
David Webb	1/18/10	0	0

<u>Name of Participant</u>	<u>Date of Eligibility for Participation</u>	<u>Years of Senior Executive Officer Service Credited at Date of Eligibility</u>	<u>Additional Years of Benefit Service Credited At Date of Eligibility</u>
J Kelley	1/1/13	0	0
John Gamble	5/21/14	0	0
Andy S. Bodea***	1/1/15	0	0
Steven Stripe****	1/1/16	0	0

\*Credited with Senior Executive Officer Service through 12/31/09 and Benefit Service for 2010.

\*\*Credited with Senior Executive Officer Service through 12/31/14 and Benefit Service commencing 1/1/15.

\*\*\*As of Date of Eligibility for Participation, not credited with any previous Years of Benefit Service, but credited with previous Years of Vesting Service, provided that he shall not be eligible for any Restoration Benefit under the Plan.

\*\*\*\*As of Date of Eligibility for Participation, not credited with any previous Years of Benefit Service, but credited with previous Years of Vesting Service, provided that he shall not be eligible for any Restoration Benefit under the Plan.

APPENDIX B

ELIGIBLE EXECUTIVE OFFICERS

(Updated November 2, 2010)

<u>Name of Participant</u>	<u>Date of Eligibility</u>	<u>Years of Benefit Service Credited At Date of Eligibility</u>
Mike Schirk	Waived eligibility and accrued benefit pursuant to a waiver, executed in 2005	0
Nuala King	3/22/2004	0

APPENDIX C  
PARTICIPATION  
OF  
RICHARD F. SMITH

<u>Name of Participant</u>	<u>Date of Eligibility</u>	<u>Years of Senior Executive Officer Service (at Date of Eligibility)</u>	<u>Additional Years of Benefit Service (at Date of Eligibility)</u>
Richard F. Smith	9/19/05	5	0

Special Provisions

1. Executive is vested in his Accrued Benefit as of his Date of Eligibility (9/19/05).
2. For purposes of determining Executive's Compensation (as defined in Section 1.1(l) of the Plan) for 2006, the "guaranteed bonus" paid on 9/19/05 shall be included in Compensation and the "Value Replacement Awards" paid or made on 9/19/05 shall be excluded from Compensation.



**Description of Non-Employee Director Compensation**

Compensation for non-employee directors of Equifax Inc. (the “Company”) effective January 1, 2016 consisted of the following:

- a \$80,000 annual cash retainer, payable quarterly in arrears, for all non-employee directors; new directors receive a prorated cash retainer in the quarter from the date they were elected;
- a supplemental annual cash retainer of \$25,000 for the Chair of the Audit Committee, \$20,000 for the Chair of the Compensation, Human Resources & Management Succession Committee and \$12,500 each for the Chairs of the Governance and Technology Committees;
- a supplemental annual cash retainer of \$12,500 for non-Chair members of the Audit Committee, \$10,000 for the non-Chair members of the Compensation, Human Resources & Management Succession Committee and \$5,000 each for the non-Chair members of the Governance and Technology Committees;
- following each annual meeting of shareholders of the Company, continuing directors will receive a grant of Company common stock, in the form of restricted stock units (“RSUs”) with a market value on the grant date of \$150,000. These grants vest over a period of one year, subject to accelerated vesting in certain events;
- upon first being elected a director of the Company, a director will receive a one-time initial grant of RSUs vesting over a three-year period, with a grant date market value of \$175,000. These grants vest over a period of three years, subject to accelerated vesting in certain events; and
- the Presiding Director receives a \$25,000 annual cash retainer, payable quarterly in arrears.

Cash retainers and equity awards may be deferred under the applicable Director deferred compensation plan.

The Board of Directors has a policy on stock ownership that requires each non-employee director to beneficially own common stock of the Company having a value which is at least five times the annual cash retainer fee, no later than the fifth anniversary of the annual meeting at which the director was first elected to the Board.

## LIST OF EQUIFAX INC. SUBSIDIARIES

Registrant - Equifax Inc. (a Georgia corporation)

The Registrant owns, directly or indirectly, 100% of the stock of the following subsidiaries as of December 31, 2015 (all of which are included in the consolidated financial statements), except as noted in the footnotes below:

<u>Name of Subsidiary</u>	<u>State or Country of Incorporation</u>
3292637 Nova Scotia Company <sup>(33)</sup>	Nova Scotia
3292638 Nova Scotia Company <sup>(33)</sup>	Nova Scotia
Anakam, Inc.	Delaware
Anakam Information Solutions, LLC <sup>(24)</sup>	Delaware
Austin Consolidated Holdings, Inc.	Texas
Beluga Acquisitions Limited <sup>(11)</sup>	Guernsey
Compliance Data Center LLC <sup>(1)</sup>	Georgia
Computer Ventures, Inc. <sup>(1)</sup>	Delaware
DataVision Resources, LLC <sup>(2)</sup>	Iowa
EFX de Costa Rica, S.A. <sup>(17)</sup>	Costa Rica
EFX Holdings Ltd. <sup>(16)</sup>	Mauritius
Equiecua Analytics Services of Risk S.A. <sup>(16)</sup>	Ecuador
Equifax Acquisition Holdings LLC	Georgia
Equifax Americas B.V. <sup>(8) (15)</sup>	The Netherlands
Equifax Analytics Private Limited (f/k/a Net Positive) <sup>(22)</sup>	India
Equifax Australia Pty. Ltd. <sup>(29)</sup>	Australia
Equifax Australia Holdings Pty. Ltd. <sup>(14)</sup>	Australia
Equifax Canada Co. <sup>(18)</sup>	Nova Scotia
Equifax Canadian Holdings Co. <sup>(34)</sup>	Nova Scotia
Equifax Canadian Holdings II Co. <sup>(26)</sup>	Nova Scotia
Equifax Commercial Services Ltd. <sup>(4)</sup>	Republic of Ireland
Equifax Consumer Services LLC	Georgia
Equifax Decision Systems, B.V. <sup>(23)</sup>	The Netherlands
Equifax do Brasil Holdings Ltda. <sup>(6) (13)</sup>	Brazil
Equifax do Brasil Ltda. <sup>(12) (13)</sup>	Brazil
Equifax Ecuador C.A. Buró de Información Crediticia <sup>(19)</sup>	Ecuador
Equifax Enterprise Services LLC	Georgia
Equifax EUA Limited <sup>(23)</sup>	United Kingdom
Equifax Europe LLC <sup>(26)</sup>	Georgia

Equifax Fraude, S.L. <sup>(17)</sup>	Spain
Equifax Funding LLC	Georgia
Equifax Information Services LLC	Georgia
Equifax Information Services of Puerto Rico, Inc. <sup>(15)</sup>	Georgia
Equifax Information Technology LLC	Georgia
Equifax Investment (South America) LLC <sup>(6)</sup>	Georgia
Equifax Limited <sup>(4)</sup>	United Kingdom
Equifax Luxembourg S.À R.L. <sup>(15)</sup>	Luxembourg
Equifax Luxembourg (No. 2) S.À R.L. <sup>(26)</sup>	Luxembourg
Equifax Luxembourg (No. 3) S.À R.L. <sup>(14)(21)</sup>	Luxembourg
Equifax Luxembourg (No. 4) S.À R.L. <sup>(25)</sup>	Luxembourg
Equifax Luxembourg (No. 5) S.À R.L. <sup>(23)</sup>	Luxembourg
Equifax Luxembourg (No. 6) S.À R.L. <sup>(26)</sup>	Luxembourg
Equifax Luxembourg (No. 7) S.À R.L. <sup>(23)</sup>	Luxembourg
Equifax Luxembourg (No. 8) S.À R.L.	Luxembourg
Equifax Luxembourg (No. 9) S.À R.L. <sup>(10)</sup>	Luxembourg
Equifax Research and Development (Ireland) Limited <sup>(23)</sup>	Republic of Ireland
Equifax Secure Ltd. <sup>(1)</sup>	United Kingdom
Equifax Software Systems Private Ltd. <sup>(22)</sup>	India
Equifax South America LLC <sup>(17)</sup>	Georgia
Equifax Spain Holdings S.À R.L. <sup>(3)(26)</sup>	Luxembourg
Equifax Special Services LLC <sup>(1)</sup>	Georgia
Equifax Technology (Ireland) Limited <sup>(28)</sup>	Republic of Ireland
Equifax Technology Solutions LLC	Georgia
Equifax Touchstone Ltd. <sup>(4)</sup>	United Kingdom
Equifax UK AH Limited <sup>(27)</sup>	United Kingdom
Equifax Uruguay S.A. <sup>(6)</sup>	Uruguay
eThority LLC <sup>(2)</sup>	South Carolina
Forseva, LLC <sup>(32)</sup>	Delaware
IntelliReal LLC	Colorado
Inversiones Equifax de Chile Ltda. <sup>(6)</sup>	Chile
IXI Corporation	Delaware
Net Profit, Inc. <sup>(2)</sup>	South Carolina
NettPositive Analytics FZE <sup>(35)</sup>	UAE
Payments Place Limited <sup>(20)</sup>	United Kingdom
Pioneer Holdings Limited <sup>(9)</sup>	Guernsey
Rapid Reporting Verification Company, LLC <sup>(2)</sup>	Texas

Redbird Insurance, LLC	Missouri
Sawfish Limited <sup>(20)</sup>	United Kingdom
Sawfish Insolvency Systems Limited <sup>(30)</sup>	United Kingdom
Servicios Equifax Chile Ltda. <sup>(7)</sup>	Chile
TALX Corporation <sup>(8)</sup>	Missouri
TALX UCM Services, Inc. <sup>(2)</sup>	Missouri
TDX Australia Pty Limited <sup>(20)</sup>	Australia
TDX Capital Markets (UK) Limited <sup>(20)</sup>	United Kingdom
TDX Group Data Matching Limited <sup>(20)</sup>	United Kingdom
TDX Group Limited <sup>(31)</sup>	United Kingdom
TDX Indigo Iberia SL <sup>(20)</sup>	Spain
TDX Industry Solutions Limited <sup>(30)</sup>	United Kingdom
TDX Latin America SAC <sup>(20)(9)</sup>	Peru
TDX Trustees Limited <sup>(20)</sup>	United Kingdom
The Infocheck Group Ltd. <sup>(5)</sup>	United Kingdom
The Insolvency Exchange Limited <sup>(20)</sup>	United Kingdom
TrustedID, Inc.	Delaware
TTI Financial 1 Limited <sup>(31)</sup>	Guernsey
Verdad Informatica de Costa Rica, S.A. <sup>(17)</sup>	Costa Rica

NOTES:

Registrant's subsidiary Equifax Spain Holdings S.À R.L.(Luxembourg) owns 86% of Equifax Iberica, S.L. (Spain), which owns 95% of ASNEF/Equifax Servicios de Informacion Sobre Solvencia y Credito S.L. (Spain), 95% of Equifax Plus, S.L., and 50% of Credinformacoes Informações de Credito Lda. (Portugal), along with Equifax Decision Systems, B.V. which owns 25%.

Registrant's subsidiary Equifax South America LLC owns 16% of Equifax Peru S.A. (Peru), along with Servicios Equifax Chile Ltda. (Chile) which owns 35%. Equifax Peru S.A. owns 100% of Acelor SAC (Peru), and 100% of Servicios Integrales de Informacion S.A. (Peru).

Registrant's subsidiary Equifax South America LLC owns 76.04% of Equifax Centroamérica S.A. de C.V. (El Salvador), which owns 100% of Equifax Honduras, Central de Riesgo Privada, S.A. (Honduras).

Registrant's subsidiary Equifax Spain Holdings S.À R.L.(Luxembourg) owns 79.48% of the stock of Organizacion Veraz, S.A. (Argentina), and together these two entities own 98.9% of Transalud, S.A. (Argentina).

Registrant's subsidiary Equifax Acquisition Holdings LLC owns 87.7085% of Grupo Inffinix, S.A. de C.V. (Mexico)("Grupo") and all of Grupo's wholly-owned subsidiaries, as follows: Inffinix Limited (Hong Kong), Inffinix Software, S.L. (Spain); Inffinix Software, S.A. de C.V. (Mexico); Inffinix Administración, S.A. de C.V. (Mexico); Inffinix Assets, S.A. de C.V. (Mexico); Infosistemas Financieros, S.A. de C.V. (Mexico); and Inffinix Software Comercio, Servicios, Importação e Exposição, Ltda. (Brazil);

Registrant's subsidiary Equifax Americas B.V. (the Netherlands) owns 65% of Equifax Paraguay S.A. (Paraguay).

Registrant's subsidiary Equifax do Brasil Holdings Ltda. (Brazil) holds 15% of BOA Vista Servicios S.A. (Brazil).

Registrant's subsidiary Equifax do Brasil Ltda. (Brazil) holds 9.5% of the stock of Neuroanalitica Participadoes Ltda. (Brazil), which owns 57% of the stock of Neurotech Technologica da Informacao S.A. (Brazil).

Registrant's subsidiary Equifax Decision Systems, B.V. (the Netherlands) owns 50% of Equifax Credit Services LLC (Russia). Equifax Decision Systems, B.V. (the Netherlands), through its wholly-owned subsidiary, EFX Holdings Limited (Mauritius), owns of 49.37% of Equifax Credit Information Services Private Limited (India).

Registrant's subsidiary TDX Group Limited (United Kingdom) owns 75% of Integrated Debt Services Ltd. (United Kingdom).

Registrant's subsidiary Equifax Information Services LLC holds a 33% interest in Opt-Out Services LLC (Delaware), 33% interest in VantageScore Solutions, LLC (Delaware), 33% of New Management Services LLC (Delaware), 25% of Online Data Exchange LLC (Delaware) and 33% of Central Source LLC (Delaware).

<sup>(1)</sup>Subsidiary of Equifax Information Services LLC

<sup>(2)</sup>Subsidiary of TALX Corporation

<sup>(3)</sup>Subsidiary of Equifax Europe LLC

<sup>(4)</sup>Subsidiary of Equifax EUA Ltd.

<sup>(5)</sup>Subsidiary of Equifax Limited

<sup>(6)</sup>Subsidiary of Equifax South America LLC

<sup>(7)</sup>Subsidiary of Inversiones Equifax de Chile Ltda.

<sup>(8)</sup>Subsidiary of Equifax Information Services of Puerto Rico, Inc.

<sup>(9)</sup>Subsidiary of Equifax UK AH Limited

<sup>(10)</sup>Subsidiary of Equifax Luxembourg (No. 8) S.À R.L.

<sup>(11)</sup>Subsidiary of TTI Financial 1 Limited

<sup>(12)</sup>Subsidiary of Equifax do Brasil Holdings Ltda.

<sup>(13)</sup>Subsidiary of Equifax Investment (South America) LLC

<sup>(14)</sup>Subsidiary of Equifax Americas B.V.

<sup>(15)</sup>Subsidiary of Equifax Luxembourg (No. 9) S.À R.L.

<sup>(16)</sup>Subsidiary of Equifax Decision Systems, B.V.

<sup>(17)</sup>Subsidiary of Equifax Spain Holdings, S.À R.L.

<sup>(18)</sup>Subsidiary of Equifax Canadian Holdings Co.

<sup>(19)</sup>Subsidiary of Servicios Equifax Chile Ltda.

<sup>(20)</sup>Subsidiary of TDX Group Limited

<sup>(21)</sup>Subsidiary of Equifax Luxembourg (No. 4) S.À R.L.

<sup>(22)</sup>Subsidiary of EFX Holdings Ltd.

<sup>(23)</sup>Subsidiary of Equifax Luxembourg (No. 3) S.À R.L.

<sup>(24)</sup>Subsidiary of Anakam, Inc.

<sup>(25)</sup>Subsidiary of Equifax Luxembourg S.À R.L.

<sup>(26)</sup>Subsidiary of Equifax Luxembourg (No. 5) S.À R.L.

<sup>(27)</sup>Subsidiary of Equifax Luxembourg (No. 6) S.À R.L.

<sup>(28)</sup>Subsidiary of Equifax Luxembourg (No. 7) S.À R.L.

<sup>(29)</sup>Subsidiary of Equifax Australia Holdings Pty. Ltd.

<sup>(30)</sup>Subsidiary of Sawfish Limited

<sup>(31)</sup>Subsidiary of Pioneer Holdings Limited

<sup>(32)</sup>Subsidiary of Equifax Technology Solutions LLC

<sup>(33)</sup>Subsidiary of Equifax Canadian Holdings II Co.

<sup>(34)</sup>Subsidiary of 3292637 Nova Scotia Company

<sup>(35)</sup>Subsidiary of Equifax Analytics Private Limited

**Consent of Independent Registered Public Accounting Firm**

We consent to the incorporation by reference in the following Registration Statements:

1. Registration Statement on Form S-8 pertaining to the Equifax Inc. Omnibus Stock Incentive Plan (File No. 33-34640);
  2. Registration Statement on Form S-8 pertaining to the Equifax Inc. Employee Stock Incentive Plan (File No. 33-58734);
  3. Registration Statement on Form S-8 pertaining to the Equifax Inc. 1995 Employees Stock Incentive Plan (File No. 33-58627);
  4. Registration Statement on Form S-8 pertaining to the Equifax Inc. Omnibus Stock Incentive Plan and Equifax Inc. Employee Stock Incentive Plan to be funded in part through the Equifax Inc. Employee Stock Benefits Trust (File No. 33-86978);
  5. Registration Statement on Form S-8 pertaining to the Equifax Inc. Omnibus Stock Incentive Plan and Equifax Inc. Employee Stock Incentive Plan to be funded in part through the Equifax Inc. Employee Stock Benefits Trust (File No. 33-71200);
  6. Registration Statement on Form S-8 pertaining to the Equifax Inc. Global Stock Sale Program to be funded through the Equifax Inc. Employee Stock Benefits Trust (File No. 333-52203);
  7. Registration Statement on Form S-8 pertaining to the Equifax Inc. Special Recognition Bonus Award Plan to be funded through the Equifax Inc. Employee Stock Benefits Trust (File No. 333-52201);
  8. Registration Statement on Form S-8 pertaining to the Equifax Inc. Non-Employee Director Stock Option Plan (File No. 333-68421);
  9. Registration Statement on Form S-8 pertaining to the Equifax Inc. 1995 Employee Stock Incentive Plan (File No. 333-68477);
  10. Registration Statement on Form S-8 pertaining to the Equifax Inc. 2000 Stock Incentive Plan (File No. 333-48702);
  11. Registration Statement on Form S-8 pertaining to the Equifax Inc. 401(k) Plan (File No. 333-97875);
  12. Registration Statement on Form S-3 pertaining to the acquisition of Commercial Data Center (File No. 333-54764);
  13. Registration Statement on Form S-8 pertaining to the Equifax Director and Executive Stock Deferral Plan (File No. 333-110411);
  14. Registration Statement on Form S-8 pertaining to the Equifax Inc. Non-Employee Director Stock Option Plan (File No. 333-116185);
  15. Registration Statement on Form S-8 pertaining to the Equifax Inc. 2001 Nonqualified Stock Incentive Plan (File No. 333-116186);
  16. Registration Statement on Form S-3 pertaining to the registration of an offering by selling security holders of 443,337 shares of Equifax common stock (File No. 333-129123);
  17. Registration Statement on Form S-8 pertaining to the Equifax Inc. Director Deferred Compensation Plan (File No. 333-140360);
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18. Registration Statement on Form S-8 pertaining to the TALX Corporation 2005 Omnibus Incentive Plan, TALX Corporation Amended and Restated 1994 Stock Option Plan, and TALX Corporation Outside Directors' Stock Option Plan (File No. 333-142997);
19. Registration Statement on Form S-8 pertaining to the Equifax Inc. 2008 Omnibus Incentive Plan (File No. 333-152617);
20. Registration Statement on Form S-3ASR pertaining to the shelf registration of Equifax Inc. debt and equity securities (File No. 333-190189); and
21. Registration Statement on Form S-8 pertaining to the amended and restated Equifax Inc. 2008 Omnibus Incentive Plan equity securities (File No. 333-190190)

of our reports dated February 24, 2016, with respect to the consolidated financial statements and schedule of Equifax Inc. and the effectiveness of internal control over financial reporting of Equifax Inc. included in this Annual Report (Form 10-K) of Equifax Inc. for the year ended December 31, 2015.

/s/ Ernst & Young LLP

Atlanta, Georgia  
February 24, 2016

## CERTIFICATIONS

I, Richard F. Smith, certify that:

1. I have reviewed this annual report on Form 10-K of Equifax Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15(d)-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 24, 2016

/s/ Richard F. Smith

Richard F. Smith

*Chairman and Chief Executive Officer*



## CERTIFICATIONS

I, John W. Gamble, Jr., certify that:

1. I have reviewed this annual report on Form 10-K of Equifax Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15(d)-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 24, 2016

/s/ John W. Gamble, Jr.

John W. Gamble, Jr.

Chief Financial Officer

**CERTIFICATION PURSUANT TO  
18 U. S. C. SECTION 1350,  
AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Equifax Inc. (the "Company") on Form 10-K for the period ended December 31, 2015, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Richard F. Smith, Chairman and Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February 24, 2016

/s/ Richard F. Smith

Richard F. Smith

*Chairman and Chief Executive Officer*

**CERTIFICATION PURSUANT TO  
18 U. S. C. SECTION 1350,  
AS ADOPTED PURSUANT TO  
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002**

In connection with the Annual Report of Equifax Inc. (the "Company") on Form 10-K for the period ended December 31, 2015, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, John W. Gamble, Jr., Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February 24, 2016

/s/ John W. Gamble, Jr.

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John W. Gamble, Jr.

*Chief Financial Officer*