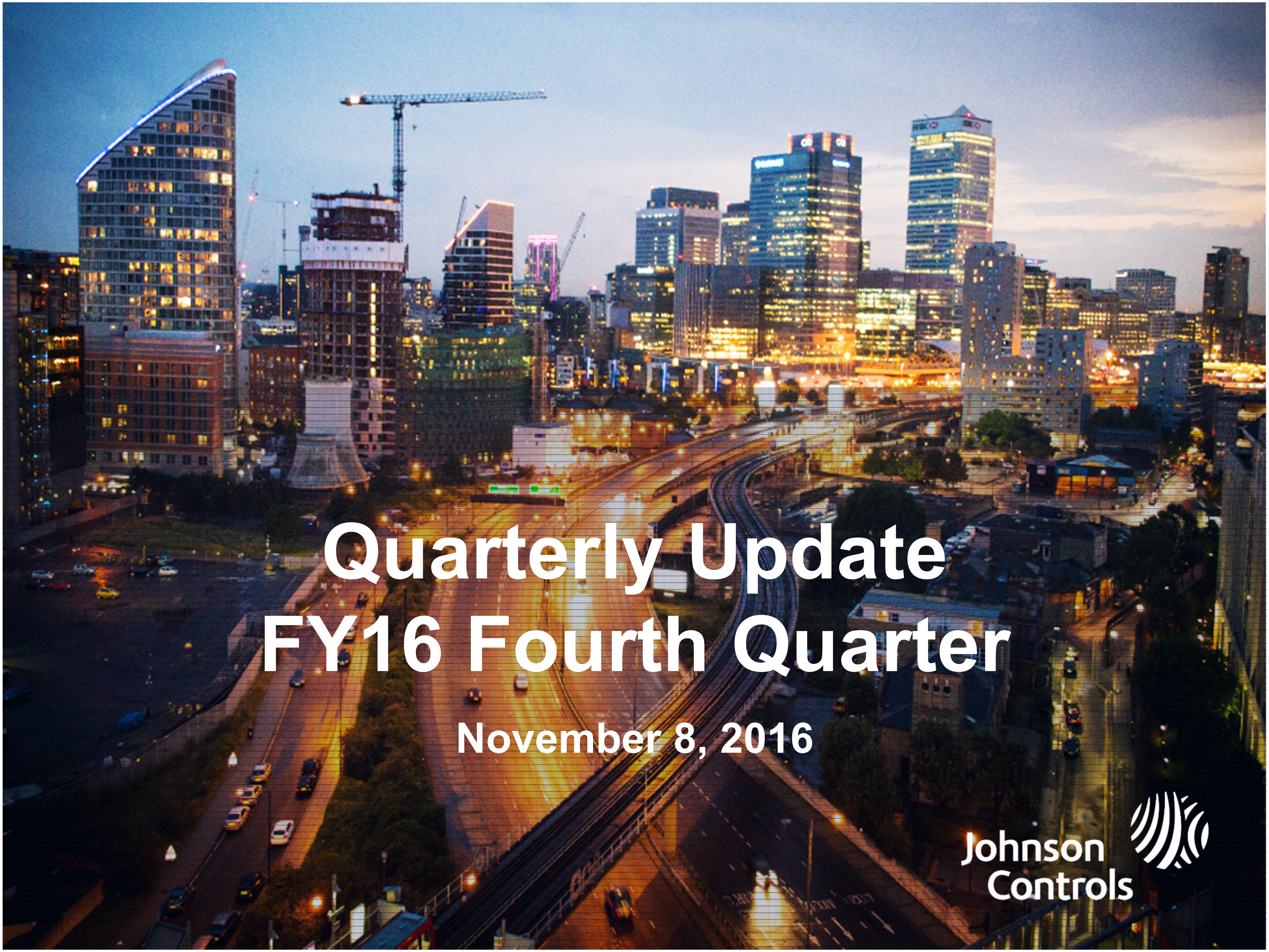

Quarterly Update
FY16 Fourth Quarter

November 8, 2016

Johnson Controls

Johnson Controls International plc Cautionary Statement Regarding Forward-Looking Statements

Johnson Controls International plc has made statements in this communication that are forward-looking and therefore are subject to risks and uncertainties. All statements in this document other than statements of historical fact are, or could be, "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. In this communication, statements regarding Johnson Controls' future financial position, sales, costs, earnings, cash flows, other measures of results of operations, synergies and integration opportunities, capital expenditures and debt levels are forward-looking statements. Words such as "may," "will," "expect," "intend," "estimate," "anticipate," "believe," "should," "forecast," "project" or "plan" and terms of similar meaning are also generally intended to identify forward-looking statements. However, the absence of these words does not mean that a statement is not forward-looking. Johnson Controls cautions that these statements are subject to numerous important risks, uncertainties, assumptions and other factors, some of which are beyond Johnson Controls' control, that could cause Johnson Controls' actual results to differ materially from those expressed or implied by such forward-looking statements, including, among others, risks related to: any delay or inability of Johnson Controls to realize the expected benefits and synergies of recent portfolio transactions such as the merger with Tyco and the spin-off of Adient, changes in tax laws, regulations, rates, policies or interpretations, the loss of key senior management, the tax treatment of recent portfolio transactions, significant transaction costs and/or unknown liabilities associated with such transactions, the outcome of actual or potential litigation relating to such transactions, the risk that disruptions from recent transactions will harm Johnson Controls' business, the strength of the U.S. or other economies, automotive vehicle production levels, mix and schedules, energy and commodity prices, the availability of raw materials and component products, currency exchange rates, and cancellation of or changes to commercial arrangements. A detailed discussion of risks related to Johnson Controls' business is included in the section entitled "Risk Factors" in each of Johnson Controls, Inc.'s and Tyco International plc's Annual Reports on Form 10-K for the 2015 fiscal year filed with the SEC on November 18, 2015 and November 13, 2015, respectively, and in the quarterly reports on Form 10-Q filed by each company with the SEC after such date, and available at www.sec.gov and www.johnsoncontrols.com under the "Investors" tab, as well as the Form 10 registration statement filed by Adient Limited and the amendments thereto. Shareholders, potential investors and others should consider these factors in evaluating the forward-looking statements and should not place undue reliance on such statements. The forward-looking statements included in this communication are made only as of the date of this document, unless otherwise specified, and, except as required by law, Johnson Controls assumes no obligation, and disclaims any obligation, to update such statements to reflect events or circumstances occurring after the date of this communication.

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Non GAAP Financial Information

This presentation contains financial information regarding adjusted earnings per share, which is a non-GAAP performance measure. The adjusting items include mark-to-market for pension and postretirement plans/settlement losses, transaction/integration/separation costs, restructuring and impairment costs, significant gains or losses on business divestitures, nonrecurring purchase accounting impacts related to the Tyco merger and discrete tax items. Financial information regarding adjusted sales, adjusted segment EBIT and adjusted segment EBIT margin are also presented, which are non-GAAP performance measures. Adjusted segment EBIT excludes special items such as transaction/integration/separation costs, nonrecurring purchase accounting impacts and significant gains or losses on business divestiture because these costs are not considered to be directly related to the operating performance of its business units. Management believes that, when considered together with unadjusted amounts, these non-GAAP measures are useful to investors in understanding period-over-period operating results and business trends of the Company. Management may also use these metrics as guides in forecasting, budgeting and long-term planning processes and for compensation purposes. These metrics should be considered in addition to, and not as replacements for, the most comparable GAAP measure. Reconciliations of non-GAAP performance measures can be found in the tables accompanying the materials furnished to the SEC in connection with the Company's earnings release for the quarter.

Agenda

1. **Introduction**
   Antonella Franzen, Vice President, Investor Relations
2. **FY16 commitments & fourth quarter highlights**
   Alex Molinaroli, Chairman and Chief Executive Officer
3. **Merger and integration update**
   George Oliver, President and Chief Operating Officer
4. **Business results and financial review**
   Brian Stief, Executive Vice President and Chief Financial Officer
5. **Q&A**

Delivering on our FY16 Commitments

- Major portfolio transformation to multi-industrial complete
  - Johnson Controls Hitachi joint venture has exceeded expectations
  - Tyco merger closed September 2nd and integration is underway
  - Adient spin-off completed October 31st
- Progress on segment EBIT margin expansion
  - FY16 adjusted segment EBIT margin* +150bps YoY
  - Continued focus on cost reduction initiatives and JCOS savings
- Strong EPS growth*
  - FY16 EPS of $3.98 versus $3.42 in FY15 (+16% YoY)
- Disciplined capital allocation
  - Strategic capex investments in Power Solutions
  - Share repurchases of $500 million
- Entering FY17 with momentum

*Non-GAAP, excludes Tyco results as well as transaction / integration / separation costs, year-end pension/postretirement mark-to-market adjustments and other special items. See appendix.

FY16 Fourth Quarter
Diluted EPS from Continuing Operations vs. Guidance

	Q4 FY16	Full Year FY16
FY16 Guidance*	$1.17 - $1.20	$3.95 - $3.98

Adjusted EPS*	**$1.21**	**$3.98**
YoY Increase	*+16%*	*+16%*

*Non-GAAP, excludes Tyco results as well as transaction / integration / separation costs, year-end pension/postretirement mark-to-market adjustments and other special items. See appendix.

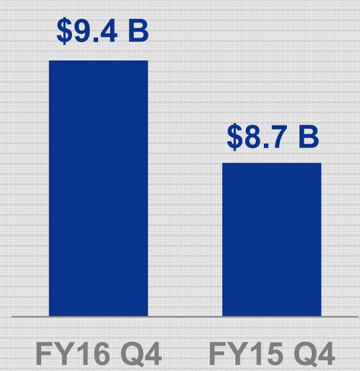
FY16 Fourth Quarter Highlights*

- Organic growth of 4% (ex. Automotive Experience)
  - Building Efficiency sales up 2% (ex. FX and M&A)
  - Power Solutions sales up 8% (ex. FX and Lead)
- Hitachi joint venture profitability and integration continuing to exceed expectations
- Strong order momentum (orders up 6% organically)
  - Growth in Institutional verticals (particularly Education & Healthcare)
  - Quoting pipeline remains strong

*Non-GAAP, excludes Tyco results as well as transaction / integration / separation costs, year-end pension/postretirement mark-to-market adjustments and other special items. See appendix.

FY16 Fourth Quarter Earnings from Continuing Operations*

NET SALES



+7%

Level

Ex. FX and M&A

DILUTED EPS

+16%

SEGMENT EBIT

+16%

Segment EBIT margin

+90 bps

*Non-GAAP, excludes Tyco results as well as transaction / integration / separation costs, year-end pension/postretirement mark-to-market adjustments and other special items. See appendix.

Integration underway
Committed to achieving $1+ billion in cost savings

- Executing our “Day One” plan
- Early signs of traction on cost synergy plans

Productivity Plus Deal Synergies = $1B+ Opportunity

Johnson Controls Productivity ~$300M* + **Tyco Productivity ~$100M*** + **Deal Synergies ~$650M*** = **~$1B+**

Johnson Controls Productivity ~$300M*
- Manufacturing/ Engineering
- Procurement
- Marketing & Sales
- Functional Excellence

Tyco Productivity ~$100M*
- Procurement
- Branch Network
- Functional Excellence

Deal Synergies ~$650M*
- Operational
- Tax

~$1B+

Significant Value Creation Within Our Control

*Year 3 run rate synergies / productivity are estimates of future amounts

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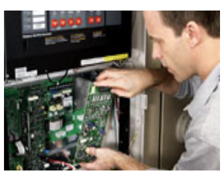
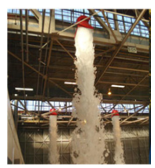
Organized Around 2 Strategic Platforms

Buildings
FY16 Sales: $23B

Building Efficiency
~$13B

Tyco
~$10B








Power
FY16 Sales: $7B

Conventional Lead-Acid

AGM (Start-Stop)



Lithium-Ion

Energy Storage

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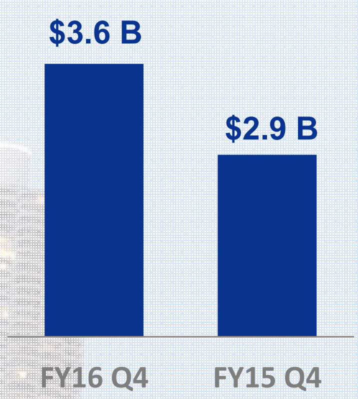
Building Efficiency*

Continued order momentum

NET SALES

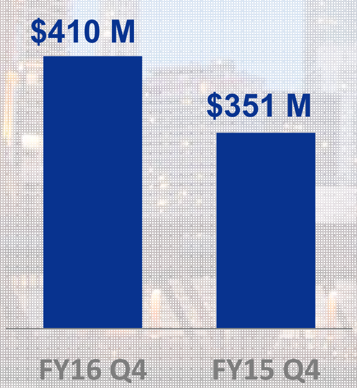


+25%

+2%
Ex. FX and M&A

- Third party sales (ex. FX and M&A)
  - Systems and Service NA level
  - Products NA +3%
  - Asia +8%
- Orders secured +6% (ex. FX and M&A)
  - Systems and Service NA +6%
  - Products NA +7%
  - Asia +7%
- Backlog $4.8B, +5% (ex. FX and M&A)

SEGMENT EBIT



+17%

- Higher volumes
- Hitachi JV profitability contribution
- Segment EBIT margin **(80) bps**
  - In-line with expectations
  - Mix related to lower margin Hitachi JV
  - Product and sales force investments

* Non-GAAP excludes transaction / integration / separation costs and other special items. See appendix.

Tyco*

NET SALES

$828 M

SEGMENT EBIT

$86 M

- Represents September results
- Includes $21M incremental recurring purchase accounting amortization
- Conforms to Johnson Controls accounting policies
- Solid momentum entering FY17

* Non-GAAP excludes transaction / integration / separation costs and other special items. See appendix.

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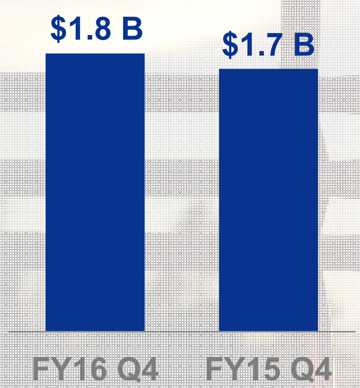
Power Solutions*

Higher volumes and significant margin expansion

NET SALES



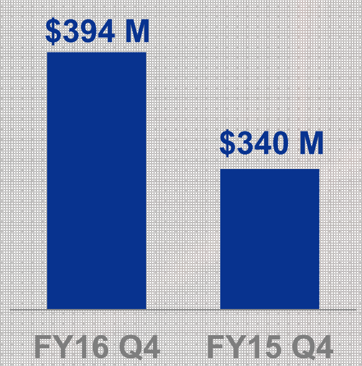
+7%

+8%

Ex. FX & lead impact

- Higher volumes in all regions
- Global shipments of start-stop +30%
  - China +136%
  - Americas +87%
  - EMEA +3%
- Growth in OE (+2%) and aftermarket (+9%) shipments

SEGMENT EBIT



+16%

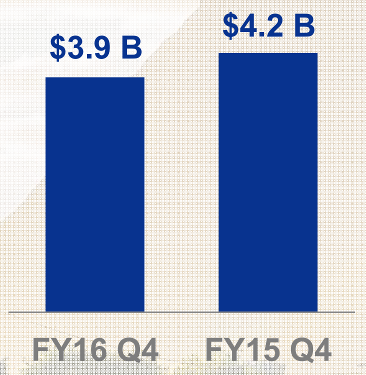
- Segment EBIT margin **+160 bps**
  - Benefit of lower lead price on sales
- Higher volumes
- Favorable product mix
- Cost reduction initiatives

* Non-GAAP excludes transaction / integration / separation costs and other special items. See appendix.

Automotive Experience*

Strong profitability

NET SALES



-5%

- Growth in Asia offset by lower North America and Europe volumes
- China sales (mostly non-consolidated) +26% to $2.9 billion (+31% ex. FX)
- FY16 Q4 industry light vehicle production
  - North America +2%
  - Europe -2%
  - China +21%

SEGMENT EBIT

+13%

- Segment EBIT margin **+110 bps**
- Restructuring savings and cost reduction initiatives
- Improved operational efficiencies

* Non-GAAP excludes transaction / integration / separation costs and other special items. See appendix.

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FY16 Fourth Quarter
Financial Highlights (continuing operations)

(in millions)	**2016 ***	**2015 ***	**% Change**	**2016 (reported)**	**2015 (reported)**
Sales	$9,390	$8,749	+7%	**$10,198**	**$8,749**
Gross profit	1,927	1,715	+12%	**2,065**	**1,559**
% of sales	*20.5%*	*19.6%*		***20.2%***	***17.8%***
SG&A expenses	992	881	+13%	**1,914**	**1,031**
Equity income	150	105	+43%	**144**	**100**
EBIT	$1,085	$939	+16%	**$295**	**$628**
	11.6%	***10.7%***		***2.9%***	***7.2%***

Gross profit margin	**+90 bps** includes leverage on improved volume and JCOS benefits
Equity income	Increase due to Interiors JV and non-consolidated Hitachi China JVs
EBIT	**+90 bps** reflects strong operational execution and increased equity income

*Non-GAAP, excludes Tyco results as well as transaction / integration / separation costs, year-end pension/postretirement mark-to-market adjustments and other special items. See appendix.

FY16 Fourth Quarter Financial Highlights (continuing operations)

(in millions, except earnings per share)	**2016 ***	**2015 ***	**2016 (reported)**	**2015 (reported)**
EBIT	$1,085	$939	**$295**	**$628**
Restructuring and impairment costs	-	-	**289**	**397**
Financing charges - net	77	73	**103**	**73**
Income (loss) before taxes	1,008	866	**(97)**	**158**
Income tax provision	172	162	**1,035**	**135**
Net income (loss)	836	704	**(1,132)**	**23**
Income attributable to non-controlling interests	60	20	**39**	**20**
Net income (loss) attributable to JCI	$776	$684	**($1,171)**	**$3**
Diluted EPS	$1.21	$1.04	**($1.61)**	**$0.00**

Non-controlling interests	Reflects impact of Hitachi JV
Income tax provision	Tax rate of 17% in 2016 and 19% in 2015
Diluted EPS	Up 16% vs. the prior year quarter

*Non-GAAP, excludes Tyco results as well as transaction / integration / separation costs, year-end pension/postretirement mark-to-market adjustments and other special items. See appendix.

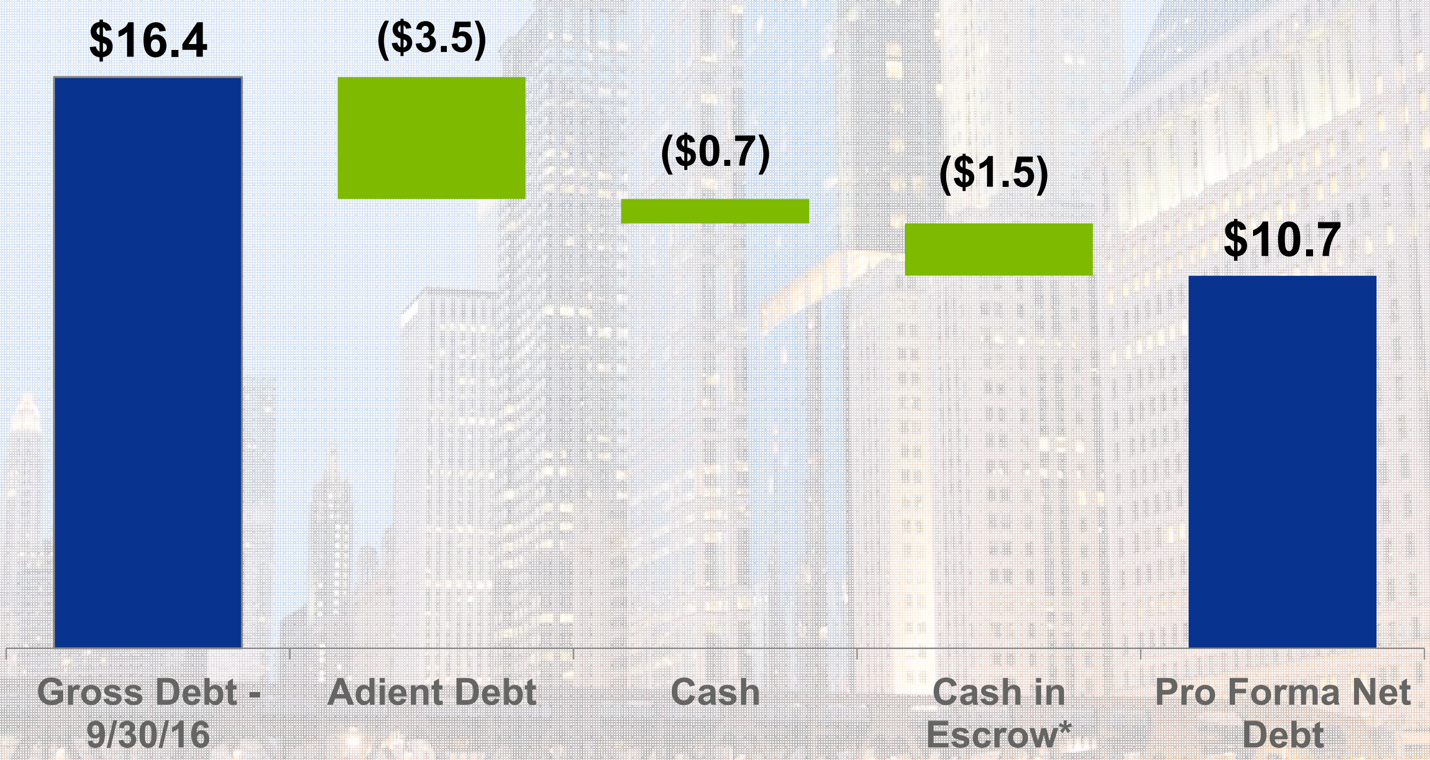
Balance Sheet and Cash Flow

- Net debt to capitalization of 39.4% at 9/30/16
  - Assumed Tyco debt of $2.2 billion (weighted average interest rate of 3.7%)
  - Tyco debt issuance of $4.0 billion (interest rate of 2.3%)
  - Adient debt issuance of $3.5 billion (weighted-average interest rate of 3.1%)
- Adjusted free cash flow* of $0.9 billion in the quarter; exceeded expectations
- Capex* of $0.4 billion in the quarter; in-line with expectations

Note: Net debt = Total debt less cash

* Excludes Tyco

Pro Forma Net Debt



* $1.5 billion Adient distribution received in fourth quarter; $1.5 billion received from escrow in October 2016

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FY17 Matters of Interest

- Adient to be reflected as discontinued operation beginning first quarter FY17
- Buildings reportable segment change
- Corporate reported separately
- Finalize purchase accounting related to Tyco merger
- Special items
  - Restructuring and impairment costs
  - Transaction, integration and separation costs
  - Income taxes
  - Pension/OPEB mark-to-market
- Form 8-K filed today with FY16 quarterly/full year pro forma financial information

	Q1 FY16	Q2 FY16	Q3 FY16	Q4 FY16	FY16
Diluted EPS*	$0.48	$0.45	$0.61	$0.76	$2.31

Includes annual amortization expense of $430M ($290M after-tax; $0.31)

* Non-GAAP excludes transaction / integration / separation costs and other special items; Quarters may not sum due to rounding

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Analyst Day in New York

Mandarin Oriental Hotel

December 5th

Appendix

Fourth Quarter Special Items (Continuing Operations)

In millions, except EPS impact numbers

2016	Pre-tax Income (Expense)	Tax (Expense) Benefit	NCI (Expense) Benefit	After-tax Income (Expense)	EPS Impact
Transaction, Integration & Separation	($293)	$29	$1	($263)	($0.36)
Restructuring & Impairment	(296)	54	10	(232)	(0.32)
Pension/OPEB Mark-to-Market and Settlement	(514)	146	11	(357)	(0.49)
Non-Recurring Purchase Accounting	(74)	20		(54)	(0.07)
Tyco Adjusted EBIT	72	(9)	(1)	62	0.08
Discrete Income Tax Items		(1,103)		(1,103)	(1.50)
Total	**($1,105)**	**($863)**	**$21**	**($1,947)**	**($2.65)**
Adjusted Diluted Shares Outstanding					(0.17)
Total	**($1,105)**	**($863)**	**$21**	**($1,947)**	**($2.82)**

2015	Pre-tax Income (Expense)	Tax (Expense) Benefit	NCI (Expense) Benefit	After-tax Income (Expense)	EPS Impact
Transaction, Integration & Separation	($34)	$6		($28)	($0.04)
Restructuring & Impairment	(397)	87		(310)	(0.47)
Pension/OPEB Mark-to-Market	(422)	165		(257)	(0.39)
Net Gain/(Loss) on Divestitures	145	(107)		38	0.06
Discrete Income Tax Items		(124)		(124)	(0.19)
Total	**($708)**	**$27**	**$0**	**($681)**	**($1.04)**

Note: Total may not sum due to rounding

Free Cash Flow*

	Q3 YTD		Q4		FISCAL YEAR	
	FY16	FY15	FY16	FY15	FY16	FY15
Cash provided by operating activities	$ 0.7	$ 0.9	$ 1.1	$ 0.7	$ 1.8	$ 1.6
Capital expenditures	(0.8)	(0.8)	(0.4)	(0.3)	(1.2)	(1.1)
Reported free cash flow	(0.1)	-	0.7	0.4	0.6	0.5
Adjustments:						
Tax audit settlements		0.2		0.2		0.4
Transaction tax payments	0.6				0.6	
Transaction/integration/separation costs	0.3	0.1	0.2		0.5	0.1
Other - net				0.4		0.4
Adjusted free cash flow	$ 0.8	$ 0.3	$ 0.9	$ 1.0	$ 1.7	$ 1.4

Note: May not sum due to rounding

* Excludes Tyco

Fourth Quarter FY16 Restructuring and Impairment Costs

In millions

		Q4 Restructuring		
Business Unit	**Charge**	**Cash**	**Non-cash**	**Total**
Corporate	$ 50	$ 43	$ 7	$ 50
Automotive Experience	88	42	46	88
Building Efficiency/Tyco	85	61	24	85
Power Solutions	66	2	64	66
Total	$ 289	$ 148	$ 141	$ 289

Restructuring and non-cash impairment charges primarily related to workforce reductions and asset impairments


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