

**IMPORTANT TAX INFORMATION
FOR TYCO INTERNATIONAL SHAREHOLDERS**

PLEASE RETAIN FOR YOUR RECORDS

The purpose of this document is to assist you in determining the tax consequences to you of the pro rata distribution (the “Distribution”) by Tyco International Ltd. (“Tyco International”) of 100% of the outstanding common shares of Pentair Ltd. (formerly known as Tyco Flow Control International Ltd.) (“New Pentair”) and outstanding shares of common stock of The ADT Corporation (“ADT”) to Tyco International shareholders. The Distribution was completed on September 28, 2012.

Immediately following the Distribution, a wholly-owned indirect subsidiary of New Pentair merged with and into Pentair, Inc. (“Pentair”), a Minnesota corporation, with Pentair surviving the merger as a wholly-owned, indirect subsidiary of New Pentair (the “Merger”). As consideration for the Merger, Pentair shareholders received one newly-issued common share of New Pentair for every Pentair common share they held at the time of the Merger. As a result, Tyco International shareholders owned approximately 52.5% of the common shares of New Pentair (on a fully-diluted basis) immediately following the Merger.

New Pentair’s common shares trade under the ticker symbol “PNR,” which was Pentair’s trading symbol. Shares of ADT common stock trade under the ticker symbol “ADT.” Common shares of Tyco International continue to trade under the ticker symbol “TYC.”

The tax consequences discussed in this document include the allocation of your tax basis among your Tyco International common shares and the New Pentair common shares and ADT common stock you received in the Distribution.

Pursuant to the terms of the Distribution, each Tyco International shareholder received 0.50 shares of ADT common stock and approximately 0.24 New Pentair common shares for each common share of Tyco International held by such Tyco International shareholder at the close of business on September 17, 2012 (the record date). Fractional common shares of ADT common stock and New Pentair common shares were not distributed, and any Tyco International shareholder entitled to receive fractional shares received or will receive cash in lieu of a fractional share.

Tyco International has received private letter rulings from the Internal Revenue Service (the “IRS”) to the effect that, for U.S. federal income tax purposes, the Distribution, except for cash received in lieu of fractional shares of ADT common stock and New Pentair common shares, will qualify as tax-free. In addition to obtaining the private letter rulings, Tyco International has received opinions from outside legal counsel confirming the tax-free status of the Distribution for U.S. federal income tax purposes, including confirming the satisfaction of the requirements for a tax-free transaction not specifically addressed in the IRS private letter rulings. The private letter rulings and the opinions rely on certain facts and assumptions and certain representations and undertakings from ADT, New Pentair, and Tyco International that certain conditions that are necessary to obtain tax-free treatment have been satisfied.

Assuming the foregoing is correct, for U.S. federal income tax purposes:

- No gain or loss will be recognized by, or be includible in the income of, a holder of Tyco International common shares, solely as a result of the receipt of ADT common stock and New Pentair common shares in the Distribution;
- The holding period of shares of ADT common stock and New Pentair common shares received by Tyco International shareholders, including any fractional share interest for which cash is received, will include the holding period of their Tyco International common shares, provided that such Tyco International common shares were held as a capital asset on the date of the Distribution; and
- A Tyco shareholder who receives cash in lieu of a fractional share of ADT common stock or a fractional New Pentair common share in the Distribution will be treated as having sold such fractional shares for cash and generally will recognize capital gain or loss in an amount equal to the difference between the amount of cash received and such shareholder's adjusted tax basis in the fractional shares. That gain or loss will be long-term capital gain or loss if the shareholder's holding period for its Tyco International common shares exceeds one year.

As noted above, the Distribution was effective on September 28, 2012. For a Tyco International shareholder whose taxable year is the calendar year, the reportable tax year is 2012.

Tax Basis Allocation

As discussed above, pursuant to the terms of the Distribution, each Tyco International shareholder received 0.50 shares of ADT common stock and 0.239943 New Pentair common shares for each common share of Tyco International held by such Tyco International shareholder at the close of business on the record date.

To calculate your gain or loss on the sale of a common share, you must calculate your tax basis in the share.

As a result of the Distribution, Tyco International shareholders will be required to allocate the aggregate tax basis in their Tyco International common shares held immediately before the Distribution among the ADT common stock and New Pentair common shares received in the Distribution and their Tyco International common shares held immediately after the Distribution. Your aggregate tax basis in your Tyco International common shares held immediately before the Distribution should be allocated in proportion to the relative fair market value of the Tyco International common shares, ADT common stock, and New Pentair common shares.

Although U.S. federal income tax laws do not specify how to determine the relative fair market value of the Tyco International common shares, ADT common stock, and New Pentair common shares, we believe one approach is to use the closing share prices quoted on the New York Stock Exchange ("NYSE") on October 1, 2012, the first day of "regular way" trading following the Distribution.

Based on the closing prices at which Tyco International common shares, ADT common stock, and Pentair Ltd. common shares traded on October 1, 2012, \$28.50, \$37.27, and \$42.48, respectively, and the distribution ratios discussed above, the allocation ratios with respect to each share of stock are calculated below:

	Closing Price	Allocation Ratio (%)
Tyco International	\$28.50	$\$28.50 \div (\$28.50 + 0.5(\$37.27) + 0.239943(\$42.48)) = \mathbf{49.71\%}$
ADT	\$37.27	$(0.5(\$37.27)) \div (\$28.50 + 0.5(\$37.27) + 0.239943(\$42.48)) = \mathbf{32.51\%}$
Pentair Ltd.	\$42.48	$(0.239943(\$42.48)) \div (\$28.50 + 0.5(\$37.27) + 0.239943(\$42.48)) = \mathbf{17.78\%}$

Under this approach, 49.71% of your tax basis should be allocated to your Tyco International common shares, 32.51% of your tax basis should be allocated to your newly-received ADT common stock (including any fractional share interest), and 17.78% of your tax basis should be allocated to your newly-received New Pentair common shares (including any fractional share interest). **You are not bound by this approach and might choose, in consultation with your tax advisor, to use another approach to determine the relative fair market value of the Tyco International common shares, ADT common stock, and New Pentair common shares.**

The attached worksheet will help you calculate your new tax basis in your Tyco International common shares, ADT common stock, and New Pentair common shares. A hypothetical example is provided, together with space to fill in your actual numbers. In order to use the worksheet, you will need to know the basis of your common shares of Tyco International before the Distribution.

If you acquired your common shares of Tyco International by purchase, your tax basis in those shares is generally your cost of acquiring the shares. If you did not acquire your common shares of Tyco International by purchase, you should consult your tax advisor to determine your tax basis in those shares. If you acquired your common shares of Tyco International at different times and at different costs, you will need to make separate basis allocations for each group of shares. **Please consult your tax advisor to determine your tax basis in your Tyco International common shares to be allocated.**

Shareholder Statement to be Filed with U.S. Tax Return

Pursuant to Treasury Regulation section 1.355-5(b), certain shareholders of Tyco International (*i.e.*, shareholders who, immediately before the Distribution, owned 5% or more of the outstanding common shares of Tyco International) who received shares of ADT common stock and New Pentair common shares in the Distribution are also required to attach an information

statement related to the Distribution to their U.S. federal income tax returns for the year in which the Distribution occurs.

Consult Your Tax Advisor

The information in this document represents our understanding of existing U.S. federal income tax law and regulations and does not constitute tax advice. It does not purport to be complete or to describe tax consequences that may apply to particular categories of stockholders, including in particular, the possibility of applying different methods for allocating tax basis.

To comply with requirements imposed by the IRS, we inform you that any U.S. tax advice contained in this communication is not intended or written to be used, and cannot be used, for the purposes of (i) avoiding penalties under the Internal Revenue Code of 1986, as amended, or (ii) promoting, marketing, or recommending any transaction or matter addressed herein.

Each shareholder should consult a tax advisor as to the particular consequences of the Distribution under U.S. federal, state and local and foreign tax laws, including, in particular, tax basis allocation rules and the effect of possible changes in tax laws that may affect the description set forth above.

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TYCO INTERNATIONAL COMMON SHARES TAX BASIS CALCULATION

In this example, 105 common shares of Tyco International were purchased for \$45.00 per share, resulting in a tax basis of \$4,725.00. The original tax basis of \$4,725.00 must now be allocated to the post-distribution Tyco International common shares and the newly-received New Pentair** common shares and ADT common stock (including any fractional share interests of New Pentair and ADT).

Post-Distribution Tax Basis Per Tyco International Common Share

<u>Example:</u>	\$4,725.00	x	49.71%*	=	\$2,348.80	÷	105	=	\$22.37
	Original tax basis		Allocated ratio		Post-distribution total tax basis of Tyco International common shares		Total number of Tyco International shares		Post-distribution tax basis per Tyco International common share
<u>Calculate your post-distribution tax basis per Tyco International common share:</u>									
	[]	x	49.71%*	=	[]	÷	[]	=	[]
	Original tax basis		Allocated ratio		Post-distribution total tax basis of Tyco International common shares		Total number of Tyco International shares		Post-distribution tax basis per Tyco International common share

* Based on closing share prices quoted on the New York Stock Exchange on October 1, 2012.

** Tyco Flow Control International Ltd. changed its name to Pentair Ltd. on September 14, 2012, and is referred to herein as New Pentair.

ADT COMMON STOCK TAX BASIS CALCULATION

In this example, 105 common shares of Tyco International were purchased for \$45.00 per share, resulting in a tax basis of \$4,725.00. The original tax basis of \$4,725.00 must now be allocated to the post-distribution Tyco International common shares and the newly-received New Pentair common shares and ADT common stock (including any fractional share interests of New Pentair and ADT).

Post-Distribution Tax Basis Per Share of ADT Common Stock

<u>Example:</u>	\$4,725.00	x	32.51%*	=	\$1,536.10	÷	52.5	=	\$29.26
	Original tax basis		Allocated ratio		Post-distribution total tax basis of ADT common stock		Total number of ADT shares (each Tyco International share entitles shareholder to 0.50 shares of ADT common stock) (105 x 0.50)		Post-distribution tax basis per share of ADT common stock (including any fractional share interest)
<u>Calculate your post-distribution tax basis per share of ADT common stock:</u>									
	[]	x	32.51%*		[]	÷	[]		[]
	Original tax basis		Allocated ratio		Post-distribution total tax basis of ADT common stock		Total number of ADT shares		Post-distribution tax basis per share of ADT common stock (including any fractional share interest)

* Based on closing share prices quoted on the New York Stock Exchange on October 1, 2012.

Tax Basis of Fractional Share of ADT Common Stock

<u>Example:</u>	\$29.26	x	0.5	=	\$14.63
	Post-distribution tax basis per share of ADT common stock (including any fractional share interest)		Fractional share of ADT common stock		Tax basis of fractional share of ADT common stock
<u>Calculate your ADT common stock fractional share tax basis:</u>					
	[]	x	[]	=	[]
	Post-distribution tax basis per share of ADT common stock (including any fractional share interest)		Fractional share of ADT common stock		Tax basis of fractional share of ADT common stock

Gain or Loss from Sale of Fractional Share of ADT Common Stock

<u>Example:</u>	\$18.64	-	\$14.63	=	\$4.01
	Cash received in lieu of fractional share of ADT common stock		Tax basis of fractional share of ADT common stock		Gain (Loss) from sale of fractional share of ADT common stock
<u>Calculate your gain or loss from sale of fractional share of ADT common stock:</u>					
	[]	-	[]	=	[]
	Cash received in lieu of fractional share of ADT common stock		Tax basis of fractional share of ADT common stock		Gain (Loss) from sale of fractional share of ADT common stock

NEW PENTAIR COMMON SHARES TAX BASIS CALCULATION

In this example, 105 common shares of Tyco International were purchased for \$45.00 per share, resulting in a tax basis of \$4,725.00. The original tax basis of \$4,725.00 must now be allocated to the post-distribution Tyco International common shares and the newly-received New Pentair common shares and ADT common stock (including any fractional share interests of New Pentair and ADT).

Post-Distribution Tax Basis Per New Pentair Common Share

<u>Example:</u>	\$4,725.00	x	17.78%*	=	\$840.11	÷	25.194015	=	\$33.35
	Original tax basis		Allocated ratio		Post-distribution total tax basis of New Pentair common shares		Total number of New Pentair shares (each Tyco International share entitles shareholder to 0.239943 New Pentair common share) (105 x 0.239943)		Post-distribution tax basis per New Pentair common share (including any fractional share interest)
<u>Calculate your new tax basis per share of New Pentair common stock:</u>									
	[]	x	17.78%*	=	[]	÷	[]	=	[]
	Original tax basis		Allocated ratio		Post-distribution total tax basis of New Pentair common shares		Total number of New Pentair shares		Post-distribution tax basis per New Pentair common share (including any fractional share interest)

* Based on closing share prices quoted on the New York Stock Exchange on October 1, 2012.

Tax Basis of Fractional Share of New Pentair Common Shares

<u>Example:</u>	\$33.35	x	0.194015	=	\$6.47
	Post-distribution tax basis per New Pentair common share (including any fractional share interest)		Fractional share of New Pentair common shares		Tax basis of fractional share of New Pentair common shares
<u>Calculate your New Pentair common shares fractional share tax basis:</u>					
	[]	x	[]	=	[]
	Post-distribution tax basis per New Pentair common share (including any fractional share interest)		Fractional share of New Pentair common shares		Tax basis of fractional share of New Pentair common shares

Gain or Loss from Sale of Fractional Share of New Pentair Common Shares

<u>Example:</u>	\$8.24	-	\$6.47	=	\$1.77
	Cash received in lieu of fractional share of New Pentair common shares		Tax basis of fractional share of New Pentair common shares		Gain (Loss) from sale of fractional share of New Pentair common shares
<u>Calculate your gain or loss from sale of fractional share of New Pentair common shares:</u>					
	[]	-	[]	=	[]
	Cash received in lieu of fractional share of New Pentair common shares		Tax basis of fractional share of New Pentair common shares		Gain (Loss) from sale of fractional share of New Pentair common shares