

Deutsche Bank Global Industrials & Basic Materials Conference

14 / June / 2013

tyco

George Oliver, Chief Executive Officer

# // Forward-Looking Statements / Safe Harbor

This presentation contains a number of forward-looking statements. Words and variations of words such as "outlook", "expect", "intend", "will", "anticipate", "believe", "propose", "potential", "continue", "opportunity", "estimate", "project" and similar expressions are intended to identify forward-looking statements. Examples of forward looking statements include, but are not limited to, revenue, operating income and other financial projections, statements regarding the health and growth prospects of the industries and end markets in which Tyco operates, the leadership, resources, potential, priorities, and opportunities for Tyco in the future, statements regarding Tyco's credit profile and capital allocation priorities, and statements regarding Tyco's acquisition, divestiture, restructuring and capital market related activities. The forward-looking statements in this presentation are based on current expectations and assumptions that are subject to risks and uncertainties, many of which are outside of our control, and could cause results to materially differ from expectations. Such risks and uncertainties include, but are not limited to:

- Economic, business, competitive, technological or regulatory factors that adversely impact Tyco or the markets and industries in which it competes;
- Changes in tax requirements (including tax rate changes, new tax laws or treaties and revised tax law interpretations);
- Results and consequences of Tyco's internal investigations and governmental investigations concerning its governance, management, internal controls and operations including its business operations outside the United States:
- The outcome of litigation, arbitrations and governmental proceedings, including the effect of income tax audit settlements and appeals and environmental remediations;
- Economic, legal and political conditions in international markets, including governmental changes and restrictions on the ability to transfer capital across borders;
- Changes in capital market conditions, including availability of funding sources, currency exchange rate fluctuations, and interest rate fluctuations and other changes in borrowing cost;

- Economic and political conditions in international markets, including governmental changes and restrictions on the ability to transfer capital across borders;
- The possible effects on us of pending and future legislation in the United States that may limit or eliminate potential U.S. tax benefits resulting from Tyco's jurisdiction of incorporation or deny U.S. government contracts to us based upon Tyco's jurisdiction of incorporation;
- Tyco's ability to achieve anticipated cost savings and to execute on its portfolio refinement and acquisition strategies, including successfully integrating acquired operations;
- Tyco's ability to realize the expected benefits of the 2012 separation transactions, including the integration of its commercial security and fire protection businesses;
- Availability and fluctuations in the prices of key raw materials, and events that could impact the ability of our suppliers to perform; and
- Natural events such as severe weather, fires, floods and earthquakes.

Actual results could differ materially from anticipated results. More detailed information about these and other factors is set forth on Tyco's Annual Report on Form 10-K for the fiscal year ended September 28, 2012 and in subsequent filings with the Securities and Exchange Commission.

Tyco is under no obligation (and expressly disclaims any obligation) to update its forward-looking statements.



# A Combination Of World Class Fire & Security Businesses



We Advance Safety And Security By Finding Smarter Ways To Save Lives, Improve Businesses And Protect Where People Live And Work



# The "New" Tyco









- World's leading "pure play" Fire & Security company with 2012 revenue of \$10.4B
- Market leader in \$100 billion fragmented, consolidating space growing in excess of GDP
- Industry leading brands and technologies with deep innovation pipeline
- Significant scale advantage with over 600 worldwide sales and service branches
- Comprehensive capability to design, install and service Fire
   & Security solutions around the world
- Strong cash flow generation and financial flexibility

## **Uniquely Positioned To Lead The Fire & Security Industry**



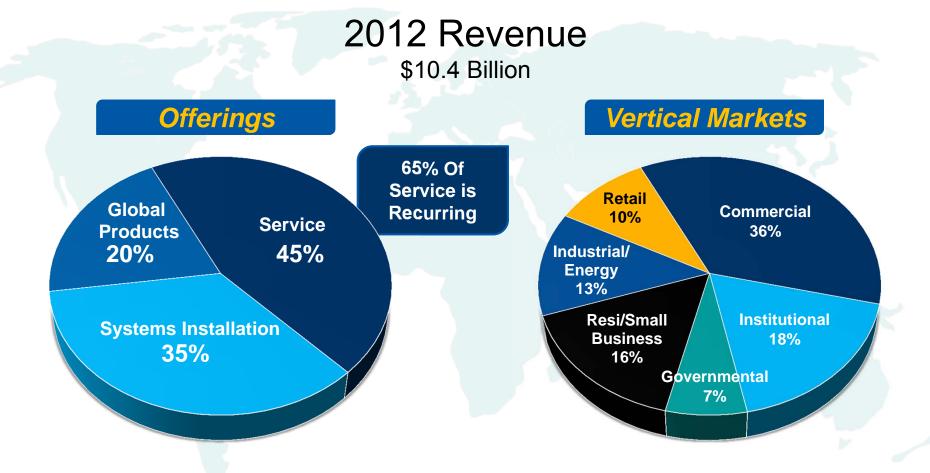
# As An Operating Company We Can Move With Speed & Simplicity...



## ...To Deliver Growth & Margin Expansion



# Revenue Base Is Diversified Across Offerings & Key Verticals



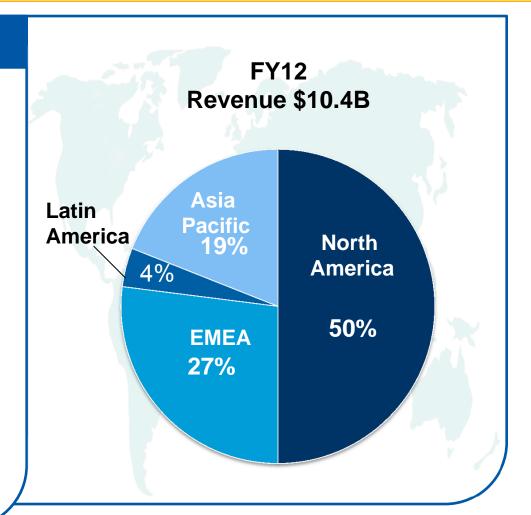
## **Diverse Base Provides Balance**



# A Strong Presence In Developed Markets With An Accelerating Presence In Key Growth Markets

## **Geographic Mix**

- 50% of our revenue is generated outside of North America
- Growth markets represent
   ~11% of total revenue with an
   opportunity to accelerate
- We operate in more than 100 countries
- 69,000 employees globally in more than 1,200 office locations
- Over 3 million customers



**Leveraging Industry Depth To Capitalize On Growth Markets** 



# We Are A Leader In A \$100 Billion Global And Fragmented Market

	Products	Installation	Services
Market Size	~\$30 Billion	~\$40 Billion	~\$30 Billion
Estimated Tyco Global Market Share	Other 9%	Type 10% Other	type 15% Other
Market Position	#1-2	#1	#1
Market Characteristics	<ul> <li>Top 5 global players account for ~25% share</li> <li>Innovation and product development critical to success</li> </ul>	<ul> <li>Fragmented, 65-80% small, local and regional players</li> <li>Project selectivity, management and execution critical to success</li> </ul>	<ul> <li>Fragmented, 65-80% small, local and regional players</li> <li>Services innovation and productivity critical to success</li> </ul>

## Unique Advantage To Leverage Scale



# We Provide An Extensive Range Of Product & Service Offerings

## Products \$2.1B Revenue

- Suppression systems, sprinklers, extinguishers, fire & alarm detection
- Intrusion and access control, video and electronic article surveillance
- Respiratory protection systems, thermal imaging and gas detection equipment

## Installation \$3.7B Revenue

- Installation of:
  - Electronic security systems (intrusion, access control, EAS, video)
  - Fire detection and suppression systems

## Services \$4.6B Revenue

- Monitoring & maintenance services for:
  - Electronic security systems
  - Fire detection and suppression systems



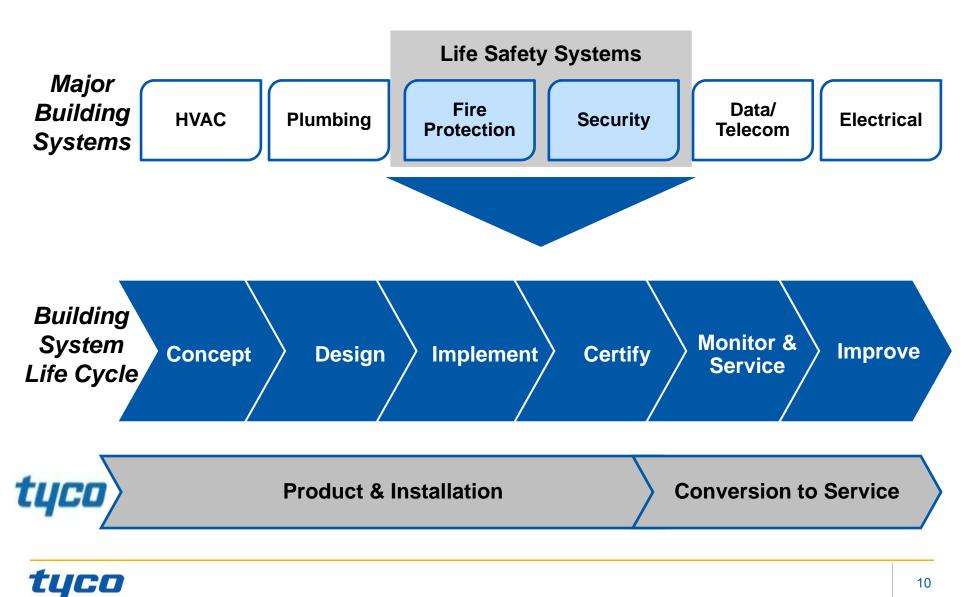




**Uniquely Positioned To Deliver Differentiated Solutions To Key End Markets** 



## We Provide The Most Critical Building Systems



# Multiple Channels Serve Local, Regional & Global Customers

### Channels To Market

**Direct Channel** 

80%

20%

**Indirect Channel** 

## **End Users**

### **Local Customers**

- Proximity to customers
- Knowledge of local laws, regulations and procedures
- Speed of service and delivery

## **Regional Customers**

- Responsiveness to customer at multiple locations
- Regional expertise
- Standardization and scale efficiencies

### **Global Customers**

- Global scope & scale
- Broad portfolio of products & services
- Extensive branch network

### Influencers

**Architects** 

Design Engineers Building Contractors

Installers

Building Owner Tenant / End User

Regulators

## **Strong Relationships With Customers & Influencers**



## Proven, Disciplined Capital Allocation...



## Portfolio Management

- Acquisition metrics
  - Strategic fit
  - Strong growth potential
  - ROIC well in excess of risk adjusted WACC
  - EPS accretion by year 2
- Deep pipeline of attractive acquisition candidates
- Divestiture
  - North America guarding business



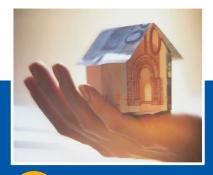
## Return Excess Capital To Shareholders

- Increase annual dividend to maintain 30% - 35% payout ratio
- Dividend payments of ~\$300 million annually
- Repurchased 6.6M shares for \$200 million YTD

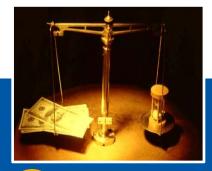
...To Create Maximum Long-term Shareholder Value



# | Significant Opportunities For Long-term Earnings Growth



- 1 Accelerate
  Organic Growth
  - Accelerate service growth
  - Innovation driving product growth
  - Drive vertical market solutions
  - Accelerate Growth Market capabilities & revenue



- **Execute Disciplined Bolt-On Acquisitions** 
  - Enhance technology portfolio
  - Expand product portfolio
  - Broaden service & vertical solutions
  - Strengthen geographic reach



- **3** Drive Productivity Initiatives
  - Leverage scale
  - Reduce complexity
  - Strategic sourcing
  - · "Branch in a Box"
  - Restructuring and Repositioning

## **Many Of Which Are In Our Control**



# **//**(1)

## **Focused On Profitable Growth**



## Accelerate Service Growth

- Leverage breadth and depth of portfolio with customer
- Differentiate offerings through innovation



 Delivered solid service growth of 3% in Q2

# Innovation Driving Product Growth

 Maintain brand leadership with innovation pipeline



- ~1/3 of product revenue driven by new product introductions
- Continued strong growth in products

# Drive Vertical Market Solutions

- Global and concentrated customer base
- Strong position in key markets enables development of targeted innovative solutions



 Broadened expertise in banking with First City Care acquisition

## **Growth Markets**

- "Localize" products to facilitate greater growth market penetration
- Local leadership with local sales and marketing capabilities
- Local R&D supported by Tyco's global technology and resources



- Strong double digit growth
- Signed definitive agreement to acquire Beijing Master Systems – Grade A security license





## **Accelerate Growth Through Targeted Acquisitions**

Enhance Technology Portfolio Expand Product Portfolio

Broaden
Service
& Vertical
Solutions

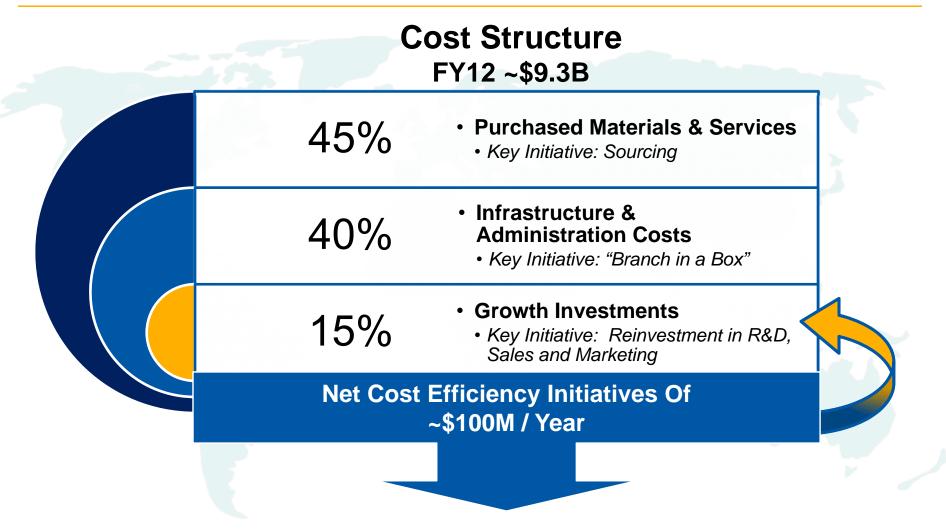
Strengthen Geographic Reach

- Year to date acquisitions
  - Carter Brothers
  - Beijing Master Systems
- First City Care
- National Fire Solutions
- Maintain disciplined approach to acquisitions

Fragmented Industry Provides Attractive Bolt - On Opportunities



# A Centralized Model To Fund Investments In Growth And Drive Shareholder Value

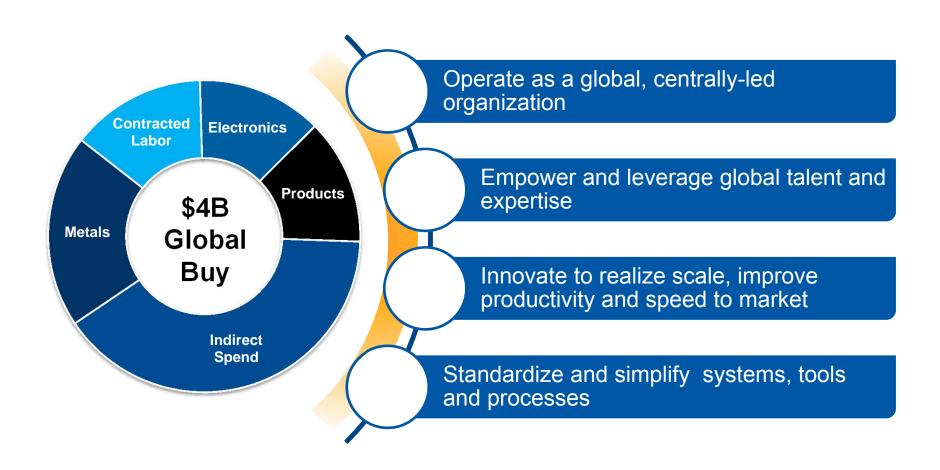


**Deliver ~\$50 Million In Annual Net Savings To Expand Margins** 



# // (3a)

# Our Global Sourcing Strategy Is A Key Contributor To Earnings Growth



**Incremental Savings Expected To Drive \$0.05 EPS Growth In FY13** 



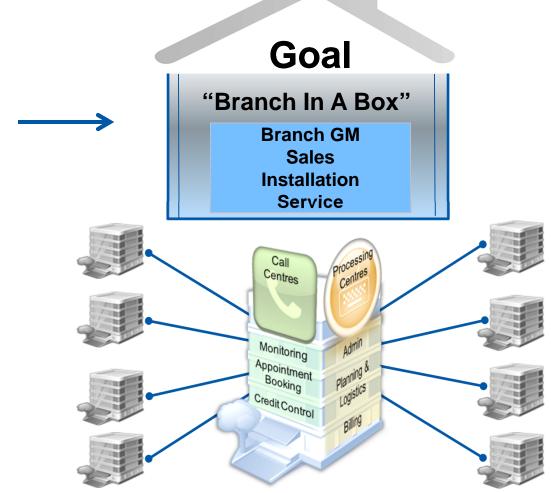


## **Integrating Fire & Security With "Branch In A Box"...**

# Historical Traditional Branch Sales Installation Service Processing Billing Collections Customer Contact Technician Dispatch

## **Monitoring Center**

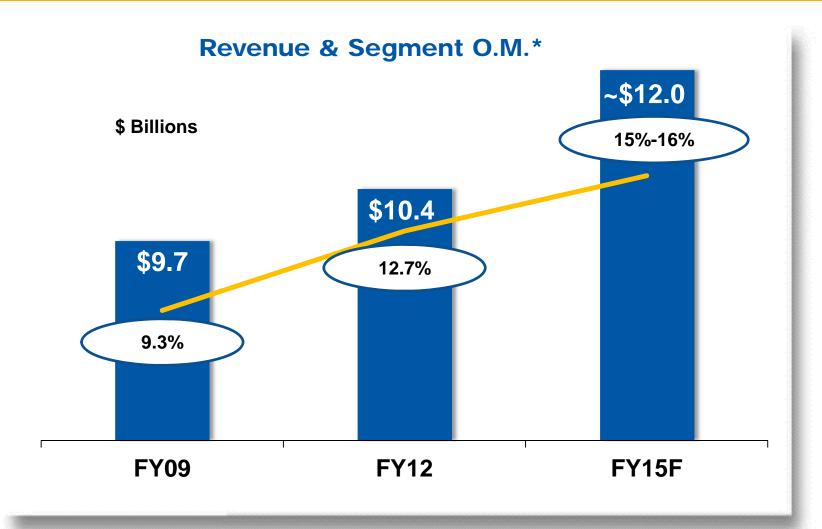
Monitoring Tech Support



## ... Creates Significant Synergy Opportunities



# Positioned To Accelerate Growth, Expand Margins & Drive 15% EPS CAGR...



## ...With A Significant Portion Within Our Control



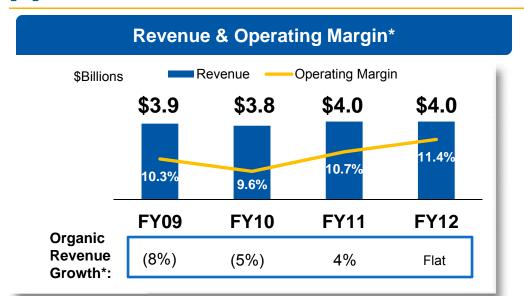
# Appendix

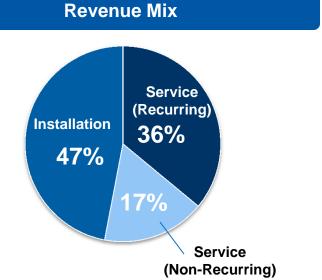
# Financial Outlook By Segment

	NA Install &	ROW Install	Global	Segment
	Service	& Service	Products	Total
FY2012  Revenue  Op Margin*  Growth to FY15F	\$4.0B	\$4.3B	\$2.1B	\$10.4B
	11.4%	11.6%	17.5%	12.7%
Revenue CAGR	+1 to 2%	+5 to 6%	+8 to 9%	+4 to 5%
Op Margin*	+150 to 250bps	+180 to 280bps	+300 to 350bps	15% to 16%
Corporate Expense  Key Business Drivers	<ul> <li>Strength in SimplexGrinnell</li> <li>Project selectivity in commercial security</li> <li>Near term revenue headwinds in FY13 with improving growth outlook</li> <li>Dis-synergies more than offset by productivity beginning in FY15</li> </ul>	<ul> <li>Expansion in Growth markets</li> <li>Increased services footprint in developed markets</li> </ul>	<ul> <li>Innovation and vertical market solutions</li> <li>Pricing discipline</li> </ul>	~2% of Sales • Excludes any future acquisitions



## Installation & Services Financial Trends – North America





### **Business Drivers**

- Service expansion
- Integrated solutions
- Business refresh and modernization cycles
- Retail performance and growth

## **Key Elements of Plan**

- Slow non-resi recovery
- North America security dissynergies
- Integration/back office consolidation benefits
- North America security project selectivity

## **Growth Targets to FY15F**

+1 to 2% revenue CAGR

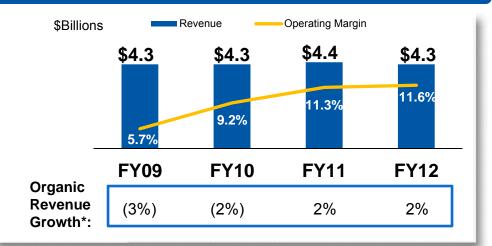
+150 to 250bps operating margin improvement



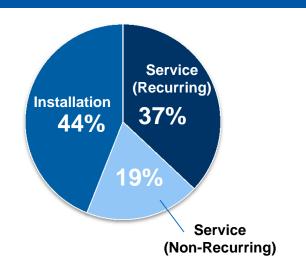
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## Installation & Services Financial Trends – Rest of World

## **Revenue & Operating Margin\***



### **Revenue Mix**



### **Business Drivers**

- Infrastructure growth in emerging markets
- Integrated solutions
- Fire codes and standards evolution

### **Key Elements of Plan**

- Continued softness in Europe
- Service expansion / subscriber revenue growth
- Strong emerging market growth
- Integrated / back-office consolidation benefits

### **Growth Targets to FY15F**

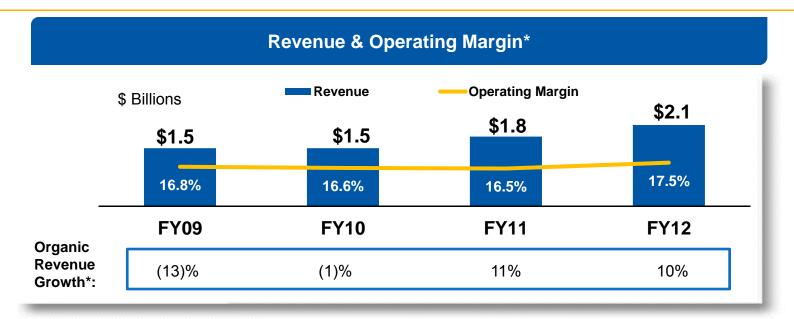
+5 to 6% revenue CAGR

+180 to 280bps operating margin improvement

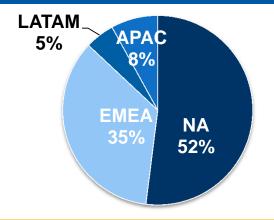


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## **Global Products Financial Overview**







## **Growth Targets to FY15F**

+8 to 9% revenue CAGR

+300 to 350bps operating margin improvement



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## Normalized FY12 Earnings Per Share

### **Reconciliation to FY12 GAAP EPS**

FY12 EPS GAAP	(\$0.72)	
Restructuring, net	\$0.11	
Loss on divestitures, net Acquisition / integration costs	\$0.03 \$0.01	
Asset impairment charges	\$0.04	
Change in valuation methodology for asbestos	\$0.15	
Legacy legal items	\$0.07	
Former management ERISA reversal	(\$0.07)	
Separation costs	\$0.14	
Tax Items	\$0.61 \$0.98	
Loss on extinguishment of debt  FY12 EPS before special items	\$1.35	
Anticipated dis-synergies in NA I&S Segment	(\$0.06)	
Corporate expense from \$331M to expected \$225M	\$0.18	Represents _ forecast
Interest from \$190M to expected \$100M	\$0.16	amounts for
Effective tax rate from 17.7% to expected 19.5%	(\$0.03)	fiscal 2013
FY12 "Normalized"	\$1.60	

Note: "Normalized" EPS is non-GAAP. Normalized EPS is provided to show the pro-forma impact of the enumerated items on fiscal 2012 EPS due to the unusual, or non-existent, nature of these items in fiscal 2012.



# Non GAAP Reconciliations

# // FY2012 - Revenue and Operating Income

Segments					
	NA Installation	ROW Installation	Global	Segment	Corporate
	& Service	& Service	Products	Revenue	and Other
Revenue (GAAP)	\$3,962	\$4,341	\$2,100	\$10,403	

					Operating In	come	•		
	NA Installation & Service	Margin	ROW Installation & Service	Margin	Global Products	Margin	Segment Operating Income	Margin	Corporate and Other
Operating Income (GAAP)	\$374	9.4%	\$456	10.5%	\$353	16.8%	\$ 1,183	11.4%	(\$498)
Restructuring, net	25		34		7		66		13
Separation costs included in SG&A	2						2		1
(Gains) / losses on divestitures, net			7				7		7
Acquisition / integration costs	1		4		4		9		
Asset impairment charges	20		2		3		25		
Change in valuation methodology for asbestos									111
Legacy legal items	29						29		17
Former management ERISA reversal									(50)
Separation costs			2		1		3		68
Tax items									
Loss on extinguishment of debt									
Total Before Special Items	\$451	11.4%	\$505	11.6%	\$368	17.5%	\$ 1,324	12.7%	(\$331)



# // FY2011 - Revenue and Operating Income

Segments					
	NA Installation	ROW Installation	Global	Segment	Corporate
	& Service	& Service	Products	Revenue	and Other
Revenue (GAAP)	\$4,022	\$4,434	\$1,754	\$10,210	\$347

					Operating Inc	ome	ı			
	NA Installation & Service	Margin	ROW Installation & Service	Margin	Global Products	Margin		nent erating come		Corporate and Other
Operating Income (GAAP)	\$425	10.6%	\$405	9.1%	\$295	16.8%	\$	1,125	11.0%	(\$143)
Restructuring, net	7		61		(7)			61		14
Restructuring charges in cost of sales and SG&A			3					3		
(Gains) / losses on divestitures, net			29					29		(253)
Note receivable write-off										5
Acquisition / integration costs			4		1			5		
Legacy legal items										20
Tax items										
Total Before Special Items	\$432	10.7%	\$502	11.3%	\$289	16.5%	\$	1,223	12.0%	(\$357)



# // FY2010 - Revenue and Operating Income

Segments					_
	NA Installation	ROW Installation	Global	Segment	Corporate
	& Service	& Service	Products	Revenue	and Other
Revenue (GAAP)	\$3,784	\$4,302	\$1,526	\$9,612	\$1,408

					Operating Inc	ome	1		
	NA Installation & Service	Margin	ROW Installation & Service	Margin	Global Products	Margin	Segment Operating Income	Margin	Corporate and Other
Operating Income (GAAP)	\$349	9.2%	\$373	8.7%	\$245	16.1%	\$967	10.1%	(\$352)
Restructuring, net	13		71		7		91		7
Restructuring charges in cost of sales and SG&A			2				2		7
Asset impairment charges					(4)		(4)		
ERISA insurance recovery									(1)
(Gains) / losses on divestitures, net			(49)		5		(44)		5
Separation costs									10
Tax items									
Loss on extinguishment of debt									
Total Before Special Items	\$362	9.6%	\$397	9.2%	\$253	16.6%	\$1,012	10.5%	(\$324)



# FY2009 - Revenue and Operating Income

Segments					
	NA	ROW			
	Systems Installation	Systems Installation	Global	Total	Corporate
	& Services	& Services	Products	Segments	and Other
Net Revenue	\$3,931	\$4,254	\$1,534	\$9,719	\$1,400

	NA Systems Installation		ROW Systems Installation		Global		Total		Corporate
	& Services	Margin	& Services	Margin	Products	Margin	Segments	Margin	and Other
Operating Income (Loss) GAAP	\$363	9.2%	(\$1,070)	N/M	(\$349)	N/M	\$ (1,056)		(\$1,496)
Restructuring, net	19		100		24		143		24
Restructuring charges in cost of sales and SG&A	1		13		5		19		7
Other additional charges resulting from restructuring actions					10		10		1
(Gains) / losses on divestitures, net			6				6		3
Goodwill impairment			1,139		567		1,706		935
Intangible impairment	22		43				65		
Legacy legal items									115
Asset Impairment charges			10				10		
Operating Income / Margin Before Special Items	\$405	10.3%	\$241	5.7%	\$257	16.8%	\$ 903	9.3%	(\$411)



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## Segment Organic Revenue Growth – 2012 & 2011

								Twelve Mon	ths End	ed Sept	ember 28	, 2012						_		
				Base Year Adju	istme	nts														
	Net Revenue for the Twelve Months Ended September 30, 2011		Twelve Months Ended (Divestitures) /		,			Acquisitions Other (2)					Organic Revenue (1)			Twe	Revenue for the lve Months Ended ptember 28, 2012			
NA Installation & Services	\$	4,022	\$	- 0.0%	\$	4,022	\$	(10) -0.2%	\$	4	0.1%	\$	(42)	-1.0%	\$	(12)	-0.3%	\$		-1.5%
ROW Installation & Services Global Products		4,434 1,754		(67) -1.5% 13 0.7%		4,367 1,767		(178) -4.0% (38) -2.2%		105 221	2.4% 12.6%		(34) (28)	-0.8% -1.6%		81 178	1.9% 10.1%			-2.1% 19.7%
Total Segment Revenue	\$	10,210	\$	(54) -0.5%	\$	10,156	\$	(226) -2.2%	\$	330	3.2%	\$	(104)	-1.0%	\$	247	2.4%	\$	10,403	1.9%

		Twelve Months Ended September 30, 2011																				
			Base Year Adjustments			nts																
	Twelve N	Net Revenue for the Twelve Months Ended September 24, 2010		(Divestitures)		Adjusted 2010 Base Revenue		Foreign Currency		Acquisitions				Other (2)			Organic Revenue (1)			Net Revenue for the Twelve Months Ended September 30, 2011		
NA Installation & Services	\$	3,784	\$	- 0.0%	\$	3,784	\$	28 0.7%		\$	1	0.0%	\$	41	1.1%	\$	168	4.4%	\$	4,022 6.3%		
ROW Installation & Services		4,302		(192) -4.4%		4,110		240 5.5%			27	0.6%		(42)	-1.0%		99	2.4%		4,434 3.1%		
Global Products		1,526		(5) -0.3%		1,521		39 2.6%			7	0.5%		27	1.8%		160	10.5%		1,754 14.9%		
Total Segment Revenue	\$	9,612	\$	(197) -2.0%	\$	9,415	\$	<b>307</b> 3.2%		\$	35	0.4%	\$	26	0.3%	\$	427	4.5%	\$	<b>10,210</b> 6.2%		

- (1) Organic revenue growth percentage based on adjusted prior year base revenue.
- (2) Amounts represent the impact of the 53rd week of revenue for each segment during fiscal 2011 and the deconsolidation of a joint venture in 2011 in the ROW I&S Segment.
- (3) Amounts include the transfer of certain business from ROW Installation and Services to Global Products.



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## Segment Organic Revenue Growth - 2010 & 2009

							Twe	elve Months Ended	l Septe	ember	24, 2010								
			Base Year Adjustments			nts													
	Net Revenue for the Twelve Months Ended September 25, 2009		ded		Adjusted 2009 Base Revenue		Foreign Currency			Acquisitions			Other			Organic Revenue (1)			Revenue for the lve Months Ended otember 24, 2010
NA Installation & Services	\$	3,931	\$	- 0.0%	\$	3,931	¢	53 1.3%	\$		0.0%	\$	_	0.0%	\$	(200)	-5.1%	\$	3,784 -3.7%
ROW Installation & Services	Ψ	4,254	Ψ	(126) -3.0%	Ψ	4,128	Ψ	261 6.1%	Ψ	-	0.0%	Ψ	-	0.0%	Ψ	(87)	-2.1%	Ψ	4,302 1.1%
Global Products		1,534		(32) -2.1%		1,502		33 2.1%		-	0.0%		-	0.0%		(9)	-0.6%		1,526 -0.5%
Total Segment Revenue	\$	9,719	\$	<b>(158)</b> -1.6%	\$	9,561	\$	<b>347</b> 3.6%	\$	-	0.0%	\$	-	0.0%	\$	(296)	-3.1%	\$	<b>9,612</b> -1.1%

		Twelve Months Ended September 24, 2009															
			Base Year Adjustments														
	Twelve N	enue for the lonths Ended ber 25, 2008	(Div	vestitures)	Adjusted 2008 Base Revenue		Foreign Currency		Acquisitions		Other		Organic Revenue (1)			Twe	Revenue for the lve Months Ended otember 24, 2009
NA Installation & Services	\$	4,152	\$	_	\$	4,152	\$	(69)	\$	170	\$	-	\$	(322)	-7.7%	\$	3,931
ROW Installation & Services	*	5,236	•	(20)	•	5,216	*	(803)	*	-	•	-	*	(159)	-3.0%	*	4,254
Global Products		1,900		(9)		1,891		(119)		-		12		(250)	-13.2%		1,534
Total Segment Revenue	\$	11,288	\$	(29)	\$	11,259	\$	(991)	\$	170	\$	12	\$	(731)	-6.5%	\$	9,719

<sup>(1)</sup> Organic revenue growth percentage based on adjusted prior year base revenue.



# // Non-GAAP Measures

Organic revenue, free cash flow (outflow) (FCF), and income from continuing operations, earnings per share (EPS) from continuing operations, operating income and segment operating income, and normalized EPS, in each case "before special items," are non-GAAP measures and should not be considered replacements for GAAP results.

Organic revenue is a useful measure used by the company to measure the underlying results and trends in the business. The difference between reported net revenue (the most comparable GAAP measure) and organic revenue (the non-GAAP measure) consists of the impact from foreign currency, acquisitions and divestitures, and other changes that either do not reflect the underlying results and trends of the Company's businesses or are not completely under management's control. There are limitations associated with organic revenue, such as the fact that, as presented herein, the metric may not be comparable to similarly titled measures reported by other companies. These limitations are best addressed by using organic revenue in combination with the GAAP numbers. Organic revenue may be used as a component in the company's incentive compensation plans.

FCF is a useful measure of the company's cash that permits management and investors to gain insight into the number that management employs to measure cash that is free from any significant existing obligation and is available to service debt and make investments. The difference between Cash Flows from Operating Activities (the most comparable GAAP measure) and FCF (the non-GAAP measure) consists mainly of significant cash flows that the company believes are useful to identify. It, or a measure that is based on it, may be used as a component in the company's incentive compensation plans. The difference reflects the impact from:

- net capital expenditures,
- dealer generated accounts and bulk accounts purchased,
- cash paid for purchase accounting and holdback liabilities, and
- voluntary pension contributions.

Capital expenditures and dealer generated and bulk accounts purchased are subtracted because they represent long-term investments that are required for normal business activities. Cash paid for purchase accounting and holdback liabilities is subtracted because these cash outflows are not available for general corporate uses. Voluntary pension contributions are added because this activity is driven by economic financing decisions rather than operating activity. In addition, from time to time the company may present adjusted free cash flow, which is free cash flow, adjusted to exclude the cash impact of the special items highlighted below. This number provides information to investors regarding the cash impact of certain items management believes are useful to identify, as described below.



# // Non-GAAP Measures Continued

The limitation associated with using these cash flow metrics is that they adjust for cash items that are ultimately within management's and the Board of Directors' discretion to direct and therefore may imply that there is less or more cash that is available for the company's programs than the most comparable GAAP measure. Furthermore, these non-GAAP metrics may not be comparable to similarly titled measures reported by other companies. These limitations are best addressed by using FCF in combination with the GAAP cash flow numbers.

The company has presented its income and EPS from continuing operations, operating income and segment operating income before special items. Special items include charges and gains related to divestitures, acquisitions, restructurings, impairments, certain changes to accounting methodologies, legacy legal and tax charges and other income or charges that may mask the underlying operating results and/or business trends of the company or business segment, as applicable. The company utilizes these measures to assess overall operating performance and segment level core operating performance, as well as to provide insight to management in evaluating overall and segment operating plan execution and underlying market conditions. The Company also presents its effective tax rate as adjusted for special items for consistency, and from time to time presents corporate expense excluding special items. One or more of these measures may be used as components in the company's incentive compensation plans. These measures are useful for investors because they may permit more meaningful comparisons of the company's underlying operating results and business trends between periods. The difference between income and EPS from continuing operations before special items and income and EPS from continuing operations (the most comparable GAAP measures) consists of the impact of the special items noted above on the applicable GAAP measure. The limitation of these measures is that they exclude the impact (which may be material) of items that increase or decrease the company's reported GAAP metrics, and these non-GAAP metrics may not be comparable to similarly title measures reported by other companies. These limitations are best addressed by using the non-GAAP measures in combination with the most comparable GAAP measures in order to better understand the amounts, character and impact of any increase or decrease on reported results.

The company provides general corporate services to its segments and those costs are reported in the "Corporate and Other" segment. This segment's operating income (loss) is presented as "Corporate Expense." Segment Operating Income represents Tyco's operating income excluding the Corporate and Other segment, and reflects the results of Tyco's three operating segments. Segment Operating Income before special items reflects GAAP operating income adjusted for the special items noted in the paragraph above.

In order to provide a more meaningful comparison of fiscal 2013 results to fiscal 2012 results, normalized EPS before special items is presented. Normalized EPS adjusts fiscal 2012 GAAP results by replacing the GAAP interest and corporate expenses reported for fiscal 2012 (on a pre-separation basis) with the interest and corporate expenses expected to be incurred in fiscal 2013 (on a post-separation basis). Normalized EPS before special items further adjusts normalized EPS for the special items described above.

