

Registered Number: 09470896

Johnson Controls Holding UK Ltd
Annual report and financial statements
for the year ended 30 September 2017



Johnson Controls Holding UK Ltd

Annual report and financial statements for the year ended 30 September 2017

Contents	Page(s)
Strategic report	1
Directors' report	2 - 3
Independent auditors' report to the members of Johnson Controls Holding UK Ltd	4 - 6
Statement of comprehensive income	7
Statement of financial position	8
Statement of changes in equity	9
Notes to the financial statements	10 - 20

Johnson Controls Holding UK Ltd

Strategic report for the year ended 30 September 2017

The directors present their strategic report on the company for the year ended 30 September 2017

Results

The results for the financial year and the financial position of the company are shown in the accompanying financial statements. The profit for the financial year ended 30 September 2017 was \$91,034,000 (2016: loss \$95,978,000).

At the year end the company had net current liabilities totalling \$31,157,000 (2016: net current liabilities of \$29,772,000).

Review of business and future developments

The activities of the company are those of a holding company, investing in companies in Europe and the US. The company engages in investment activities which are, by their nature, non-recurrent events. The company will continue to monitor each investment it holds together with any potential opportunities as they arise.

Key performance indicators (KPIs)

The investment activities of the company are managed as part of the global investment strategy of the Johnson Controls International plc group and the company's directors are of the opinion that analysis using KPIs is not necessary or appropriate for an understanding of the development, performance or position of the business.

Principal risk and uncertainties

The principal risks and uncertainties of the company relate to the performance of its subsidiary companies. The directors have assessed this risk to be minimal due to group policy which requires risk management and operational policies and procedures to be implemented in all areas of business. Furthermore, there is a robust supervision structure which allows management to account for the delivery of the company's contracts and to oversee relationships with its key stakeholders.

On behalf of the Board



M Ayre
Director

31 July 2018

Johnson Controls Holding UK Ltd

Directors' report for the year ended 30 September 2017

The directors present their report and the audited financial statements of the company for the year ended 30 September 2017.

Future developments

The future developments of the company are noted in the strategic report.

Dividends

The directors approved a dividend payment during the year of \$30,551,000 (2016: \$nil).

Going concern

The directors believe that preparing the financial statements on a going concern basis is appropriate due to the continued financial support of the immediate parent company Johnson Controls Nova, Inc. The directors have received confirmation that Johnson Controls Nova, Inc. intends to support the company for at least one year after the financial statements are signed.

Financial risk management

Credit risk

The company is not exposed to any credit risk other than in respect of inter-company balances within the Johnson Controls International plc group. The company does not have an external customer base. The company uses financial institutions authorised by Johnson Controls International plc who actively manage the global banking facilities. All cash held on deposit is pooled at a European level to mitigate risk.

Exchange rate risk

Potential exposure to currency exchange rate fluctuations is managed internally within the group. The only risk the company is exposed to is in relation to their investments in foreign companies and the companies' values fluctuating with changing exchange rates.

Price risk

The directors do not consider that the company's operations expose it to any price risk.

Liquidity and interest rate risk

Cash balances held with external institutions form part of the Johnson Controls International plc group global cash pool arrangement which minimises any interest rate exposure. If funding is required then this is achieved by either an internal loan from a Johnson Controls International plc group company or through cash pooling arrangements. As a result there is no interest rate risk as there is no external funding requirement.

Directors

The following served as directors during the year and up to the date of this report, unless otherwise stated:

M Ayre

S Fowles

JP De Waele resigned 14 November 2017

B Stief resigned 20 January 2017

P Schieser appointed 14 November 2017

Directors' indemnities

As permitted by the Articles of Association, the directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity policy, held by the group, was in force throughout the last financial year and is currently in force. The group also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its directors.

Johnson Controls Holding UK Ltd

Directors' report for the year ended 30 September 2017 (cont'd)

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law).

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

Each of the persons who are directors at the date of approval of this report confirms that:

- so far as each director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- each director has taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

Independent auditors

The auditors, PricewaterhouseCoopers LLP, have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the next Director's Board Meeting.

On behalf of the Board



M Ayre
Director
31 July 2018

Johnson Controls Holding UK Ltd

Independent auditors' report to the members of Johnson Controls Holding UK Ltd

Report on the audit of the financial statements

Opinion

In our opinion, Johnson Controls Holding UK Ltd's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the Statement of financial position as at 30 September 2017; the Statement of comprehensive income and the Statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

Johnson Controls Holding UK Ltd

Independent auditors' report to the members of Johnson Controls Holding UK Ltd (cont'd)

Reporting on other information (cont'd)

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 30 September 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Johnson Controls Holding UK Ltd

Independent auditors' report to the members of Johnson Controls Holding UK Ltd (cont'd)

Responsibilities for the financial statements and the audit (cont'd)

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

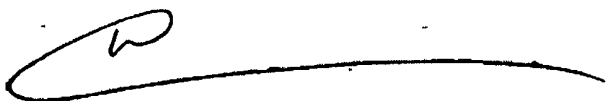
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Michael Coffin (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Southampton
Date: 31 July 2018

Johnson Controls Holding UK Ltd

Statement of comprehensive income for the year ended 30 September 2017

	Note	2017 \$'000	2016 \$'000
Administrative income / (expenses)		9,960	(6,015)
Amounts written off fixed asset investments		-	(87,838)
Operating profit / (loss)		9,960	(93,853)
Income from fixed asset investments	5	83,314	4,089
Interest receivable and similar income	6	872	128
Interest payable and similar expenses	7	(3,112)	(6,342)
Profit / (loss) before taxation	8	91,034	(95,978)
Tax on profit / (loss)	10	-	-
Profit / (loss) for the financial year		91,034	(95,978)
Total comprehensive income / (expense) for the year		91,034	(95,978)

All results derive from continuing operations.

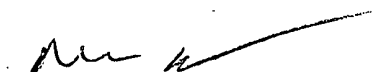
Johnson Controls Holding UK Ltd

Statement of financial position as at 30 September 2017

	Note	2017 \$'000	2016 \$'000
Fixed assets			
Investments	11	370,981	459,262
Current assets			
Debtors	12	5,593	-
Cash at bank and in hand		2,168	-
		7,761	-
Creditors – amounts falling due within one year	13	(38,918)	(29,772)
Net current liabilities		(31,157)	(29,772)
Total assets less current liabilities		339,824	429,490
Creditors – amounts falling due after more than one year	14	(165,623)	(315,772)
Net assets		174,201	113,718
Capital and reserves			
Called up share capital	16	135,000	135,000
Share premium account		13,019	13,019
Retained earnings / (accumulated losses)		26,182	(34,301)
Total equity		174,201	113,718

The notes on pages 10 to 20 form an integral part of these financial statements.

The financial statements on pages 7 to 20 were approved by the Board of directors on 31 July 2018 and were signed on its behalf by:



M Ayre
Director
 Johnson Controls Holding UK Ltd
 Registered number: 09470896

Johnson Controls Holding UK Ltd

Statement of changes in equity for the year ended 30 September 2017

	Called up share capital \$'000	Share premium account \$'000	Retained earnings/ (accumulated losses) \$'000	Total equity \$'000
Balance as at 30 September 2015	135,000	13,019	61,677	209,696
Loss for the financial year	-	-	(95,978)	(95,978)
Balance as at 30 September 2016	135,000	13,019	(34,301)	113,718
Profit for the financial year	-	-	91,034	91,034
Dividend paid during the year	-	-	(30,551)	(30,551)
Balance as at 30 September 2017	135,000	13,019	26,182	174,201

Retained earnings / (accumulated losses) represents accumulated comprehensive income and expense for the years.

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017

1 General information

Johnson Controls Holding UK Ltd ("the company") is a private company limited by shares, domiciled and incorporated in England. The address of the company's registered office is 9/10 The Briars, Waterberry Drive, Waterlooville, Hampshire, PO7 7YH, UK.

The company's principal activities are that of a holding company.

2 Statement of compliance

These financial statements have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102) and in accordance with the Companies Act 2006.

3 Summary of significant accounting policies

The principal accounting policies, which have been applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated. The company has applied FRS 102 in these financial statements.

Basis of preparation

These financial statements are prepared on the going concern basis, under the historical cost convention as modified by the recognition of certain financial assets and liabilities at fair value.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant in these financial statements are disclosed in note 4.

Reduced disclosures

In accordance with FRS 102, the Company has taken advantage of the exemptions from the following disclosure requirements on the basis that the information is provided in the consolidated financial statements of Johnson Controls International plc, which is registered in Cork, Ireland. Johnson Controls International plc prepares consolidated financial statements which are publicly available and can be obtained from the address given in note 18.

- Section 4 'Statement of Financial Position' – Reconciliation of the opening and closing number of shares;
- Section 7 'Statement of Cash Flows' – Presentation of a Statement of Cash Flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' & Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges and hedging fair value changes recognised in the statement of comprehensive income.

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

3 Summary of significant accounting policies (cont'd)

Group financial statements

The company is exempt from the requirement to prepare and deliver consolidated financial statements under the provisions of Section 400 of the Companies Act 2006 as it is a wholly owned subsidiary undertaking of Johnson Controls International plc, which is registered in Cork, Ireland and which itself prepares consolidated financial statements. These are publicly available and can be obtained from the address given in note 18. Accordingly consolidated financial statements have not been prepared and the financial information presented for the current year and prior period is for the company as an individual undertaking.

Going concern

The directors believe that preparing the financial statements on a going concern basis is appropriate notwithstanding net current liabilities of \$31,157,000 due to the continued financial support of the immediate parent company Johnson Controls Nova, Inc. The directors have received confirmation that Johnson Controls Nova, Inc. intends to support the company for at least one year after the financial statements are signed.

Functional and presentational currency

The directors are of the view that the main exposures and risks to the company are those denominated in US dollars, and hence US dollars is the appropriate functional currency. The directors have also selected US dollars as the presentational currency for the financial statements.

Foreign currencies

Transactions in currencies other than the functional currency (foreign currencies) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current tax

Current tax is the amount of income tax payable in respect of the taxable profits for the year at the standard effective rate of corporation tax in the UK.

Deferred tax

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date. Deferred tax is not discounted.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

3 Summary of significant accounting policies (cont'd)

Fixed asset investments

Fixed assets investments are stated at cost plus incidental expenses less provisions for impairment in value. The company reviews the carrying value of investments when there has been an indication of potential impairment. If it is determined that the carrying value exceeds the recoverable amount, the excess is written off to the statement of comprehensive income.

The calculations for determining the carrying value of investments involves the use of estimates including projected future cash flows and other future events.

Cash and cash equivalents

Cash and cash equivalents includes cash in hand. Bank overdrafts, when applicable, are shown within borrowings in current liabilities.

Financial instruments

Financial assets

Basic financial assets, including other receivables and cash and bank balances are initially measured at the transaction price. Where the arrangement with another debtor constitutes a financing transaction, the debtor is initially measured at the present value of future receipts discounted at a market rate of interest for a similar debt instrument.

Such assets are subsequently carried at amortised cost using the effective interest rate method and are assessed annually for evidence of impairment. Any impairment loss or reversal of an impairment loss is recognised in the statement of comprehensive income.

Financial liabilities

Basic financial liabilities, including trade and other payables, bank overdrafts, are initially recognised at transaction price. Loans from fellow group undertakings are initially recorded at fair value. Where the arrangement with a creditor constitutes a financing transaction, the creditor is initially measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument. Other creditors payable within one year that do not constitute a financing transaction are initially measured at the transaction price and subsequently measured at amortised cost, being the transaction price less any amounts settled.

Such debt instruments are subsequently carried at amortised cost using the effective interest rate method.

Forward exchange contracts

Forward exchange contracts are not basic financial instruments, they are initially measured at fair value on the date the contract is entered into and subsequently re-measured at fair value at the year-end date. Changes in the value of the contracts are recognised in the statement of comprehensive income as they are incurred.

Offsetting

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument, and are offset only when the company currently has a legally enforceable right to set off the recognised amounts and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Related party transactions

The company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with members of the same group that are wholly owned.

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

4 Critical accounting judgements and estimated uncertainty

Critical accounting estimates and assumptions

The company makes estimates and assumptions concerning the future. The estimates and assumptions that have significant risk of causing a material adjustment to the carrying value of assets and liabilities with the next financial year are addressed below.

Impairment review of fixed asset investments

As per the accounting policy fixed asset investments are reviewed for indicators of impairment. The value-in-use (VIU) of relevant groups of income generating units (IGUs) for impairment testing purposes is determined using calculations of cash flow projections from the financial plans approved by the Board. These calculations involve the use of estimates including projected future cashflows and other future events.

5 Income from fixed asset investments

	2017 \$'000	2016 \$'000
Dividends received	80,579	4,089
Interest on preference share dividends	2,735	-
	83,314	4,089

6 Interest receivable and similar income

	2017 \$'000	2016 \$'000
Bank interest	64	128
Interest payable by group undertakings	808	-
	872	128

7 Interest payable and similar expenses

	2017 \$'000	2016 \$'000
Interest payable to group undertakings	2,562	5,548
Bank interest	550	794
	3,112	6,342

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

8 Profit/(loss) before taxation

	2017 \$'000	2016 \$'000
Profit / (loss) before taxation is stated after charging:		
Foreign exchange (gain) / loss	(8,835)	9,551
(Gain) / loss on forward exchange contracts	(1,125)	5,055
Amounts written off fixed asset investments	-	87,838
Auditors' remuneration for:		
- audit services	8	9

9 Directors and employees

The directors received no remuneration (2016: \$nil) in respect of their services to the company during the year as their services as directors of the company were incidental to the other services within the Johnson Controls International plc group of companies. Directors' remuneration costs are borne by other members of the Johnson Controls International plc group of companies. The average monthly number of employees, excluding directors, is nil (2016: nil).

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

10 Tax on profit / (loss)

There is no tax charge for the current or prior financial years. The tax assessed for the year is lower (2016: higher) than the standard rate of corporation tax in the United Kingdom of 19.5% for the year ended 30 September 2017 (2016: 20%). The differences are explained below:

	2017 \$'000	2016 \$'000
Profit / (loss) before taxation	91,034	(95,978)
Profit / (loss) multiplied by standard rate of corporation tax 19.5% (2016: 20%)	17,752	(19,196)
Effects of:		
Expenses not deductible for tax purposes	-	17,568
Income not deductible for tax purposes	(2,597)	-
Non-taxable dividend income	(15,713)	818
Group relief surrendered for nil consideration	558	810
Total tax expense	-	-

Finance Act 2015 (No 2) was substantively enacted on the 26 October 2015 and reduced the main rate of corporation tax in the UK to 19% from 1 April 2017 and to 18% from 1 April 2020. Finance Act 2016 was substantively enacted on 6 September 2016 and reduced the main rate of corporate tax in the UK to 17% with effect from 1 April 2020.

11 Fixed asset investments

	Total \$'000
Shares in subsidiary undertakings	
Cost	
At 1 October 2016	547,100
Disposal	(148,018)
Return of capital	(28,101)
At 30 September 2017	370,981
Provision for impairment	
At 1 October 2016	(87,838)
Disposal	87,838
At 30 September 2017	-
Net book amount	
At 30 September 2017	370,981
At 30 September 2016	459,262

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

11 Fixed asset investments (cont'd)

Analysed as:	2017 \$'000	2016 \$'000
Adient Holding UK Ltd (formerly Johnson Controls (UK) Limited)	-	60,180
Johnson Controls Battery Components, Inc.	79,032	79,032
Johnson Controls Technology Company	101,958	101,958
Johnson Controls Luxembourg Holding & Finance Sàrl	8,289	36,390
JC Systems & Service Europe BVBA	6,317	6,317
Eureka II, Inc.	-	-
Johnson Controls UK Investment Company, Inc.	2	2
Johnson Controls Consolidation, Inc.	175,383	175,383
At 30 September	370,981	459,262

In October 2016 the company sold 100% of its holding in Adient Holding UK Ltd for \$60.2 million resulting in \$nil gain or loss due to the prior year impairment.

In August 2017 the company's investment in Johnson Controls Luxembourg Holding & Finance Sàrl was reduced by \$28.1 million following a return of capital.

In the directors' opinion, the carrying value of the other investments is supported by the value of the underlying assets of the business.

At 30 September 2017 the company had the following investments in subsidiary undertakings:

Company	Class of shares	Proportion of nominal value of shares issued held by:		Registered Office
		The company	Other group companies	
Johnson Controls Battery Components, Inc.	Ordinary	-	100%	1209 Orange Street, Wilmington, New Castle, Delaware, 19801, USA
	Series A preferred	100%	-	
	Series B preferred	100%	-	
Johnson Controls Technology Company	Series B Preferred shares	53.22%	46.78%	The Corporation Company, 30600 Telegraph Road, Bingham Farms, Michigan, 48025, USA
	Series A, C, D, E, F, G, H	100%	-	
	Preferred shares	-	-	
Johnson Controls Luxembourg Holding & Finance Sàrl	Ordinary	100%	-	4, Rue Jean Monnet, L-2180, Luxembourg
JC Systems & Service Europe BVBA	Ordinary	35.98%	-	De Kleetlaan 7B, Diegem 1831, Belgium
Eureka II, Inc.	Ordinary	-	100%	8020 Excelsior Drive, Suite 200, Madison, Wisconsin, 53717, USA
	Non voting preference	100%	-	

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

11 Fixed asset investments (cont'd)

Company	Class of shares	Proportion of nominal value of shares issued held by:		Registered Office
		The company	Other group companies	
Johnson Controls UK Investment Company, Inc.	Ordinary	100%	-	1209 Orange Street, Wilmington, New Castle, Delaware, 19801, USA
Johnson Controls Consolidation, Inc.	Ordinary shares	-	100%	1209 Orange Street, Wilmington, New Castle, Delaware, 19801, USA
	A Preference Shares	-	100%	
	B Preference shares	100%	-	
	C Preference shares	-	100%	
Johnson Controls Luxembourg International Sàr	Ordinary	-	35.98%	4, Rue Jean Monnet, L-2180, Luxembourg
Johnson Controls SA/NV	Ordinary	-	51.37%	De Kleetlaan 7B, Diegem, Vlaams Brabant, 1831 Belgium
Johnson Controls Luxembourg Corporate Finance Sàrl	Ordinary	-	100%	4, Rue Jean Monnet, L-2180, Luxembourg

12 Debtors

	2017 \$'000	2016 \$'000
Amounts owed by group undertakings	5,423	-
Forward exchange contracts (note 15)	170	-
	5,593	-

Amounts owed by group undertakings relate to one (2016: none) unsecured loan of £4 million which has an interest rate of 1.4360% which matured in December 2017. Included in the balance is £44,536 of accrued interest.

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

13 Creditors - amounts falling due within one year

	2017 \$'000	2016 \$'000
Bank overdraft	-	24,341
Forward exchange contracts (note 15)	4,450	5,405
Trade creditors	-	9
Amounts owed to group undertakings	34,460	-
Accruals and deferred income	8	17
	38,918	29,772

Amounts owed to group undertakings relate to one (2016: none) unsecured loan of £19.77 million which has an interest rate of 5.60% which matures in September 2018. Included in the balance is £4.44 million of accrued interest. The total loan and accrued interest has been retranslated as at the yearend to \$34.5 million.

Bank overdrafts are annual unsecured facilities, subject to review at various dates during 2017 and are repayable on demand. The average interest rate on bank overdrafts in the prior year was 1.2% plus the Bank of England base rate of 0.25%.

14 Creditors - amounts falling due after more than one year

	2017 \$'000	2016 \$'000
Amounts owed to group undertakings	165,623	315,772

Amounts owed to group undertakings includes one (2016: one) unsecured loan of £98.54 million (2016: £98.54 million) which has an interest rate of 6.60% which matures in June 2024. Included in the balance is £2.09 million of accrued interest. The total loan and accrued interest has been retranslated as at the yearend to \$165.6 million. In the prior year there were 3 other loans totalling \$144.96 million with interest rates and maturity dates of 5.6% falling due September 2018, 6.58% falling due August 2021 and 5.25% falling due October 2018.

Borrowings

	2017 \$'000	2016 \$'000
Analysis of creditors falling due after more than one year		
Aggregate of non-instalments debts that fall due for repayment between two and five years:		
Amounts owed to group undertakings	-	144,956
Aggregate of non-instalments debts that fall due for repayment after five years:		
Amounts owed to group undertakings	165,623	170,816
	165,623	315,772

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

15 Financial instruments

The company enters into forward exchange currency contracts to mitigate the exchange rate risk for the foreign currency transactions. The foreign exchange contracts shown in note 12 at \$170,000 (2016: \$nil) and note 13 at \$4,450,000 (2016: \$5,405,000) are measured at fair value with any changes charged or credited to comprehensive income. The contracts have settled in October 2017.

16 Called up share capital

	2017 \$'000	2016 \$'000
Allotted and fully paid		
15,000,000 (2016: 15,000,000) Ordinary shares of \$1 each	15,000	15,000
3,000,000 (2016: 3,000,000) A Preferred shares of \$10 each	30,000	30,000
3,000,000 (2016: 3,000,000) B Preferred shares of \$10 each	30,000	30,000
3,000,000 (2016: 3,000,000) C Preferred shares of \$10 each	30,000	30,000
3,000,000 (2016: 3,000,000) D Preferred shares of \$10 each	30,000	30,000
	135,000	135,000

The following rights attach to the different classes of shares:

Voting Rights: The holders of the ordinary shares, preferred A shares, preferred B shares, preferred C shares and preferred D shares shall be entitled to voting rights at a general meeting of the company.

Dividend Rights: The ordinary shares are entitled to receive a discretionary dividend at a rate to be declared by the board of directors. The preferred A shares are entitled to receive a discretionary cumulative dividend at a rate of 7.00% per annum. The preferred B shares are entitled to receive a discretionary cumulative dividend at a rate of 7.10% per annum. The preferred C shares are entitled to receive a discretionary cumulative dividend at a rate of 7.10% per annum. The preferred D shares are entitled to receive a discretionary cumulative dividend at a rate of 7.30% per annum. All dividends payable are declared at the discretion of the directors.

Rights to participate in a return of assets: The holders of the preferred A shares, preferred B shares, preferred C shares and preferred D shares shall be entitled to repayment of the capital paid up on those shares plus an amount equal to any unpaid preferential dividends. Holders of the ordinary shares shall be entitled to any residual funds remaining.

Johnson Controls Holding UK Ltd

Notes to the financial statements for the year ended 30 September 2017 (cont'd)

17 Dividends payable

During the year the company declared and paid the following dividends:

	2017 \$'000	2016 \$'000
0.7767752 per share on Ordinary shares of \$1 each	11,651,628	-
7.00% on A Preferred shares of \$10 each	4,625,753	-
7.10% on B Preferred shares of \$10 each	4,691,836	-
7.20% on C Preferred shares of \$10 each	4,757,918	-
7.30% on D Preferred shares of \$10 each	4,824,000	-
	30,551,135	-

During the year the company declared and paid a cumulative dividend across all classes of preferred shares. The stated dividend rates above were applied per annum on the amount paid up or credited as paid up on each such share class, calculated on the basis of the number of days elapsed from the date of issues.

18 Ultimate parent undertaking and controlling party

The immediate parent undertaking and controlling party is Johnson Controls Nova, Inc.

The ultimate parent undertaking and controlling party is Johnson Controls International plc, a company incorporated in Cork, Ireland.

Johnson Controls International plc is the parent undertaking of the smallest and largest group of undertakings to consolidate these financial statements at 30 September 2017. The consolidated financial statements of Johnson Controls International plc are available from:

Johnson Controls International Plc
1 Albert Quay
Cork
Ireland