

**Certificate
February 20, 2024**

The undersigned, being the duly authorized officer of Johnson Controls International plc (JCI), hereby states to the best of his knowledge and belief as follows: JCI understands the State of Illinois' policy as expressed in Section 5/1-110.6 of the Illinois Pension Code (the "Statute") to restrict investment by its pension funds to, among others, Expatriated Entities (as defined below). For the purposes of the foregoing, "Expatriated Entities" is defined in Section 30 ILCS 500/1-15.120 of the Illinois Procurement Code as "a foreign incorporated entity which is treated as an inverted domestic corporation under subsection (b) of Section 835 of the Homeland Security Act of 2002, 6 U.S.C. 395(b), or any subsidiary of such an entity".

Under 6 U.S.C. §395(b), a foreign incorporated entity is an "inverted domestic corporation" if, pursuant to a plan:

"(1) the entity completes, before, on, or after November 25, 2002, the direct or indirect acquisition of substantially all the properties held directly or indirectly by a domestic corporation, or substantially all of the properties constituting a trade or business of a domestic partnership,

(2) after the acquisition, at least 80% of the stock (by vote or value) of the entity is held –


A. in the case of an acquisition with respect to a domestic corporation, by former shareholders of the domestic corporation by reason of holding stock in the domestic corporation, or

B. in the case of an acquisition with respect to a domestic partnership, by former partners of the domestic partnership by reason of holding a capital or profits interest in the domestic partnership; and

(3) the expanded affiliated group which after the acquisition includes the entity does not have substantial business activities in the foreign country in which or under the law of which the entity is created or organized when compared to the total business activities of such expanded affiliated group." (emphasis added).

JCI does not meet the second prong of this test. JCI became an Irish public limited company following a business combination transaction among Johnson Controls, Inc., a Wisconsin Corporation, and Tyco International plc. Pursuant to the transaction, approximately 56% of the shares of the resulting entity (JCI) were held by former Johnson Controls, Inc. (a Wisconsin Corporation) shareholders, with the remaining 44% held by legacy Tyco shareholders. Accordingly, JCI is not classified as, and should not be deemed to be, an Expatriated Entity. It is JCI's intention to continue to remain in compliance with the Statute as a non-Expatriated Entity on a going-forward basis. To the best of our knowledge and belief, we certify that the statements set forth in this instrument are true and correct.

[Signature Page Follows]


Richard J. Dancy
Vice President, Associate General Counsel
And Corporate Secretary