

Registered Number: 121385

Adient Global Holdings Ltd
Annual report and financial statements for the period ended
30 September 2017

Adient Global Holdings Ltd

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

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Adient Global Holdings Ltd

Directors' report for the period ended 30 September 2017

The directors present their report and financial statements for the 16 month period ended 30 September 2017 (the "period").

Incorporation

Adient Global Holdings Ltd (the "Company") was incorporated on 26 May 2016. The Company was formed to hold investments for Adient Plc.

Principal activities

The statement of comprehensive income for the period is set out on page 6. The principal activity of the Company is that of a holding and financing company for the Adient Plc group ("Adient").

Adient is the world's largest automotive seating supplier. Adient has a leading market position in the Americas, Europe and China, and has longstanding relationships with the largest global original equipment manufacturers, or OEMs, in the automotive space. Adient's proprietary technologies extend into virtually every area of automotive seating solutions, including complete seating systems, frames, mechanisms, foam, head restraints, armrests, trim covers and fabrics. Adient is a global seat supplier with the capability to design, develop, engineer, manufacture, and deliver complete seat systems and components in every major automotive producing region in the world. In September 2017, Adient acquired Futuris Global Holding, LLC ("Futuris"), a global designer and manufacturer of fully integrated automotive seating and interior systems. Adient also participates in the automotive interiors market primarily through its joint venture in China, Yanfeng Global Automotive Interior Systems Co., Ltd., or YFAI.

Adient designs, manufactures and markets a full range of seating systems and components for passenger cars, commercial vehicles and light trucks, including vans, pick-up trucks and sport/crossover utility vehicles. Adient also supplies high performance seating systems to the international motorsports industry through its award winning RECARO brand of products. Adient operates approximately 238 wholly- and majority-owned manufacturing or assembly facilities, with operations in 34 countries. Additionally, Adient has partially-owned affiliates in China, Asia, Europe and North America.

Adient's business model is focused on developing and maintaining long-term customer relationships, which has allowed Adient to successfully grow with leading global OEMs. Adient and its engineers work closely with customers as vehicle platforms are developed, which results in close ties with key decision makers at OEM customers.

Adient is committed to being the world's premier automotive seating supplier through leadership in cost, quality, launch execution and customer satisfaction. Through its global footprint, vertical integration and partnerships in China, Adient has leveraged its capabilities to drive growth in the automotive seating industry. Adient intends to leverage these capabilities to further grow its seating business and potentially enter into additional product markets adjacent to the automotive industry.

Directors' responsibilities statement

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

Companies (Jersey) Law 1991 requires the directors to prepare financial statements for each financial year, which give a true and fair view of the state of affairs of the Company and the profit and loss for that year. The directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (FRS 102).

Adient Global Holdings Ltd

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

Directors' responsibilities statement (cont'd)

In preparing those financial statements the directors should:

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

The directors confirm they have complied with all the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies (Jersey) Law 1991. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

So far as the Directors are aware, there is no relevant audit information of which the Company's auditors are unaware, and each Director has taken all the steps that he or she ought to have taken as a director in order to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Directors

The directors during the period and to the date of this report were as follows:

C Ebacher	appointed 27 May 2016
M Flanagan	appointed 5 April 2017
M Skonieczny	appointed 27 May 2016
D McMahon	appointed 5 April 2017
S Mielke	appointed 5 April 2017

None of the directors hold any interest in the shares of the Company.

Results for the period

During the period the Company made a profit after tax of \$174,674,000. This profit has been credited to reserves.

The company is in a robust financial position with net assets of \$3,992,126,000.

Dividends

The directors have paid dividends in respect of the period ended 30 September 2017 totalling \$2,800,000,000, this represented a dividend per share of \$22,222,222 as at the date of payment (see note 16).

Secretary

The secretary of the Company during the period ended 30 September 2017 and subsequently was First Names Secretaries Limited.

Adient Global Holdings Ltd

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

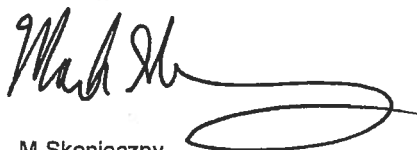
Independent auditors

The auditors, PricewaterhouseCoopers LLP were appointed during the period, and have indicated their willingness to continue in office.

Registered office

3rd Floor, 37 Esplanade, St Helier, Jersey JE2 3QA

On behalf of the board

A handwritten signature in black ink, appearing to read 'M Skonieczny', followed by a large, stylized oval flourish.

M Skonieczny
Director

18 April 2018

Adient Global Holdings Ltd

Independent auditors' report to the members of Adient Global Holdings Ltd

Report on the financial statements

Our opinion

In our opinion, Adient Global Holdings Ltd's financial statements (the "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 16 month period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Accounting Standards; and
- have been prepared in accordance with the requirements of the Companies (Jersey) Law 1991.

What we have audited

The financial statements, included within the Annual report and financial statements (the "Annual Report"), comprise:

- the balance sheet as at 30 September 2017;
- the statement of comprehensive income for the period then ended;
- the statement of changes in equity for the period then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law.

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Other matters on which we are required to report by exception

Accounting records and information and explanations received

Under the Companies (Jersey) Law 1991 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
- proper accounting records have not been kept; or
- proper returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' responsibilities statement set out on pages 1-2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Adient Global Holdings Ltd

Independent auditors' report to the members of Adient Global Holdings Ltd (cont'd)

Our responsibilities and those of the directors (cont'd)

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Article 113A of the Companies (Jersey) Law 1991 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.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Julian Gray
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants
Southampton

18 April 2018

Adient Global Holdings Ltd

Statement of comprehensive income for the period ended 30 September 2017

	Note	16 months ended 30 September 2017 \$'000
Administrative expenses		(8,973)
Income from fixed asset investments	5	208,286
Profit on disposal of fixed asset investments	6	26,189
Interest receivable and similar income	7	137,052
Interest payable and similar expenses	8	(185,113)
Other finance charges		(6,204)
Profit before taxation	10	171,237
Tax on profit	11	3,437
Profit for the financial period and total comprehensive income		174,674

All amounts relate to continuing operations.

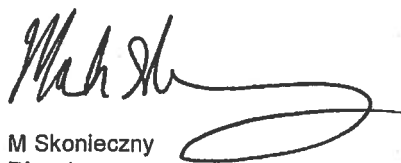
Adient Global Holdings Ltd

Balance sheet as at 30 September 2017

	Note	2017 \$'000
Fixed assets		
Fixed asset investments	12	6,654,883
		6,654,883
Current assets		
Debtors (including \$1,712,005,000 due after more than one year)	13	2,457,859
		2,457,859
Creditors – amounts falling due within one year	14	(486,632)
Net current assets		1,971,227
Total assets less current liabilities		8,626,110
Creditors – amounts falling due after more than one year	15	(4,633,984)
Net assets		3,992,126
Capital and reserves		
Called up share capital	16	-
Share premium account		6,617,452
Capital redemption reserve	16	-
Accumulated losses		(2,625,326)
Total equity		3,992,126

The notes on pages 9 to 19 form an integral part of these financial statements.

The financial statements on pages 6 to 19 were approved by the Board of Directors on 18 April 2018 and were signed on its behalf by:



M Skonieczny
Director
Adient Global Holdings Ltd
Registered number: 121385

Adient Global Holdings Ltd

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

	Note	Called up share capital \$'000	Share premium account \$'000	Capital redemption reserve \$'000	Accumulated losses \$'000	Total \$'000
At 26 May 2016, date of incorporation, issuance of 2 £1 shares at par		-	-	-	-	-
Issuance of a further 126 £1 shares	16	-	7,120,877	-	-	7,120,877
Repurchase and cancellation of 853 £0.01 own shares	16	-	(503,425)	-	-	(503,425)
Profit for the financial period and total comprehensive income		-	-	-	174,674	174,674
Dividends paid	16	-	-	-	(2,800,000)	(2,800,000)
Balance at 30 September 2017		-	6,617,452	-	(2,625,326)	3,992,126

Accumulated losses represent accumulated comprehensive income and expense for the period, less dividends paid.

Issuance of shares and related share premium was in consideration for the acquisition of investments in the Adient Plc group. On October 31, 2016, Adient Plc, the ultimate parent of Adient Global Holdings Ltd became an independent company as a result of the separation of the automotive seating and Interiors businesses of Johnson Controls International plc.

On 18 June 2017 the company subdivided its £1.00 ordinary shares into shares of £0.01, having the same rights and being subject to the same restrictions. A reconciliation of share issuance is disclosed in note 16.

On 18 June 2017, the company entered into a share buyback, repurchasing 853 ordinary shares of £0.01 each from Adient Plc and in consideration issued a loan note of \$500,124,628 to Adient Plc and transferred 12 ordinary shares in Adient International Limited (valued at \$3,300,000), resulting in a gain on disposal of \$2,593,000. These shares were immediately cancelled upon repurchase. The value of share capital relating to these shares (£8.53, equivalent to \$11) was transferred out of share capital to the capital redemption reserve on cancellation.

Adient Global Holdings Ltd

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

1 General information

Adient Global Holdings Ltd, ("the Company") is a public company limited by shares incorporated in Jersey and resident in the United Kingdom for tax purposes. The registered office is located at 3rd Floor, 37 Esplanade, St Helier, Jersey, JE2 3QA.

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 (Jersey) Law 1991.

3 Summary of significant accounting policies

The principal accounting policies which have been applied consistently throughout the financial period are disclosed below.

Basis of preparation

These financial statements are prepared on a going concern basis under the historical cost convention. The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company 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 Adient Plc, which is registered in Ireland and which itself prepares consolidated financial statements which are publicly available and can be obtained from the address given in note 17;

Section 7 'Statement of Cash Flows'

Presentation of a Statement of Cash Flow and related notes and disclosures as required by paragraph 3.17(d) of FRS 102;

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, hedging fair value changes recognised in the statement of comprehensive income as required by paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b), 11.48(c), 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A of FRS 102; and

Section 33 'Related Party Disclosures'

Compensation for key management personnel as required by paragraph 33.7 of FRS 102.

Adient Global Holdings Ltd

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

3 Summary of significant accounting policies (cont'd)

Group financial statements

The Company is not required to deliver consolidated financial statements. The Company is a subsidiary undertaking of Adient Plc, which is registered in Ireland and which itself prepares consolidated financial statements which are publicly available and can be obtained from the address given in note 17.

Accordingly, consolidated financial statements have not been prepared and the financial information presented for the current period is for the Company as an individual undertaking.

Going concern

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate as the Company has net current assets of \$259,222,000 and the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Directors have a reasonable expectation that the company will achieve all the bank covenants relating to the long term debt disclosed in note 15 for at least 12 months from the balance sheet date.

Functional and presentational currency

The currency of the primary economic environment in which the Company operates is the US dollar (\$). These financial statements are also presented in US dollars.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are expressed in US dollars at rates ruling at the statement of financial position date. Income and expenditure denominated in foreign currencies has been translated into US dollar at the rates ruling at the time of the transaction. All differences on exchange are taken to the statement of comprehensive income.

Taxation

Current tax is provided on taxable profits for the period and is calculated using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Tax deferred or accelerated as a result of timing differences between the treatment of certain items for taxation and for accounting purposes is provided in full. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that there will be suitable taxable profits against which the deferred asset can be recovered in future periods.

Deferred tax is measured at the average tax rates that are expected to apply in the periods which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the statement of financial position date. Deferred tax is measured on an undiscounted basis.

Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same Group. Where appropriate, transactions are aggregated unless, in the opinion of the directors separate disclosure is necessary to understand the effect of the transactions on the Group financial statements. The company does not disclose transactions with members of the same group that are wholly owned.

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.

Adient Global Holdings Ltd

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

3 Summary of significant accounting policies (cont'd)

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 cash and bank balances and loans to fellow group companies are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

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 bank loans and loans from fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Such debt instruments are subsequently carried at amortised cost using the effective interest rate method.

Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle or to realise the asset and settle the liability simultaneously.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

4 Critical accounting judgements and estimation uncertainty

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Impairment of fixed asset investments

The Company makes judgements, estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates consider whether any of its fixed asset investment are impaired.

Where an indication of impairment is identified the estimation of the recoverable value requires estimation of the recoverable value of cash generating units (CGUs). This requires estimation of the future cash flows from the CGUs and also selection of appropriate discount rates in order to calculate net present values of those cash flows. The recoverable amount is calculated as the higher of fair value less costs to sell and value in use.

If a fixed asset investment is impaired, the value is written down to the recoverable amount and the impairment loss is recognised in the statement of comprehensive income.

Adient Global Holdings Ltd

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

5 Income from fixed asset investments

	16 months ended 30 September 2017 \$'000
Cash dividends received from fixed asset investments	208,286
	208,286

During the period, the company received a dividend of MXN 1,162,700,000 (\$65,367,230) from Adient Financing Ltd, HUF 3,353,507,000 (\$12,657,529) from Adient Mezőlak Korlátolt Felelősségű Társaság, \$92,000,000 from Adient Financial Luxembourg S.à r.l, \$5,946,116 from JCMM Automotive d.o.o., THB 733,373,970 (\$21,249,740) from Adient & Summit Corporation Ltd., THB 306,124,000 (\$8,773,225) from Adient (Thailand) Co., Ltd., TRY6,638,408 (\$1,944,694) from Diniz Adient Oto Donanim Ticaret ve Sanayi A.S. and \$347,353 from Uni Auto Parts Manufacture Co. Ltd.

6 Profit on disposal of fixed asset investments

	16 months ended 30 September 2017 \$'000
Profit on disposal of fixed asset investments	26,189

On 14 February 2017 the company disposed of its investment in Adient Inc for \$125,000,000, resulting in a gain on disposal of \$3,843,000.

On 21 March 2017, the company disposed of 25% of its investment in Adient SRL and 25% of its investment in Adient Automotive Romania SRL in exchange 12 \$1 shares and share premium of \$26,204,000 in another group company, resulting in a gain of \$19,753,000.

On 18 June 2017, the company entered into a share buyback, repurchasing 853 ordinary shares of £0.01 each from Adient Plc and in consideration issued a loan note of \$500,124,628 to Adient Plc and transferred 12 ordinary shares in Adient International Limited (valued at \$3,300,000), resulting in a gain on disposal of \$2,593,000. These shares were immediately cancelled upon repurchase. See note 16.

7 Interest receivable and similar income

	16 months ended 30 September 2017 \$'000
Bank interest	698
Interest receivable from group undertakings	88,541
Net foreign exchange gains on financing activity	47,813
	137,052

Adient Global Holdings Ltd

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

8 Interest payable and similar expenses

	16 months ended 30 September 2017 \$'000
Bank interest	6,904
Interest payable to group undertakings	47,053
Interest on external debt (as disclosed in note 15)	131,156
	185,113

9 Directors and employees

The directors received no remuneration in respect of their services to the Company during the period as their services as directors of the Company were incidental to their other services within the Adient Plc group of companies. Directors' remuneration costs are borne by other members of the Adient Plc group of companies. The average monthly number of employees is nil.

10 Profit before taxation

	16 months ended 30 September 2017 \$'000
Profit before taxation is stated after charging	
Auditors' remuneration	
- audit services for the Company	40

Adient Global Holdings Ltd

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

11 Tax on profit

	16 months ended 30 September 2017 \$'000
Current tax	
UK Corporation tax at 19.63%	-
Withholding tax	3,301
Total current tax	3,301
Deferred tax	
Tax losses carried forward	(6,738)
Total tax on profit	(3,437)

Factors affecting the tax credit for the period

The tax assessed for the period is lower than the blended rate of corporation tax in the UK of 19.63% for the period ended 30 September 2017. The differences are explained below:

	16 months ended 30 September 2017 \$'000
Profit before taxation	171,237
Profit multiplied by blended rate of corporation tax of 19.63%	33,614
Effects of:	
Expenses not deductible for tax purposes	1,708
Income not subject to tax	(49,580)
Group relief surrendered for nil consideration	6,478
Withholding tax	3,301
Change in UK corporation tax rate	1,042
Total tax credit	(3,437)

Finance Act 2016 was substantively enacted during the period ended 30 September 2017. It reduces the main rate of corporation tax in the UK from 20% to 19% with effect from 1 April 2017 and to 17% from 1 April 2020. A blended tax rate of 19.63% has therefore been used for the reconciliation of total tax. Deferred taxes have been measured at the rate at which they are forecast to reverse.

Adient Global Holdings Ltd

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

12 Fixed asset investments

	2017 \$'000
Cost	
Additions	7,475,851
Reduction to investments	(228,000)
Disposals (see note 6)	(592,968)
At 30 September 2017	6,654,883

On October 31, 2016, Adient Plc, the ultimate parent of Adient Global Holdings Ltd became an independent company as a result of the separation of the automotive seating and interiors businesses of Johnson Controls International plc. Adient Global Holdings Ltd owns the majority of these investments.

A cash contribution of \$228,000,000 from Johnson Controls International plc paid as part of the separation agreement on 7 November 2016 has been deemed a reduction in the cost of investments,

13 Debtors

	2017 \$'000
Amounts owed by group undertakings (including \$1,705,267,000 due after more than one year)	2,450,035
Other debtors	1,086
Deferred tax asset falling due after more than one year	6,738
	2,457,859

Amounts owed by group undertakings are unsecured and include the following: loans of \$33,331,687, \$10,300,000 and \$3,000,000 all maturing on 1 October 2020 bearing an interest rate of 10.000%; a loan of \$100,000,000 maturing on 3 February 2027 bearing an interest rate of 5.375%; a loan of \$200,000,000 maturing on 27 October 2023 bearing an interest rate of 5.125%; a loan of \$400,000,000 maturing on 27 October 2026 bearing an interest rate of 5.500%; a loan of \$3,616,727 maturing on 1 October 2017 bearing an interest rate of 2.067%; a loan of \$100,000,000 maturing on 1 October 2017 bearing an interest rate of 2.067%; a loan of \$218,139,896 maturing on 1 October 2017 bearing an interest rate of 2.067%; a loan of \$397,494,817 maturing on 1 October 2017 bearing an interest rate of 2.067%; a loan of \$943,760,153 maturing on 8 December 2024 bearing an interest rate of 3.500%; a loan of \$14,875,557 maturing on 1 July 2029 bearing an interest rate of 7.000%. Interest on the loans is compounded and payable annually.

All other amounts are unsecured, interest free and repayable on demand.

The deferred tax asset consists of the following amounts:

	2017 \$'000
Tax losses carried forward	6,738
Total deferred tax asset	6,738

There are no unrecognized tax losses or tax credits.

Adient Global Holdings Ltd

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

14 Creditors – amounts falling due within one year

	2017 \$'000
Amounts owed to group undertakings	19,704
Accrued interest payable	11,117
Accruals and deferred income	110
Bank overdraft	455,701
	486,632

Amounts owed to group undertakings represents loan interest on the three intercompany loans disclosed in note 15.

Accrued interest payable represents loan interest on the external debt disclosed in note 15.

The bank overdraft is charged at LIBOR plus 70bps rate and is secured by way of a guarantee from the ultimate parent company, Adient Plc.

All other amounts are unsecured, interest free and repayable on demand.

15 Creditors – amounts falling due after more than one year

	2017 \$'000
Term Loan A - LIBOR plus 1.75% due in 2021	1,200,000
4.875% Loan notes due in 2026	900,000
3.50% Loan notes due in 2024	1,179,700
Unamortised bond issuance costs	(38,321)
Amounts owed to group undertakings	1,392,605
	4,633,984

On July 27, 2016, Adient Global Holdings Ltd entered into credit facilities providing for commitments with respect to a \$1.5 billion revolving credit facility and a \$1.5 billion Term Loan A facility ("Credit Facilities"). The Credit Facilities mature on July 2021. Commencing March 31, 2017 until the Term Loan A maturity date, amortization of the funded Term Loan A is required in an amount per quarter equal to 0.625% of the original principal amount in the first year following the closing date of the credit facilities on July 27, 2016 ("Closing Date"), 1.25% in each quarter of the second and third years following the Closing Date, and 2.5% in each quarter thereafter prior to final maturity. The Credit Facilities contain covenants that include, among other things and subject to certain significant exceptions, restrictions on Adient Plc's ability to declare or pay dividends, make certain payments in respect of the notes, create liens, incur additional indebtedness, make investments, engage in transactions with affiliates, enter into agreements restricting Adient Plc's subsidiaries' ability to pay dividends, dispose of assets and merge or consolidate with any other person. In addition, the Credit Facilities contain a financial maintenance covenant requiring Adient Plc to maintain a total net leverage ratio equal to or less than 3.5x adjusted EBITDA, calculated on a quarterly basis.

Adient Global Holdings Ltd

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

15 Creditors – amounts falling due after more than one year (cont'd)

The Company has not breached any loan covenants and does not forecast any breaches in the future.

The Term Loan A facility also requires mandatory prepayments in connection with certain non-ordinary course asset sales and insurance recovery and condemnation events, among other things, and subject in each case to certain significant exceptions.

The full amount of the Term Loan A facility was drawn down in the fourth quarter of fiscal 2016. These funds were transferred to the former Parent, Johnson Controls International Plc, at the time of the draw down and were reflected within net transfers to the former Parent in the consolidated statement of cash flow during the fourth quarter of fiscal 2016. The drawn portion of the Credit Facilities bear interest based on LIBOR plus a margin between 1.25% - 2.25%, based on Adient Plc's total net leverage ratio. In February 2017, Adient Plc repaid \$100 million of the Term Loan A facility. In May 2017, Adient Plc repaid another \$200 million of the Term Loan A facility. The total amount repaid was treated as a prepayment of the quarterly mandatory principle amortization for the period between March 2017 and June 2020 resulting in no required principal payment until June 2020.

Adient Global Holdings Ltd will pay a commitment fee on the unused portion of the commitments under the revolving credit facility based on the total net leverage ratio of Adient Plc, ranging from 0.15% to 0.35%. No amounts were outstanding under the revolving credit facility at September 30, 2017.

On August 19, 2016, Adient Global Holdings Ltd issued \$0.9 billion aggregate principal amount of 4.875% USD-denominated unsecured notes due 2026 and €1.0 billion aggregate principal amount of 3.50% unsecured notes due 2024, in a private offering exempt from the registration requirements of the Securities Act of 1933, as amended. The proceeds of the notes were used, together with the Term Loan A facility, to pay a distribution to the former Parent, with the remaining proceeds used for working capital and general corporate purposes.

Amounts owed to group undertakings include the following loans: Loans of \$200,000,000 and \$852,480,398, maturing in 2026, bearing an interest rate of 4.875% and a loan of \$340,124,628, maturing in June 2019, bearing an interest rate of 3.34%. Interest on the loans is compounded and payable annually.

Adient Global Holdings Ltd

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

16 Called up share capital and other reserves

	Number of shares	2017 \$'000
Allotted and fully paid		
Allotment of 2 £1 ordinary shares on incorporation	2	-
Allotment of 126 £1 ordinary shares	126	-
Subdivision of 128 ordinary £1 shares into 12,800 ordinary £0.01 shares	(128)	-
	12,800	-
Repurchase and cancellation of own shares	(853)	-
Ordinary shares of £0.01 each at 30 September 2017	11,947	-

The capital redemption reserve comprises the value of share capital repurchased and cancelled relating to the 853 shares bought back by the company when the company disposed of 6% of Adient International Limited, as disclosed in note 6. This reserve is not distributable.

On 18 June 2017 the company subdivided its £1.00 ordinary shares into shares of £0.01, having the same rights and being subject to the same restrictions.

	16 months ended 30 September 2017 \$'000
Dividends paid	
Cash dividend	1,296,673
Dividend in specie	1,503,327
	2,800,000

On October 31, 2016, Adient Plc, the ultimate parent of Adient Global Holdings Ltd became an independent company as a result of the separation of the automotive seating and interiors businesses of Johnson Controls International plc. As part of this separation agreement on 13 October 2016, Adient Global Holdings Ltd declared and subsequently paid Johnson Controls International plc, who at the time held 126 £1 ordinary shares, a dividend per share of \$22,222,222, comprising cash dividend of \$1,296,673,000 and a \$1,503,327,000 loan note instrument.

Adient Global Holdings Ltd

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

17 Ultimate parent undertaking and controlling party

The immediate parent undertaking is Adient Global Holdings Luxembourg S.a.r.l., a company incorporated in Luxembourg.

As at 30 September 2017, the ultimate parent undertaking and controlling party was Adient Plc, a company incorporated in Ireland. Adient Plc was 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 Adient Plc are available from:

Adient Plc, 25-28 North Wall Quay, IFSC, Dublin 1

