

Eaton Corp plc
Form 10-Q
April 29, 2016
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended March 31, 2016

Commission file number 000-54863

EATON CORPORATION plc

(Exact name of registrant as specified in its charter)

Ireland

98-1059235

(State or other jurisdiction of incorporation or organization) (IRS Employer Identification Number)

Eaton House, 30 Pembroke Road, Dublin 4, Ireland

-

(Address of principal executive offices)

(Zip Code)

+353 1637

2900

(Registrant's
telephone
number,
including
area code)

Not
applicable
(Former
name,
former
address and
former
fiscal year if
changed
since last
report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting

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company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting
company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes
 No

There were 458.0 million Ordinary Shares outstanding as of March 31, 2016.

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PART I — FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

EATON CORPORATION plc
CONSOLIDATED STATEMENTS OF INCOME

(In millions except for per share data)	Three months ended	
	March 31	
	2016	2015
Net sales	\$4,813	\$5,223
Cost of products sold	3,291	3,593
Selling and administrative expense	892	915
Research and development expense	149	158
Interest expense - net	57	57
Other income - net	(18)	(5)
Income before income taxes	442	505
Income tax expense	39	38
Net income	403	467
Less net loss (income) for noncontrolling interests	1	(1)
Net income attributable to Eaton ordinary shareholders	\$404	\$466
Net income per share attributable to Eaton ordinary shareholders		
Diluted	\$0.88	\$0.99
Basic	0.88	1.00
Weighted-average number of ordinary shares outstanding		
Diluted	459.8	470.0
Basic	458.6	467.9
Cash dividends declared per ordinary share	\$0.57	\$0.55

The accompanying notes are an integral part of these condensed consolidated financial statements.

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CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(In millions)	Three months ended March 31	
	2016	2015
Net income	\$403	\$467
Less net loss (income) for noncontrolling interests	1	(1)
Net income attributable to Eaton ordinary shareholders	404	466
Other comprehensive income (loss), net of tax		
Currency translation and related hedging instruments	261	(720)
Pensions and other postretirement benefits	34	86
Cash flow hedges	(22)	—
Other comprehensive income (loss) attributable to Eaton ordinary shareholders	273	(634)
Total comprehensive income (loss) attributable to Eaton ordinary shareholders	\$677	\$(168)

The accompanying notes are an integral part of these condensed consolidated financial statements.

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CONDENSED CONSOLIDATED BALANCE SHEETS

(In millions)	March 31, 2016	December 31, 2015
Assets		
Current assets		
Cash	\$ 333	\$ 268
Short-term investments	240	177
Accounts receivable - net	3,581	3,479
Inventory	2,391	2,323
Prepaid expenses and other current assets	468	369
Total current assets	7,013	6,616
Property, plant and equipment - net	3,583	3,565
Other noncurrent assets		
Goodwill	13,588	13,479
Other intangible assets	5,947	6,014
Deferred income taxes	380	362
Other assets	1,072	960
Total assets	\$ 31,583	\$ 30,996
Liabilities and shareholders' equity		
Current liabilities		
Short-term debt	\$ 820	\$ 426
Current portion of long-term debt	253	242
Accounts payable	1,795	1,758
Accrued compensation	276	366
Other current liabilities	1,878	1,833
Total current liabilities	5,022	4,625
Noncurrent liabilities		
Long-term debt	7,572	7,746
Pension liabilities	1,587	1,586
Other postretirement benefits liabilities	436	440
Deferred income taxes	395	390
Other noncurrent liabilities	1,008	978
Total noncurrent liabilities	10,998	11,140
Shareholders' equity		
Eaton shareholders' equity	15,519	15,186
Noncontrolling interests	44	45
Total equity	15,563	15,231
Total liabilities and equity	\$ 31,583	\$ 30,996

The accompanying notes are an integral part of these condensed consolidated financial statements.

Table of ContentsEATON CORPORATION plc
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

	Three months ended March 31	
(In millions)	2016	2015
Operating activities		
Net income	\$403	\$467
Adjustments to reconcile to net cash provided by operating activities		
Depreciation and amortization	233	226
Deferred income taxes	(13)	14
Pension and other postretirement benefits expense	59	76
Contributions to pension plans	(42)	(223)
Contributions to other postretirement benefits plans	(11)	(9)
Excess tax benefit from equity-based compensation	(2)	—
Changes in working capital	(313)	(372)
Other - net	57	(102)
Net cash provided by operating activities	371	77
Investing activities		
Capital expenditures for property, plant and equipment	(111)	(105)
Cash received from (paid for) acquisitions of businesses, net of cash acquired	1	(38)
(Purchases) sales of short-term investments - net	(53)	99
Other - net	4	(9)
Net cash used in investing activities	(159)	(53)
Financing activities		
Proceeds from borrowings	418	266
Payments on borrowings	(241)	(3)
Cash dividends paid	(256)	(251)
Exercise of employee stock options	17	33
Repurchase of shares	(100)	(170)
Excess tax benefit from equity-based compensation	2	—
Other - net	—	(2)
Net cash used in financing activities	(160)	(127)
Effect of currency on cash	13	(15)
Total increase (decrease) in cash	65	(118)
Cash at the beginning of the period	268	781
Cash at the end of the period	\$333	\$663

The accompanying notes are an integral part of these condensed consolidated financial statements.

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EATON CORPORATION plc

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Amounts are in millions unless indicated otherwise (per share data assume dilution).

Note 1. BASIS OF PRESENTATION

The accompanying unaudited condensed consolidated financial statements of Eaton Corporation plc (Eaton or the Company) have been prepared in accordance with generally accepted accounting principles for interim financial information, the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by United States generally accepted accounting principles (US GAAP) for complete financial statements. However, in the opinion of management, all adjustments (consisting of normal recurring accruals) have been made that are necessary for a fair presentation of the condensed consolidated financial statements for the interim periods.

This Form 10-Q should be read in conjunction with the consolidated financial statements and related notes included in Eaton's 2015 Form 10-K. The interim period results are not necessarily indicative of the results to be expected for the full year. Management has evaluated subsequent events through the date this Form 10-Q was filed with the Securities and Exchange Commission.

During the first quarter of 2016, the Company adopted Accounting Standards Update 2015-03, Interest - Imputation of Interest (Subtopic 835-30): Simplifying the Presentation of Debt Issuance Costs (ASU 2015-03). ASU 2015-03 requires that debt issuance costs be presented in the balance sheet as a direct deduction from the related debt liability rather than an asset. The Company has applied this standard retrospectively. The adoption of ASU 2015-03 resulted in the reclassification of \$34 and \$35 within the Company's Condensed Consolidated Balance Sheets as of March 31, 2016 and December 31, 2015, respectively, from Other noncurrent assets to a reduction in Long-term debt.

Certain prior year amounts have been reclassified to conform to the current year presentation.

Recently Issued Accounting Pronouncements

In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update 2016-02, Leases (Topic 842), (ASU 2016-02). This accounting standard requires that a lessee recognize a lease asset and a lease liability on its balance sheet for all leases, including operating leases, with a term greater than 12 months. ASU 2016-02 will require additional disclosures in the notes to the consolidated financial statements and is effective for annual and interim reporting periods beginning after December 15, 2018. Eaton is evaluating the impact of ASU 2016-02 and an estimate of the impact to the consolidated financial statements cannot be made at this time.

In May 2014, the FASB issued Accounting Standards Update 2014-09, Revenue from Contracts with Customers (ASU 2014-09). This accounting standard supersedes all existing US GAAP revenue recognition guidance. Under ASU 2014-09, a company will recognize revenue when it transfers the control of promised goods or services to customers in an amount that reflects the consideration which the company expects to collect in exchange for those goods or services. ASU 2014-09 will require additional disclosures in the notes to the consolidated financial statements and is effective for annual and interim reporting periods beginning after December 15, 2016. In August 2015, the FASB issued ASU 2015-14, Revenue from Contracts with Customers: Deferral of the Effective Date (ASU 2015-14). This accounting standard defers the effective date of ASU 2014-09 for one year and permits early adoption as of the original effective date. Eaton is evaluating the impact of ASU 2014-09 and an estimate of the impact to the consolidated financial statements cannot be made at this time.

Note 2. ACQUISITIONS OF BUSINESSES

Acquisition of Ephesus Lighting, Inc.

On October 28, 2015, Eaton acquired Ephesus Lighting, Inc. (Ephesus). Ephesus is a leader in LED lighting for stadiums and other high lumen outdoor and industrial applications. Its sales for the 12 months ended September 30, 2015 were \$23. Ephesus is reported within the Electrical Products business segment.

Acquisition of UK Safety Technology Manufacturer Oxalis Group Ltd.

On January 12, 2015, Eaton acquired Oxalis Group Ltd. (Oxalis). Oxalis is a manufacturer of closed-circuit television camera stations, public address and general alarm systems and other electrical products for the hazardous area, marine and industrial communications markets. Its sales for the 12 months ended December 31, 2014 were \$9. Oxalis is

reported within the Electrical Systems and Services business segment.

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Note 3. ACQUISITION INTEGRATION CHARGES

Eaton incurs integration charges related to acquired businesses. A summary of these charges follows:

	Three months ended March 31	
	2016	2015
Electrical Products	\$—	\$6
Electrical Systems and Services	1	3
Hydraulics	—	1
Total business segments	1	10
Corporate	—	1
Total acquisition integration charges before income tax	\$1	\$11
Total after income taxes	\$—	\$7
Per ordinary share - diluted	\$0.00	\$0.02

Business segment acquisition integration charges in the three months ended March 31, 2016 related to the integration of Oxalis Group Ltd. These charges were included in Cost of products sold. Business segment acquisition integration charges in the three months ended March 31, 2015 related primarily to the integration of Cooper Industries plc (Cooper), which was acquired in 2012. The integration of Cooper included costs related to restructuring activities Eaton undertook in an effort to gain efficiencies in selling, marketing, traditional back-office functions, manufacturing, and distribution. These charges were included in Cost of products sold or Selling and administrative expense, as appropriate. In Business Segment Information, the charges reduced Operating profit of the related business segment. See Note 14 for additional information about business segments.

Corporate acquisition integration charges in 2015 were related to the acquisition of Cooper. These charges were included in Selling and administrative expense. In Business Segment Information, the charges were included in Other corporate expense - net.

Note 4. RESTRUCTURING CHARGES

During 2015, Eaton announced its intention to undertake actions to reduce its cost structure in all business segments and at corporate. Restructuring charges incurred in the first quarter of 2016 and 2015 were \$63 and \$10, respectively. The charges associated with restructuring activities are anticipated to be \$140 in 2016 and \$130 in 2017.

A summary of restructuring charges by segment follows:

	Three months ended March 31	
	2016	2015
Electrical Products	\$17	\$—
Electrical Systems & Services	10	—
Hydraulics	16	8
Aerospace	4	—
Vehicle	12	2
Corporate	4	—
Total	\$63	\$10

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A summary of liabilities related to workforce reductions, plant closings and other associated costs follows:

	Workforce reductions	Plant closing and other	Total
Balance at December 31, 2014	\$ —	\$ —	\$—
Liability recognized	112	17	129
Payments	(59)	(3)	(62)
Other adjustments	1	(14)	(13)
Balance at December 31, 2015	54	—	54
Liability recognized	57	6	63
Payments	(23)	(2)	(25)
Other adjustments	—	(3)	(3)
Balance at March 31, 2016	\$ 88	\$ 1	\$89

These charges were included in Cost of products sold, Selling and administrative expenses or Other income-net, as appropriate. In Business Segment Information, the charges reduced Operating profit of the related business segment. See Note 14 for additional information about business segments.

Note 5. GOODWILL

A summary of goodwill follows:

	Electrical Products	Electrical Systems and Services	Hydraulics	Aerospace	Vehicle	Total
December 31, 2015	\$ 6,642	\$ 4,279	\$ 1,259	\$ 956	\$ 343	\$13,479
Translation	55	38	17	(3)	2	109
March 31, 2016	\$ 6,697	\$ 4,317	\$ 1,276	\$ 953	\$ 345	\$13,588

Note 6. RETIREMENT BENEFITS PLANS

The components of retirement benefits expense follow:

	United States pension benefit expense	Non-United States pension benefit expense	Other postretirement benefits expense			
	Three months ended March 31					
	2016	2015	2016	2015	2016	2015
Service cost	\$28	\$31	\$16	\$18	\$ 1	\$ 2
Interest cost	31	39	16	18	4	6
Expected return on plan assets	(63)	(66)	(24)	(25)	(1)	(1)
Amortization	23	30	9	10	(2)	—
	19	34	17	21	2	7
Settlement and curtailment loss	21	14	—	—	—	—
Total expense	\$40	\$48	\$17	\$21	\$ 2	\$ 7

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Note 7. LEGAL CONTINGENCIES

Eaton is subject to a broad range of claims, administrative and legal proceedings such as lawsuits that relate to contractual allegations, tax audits, patent infringement, personal injuries, antitrust matters and employment-related matters. Eaton is also subject to asbestos claims from historic products which may have contained asbestos. Insurance may cover some of the costs associated with these claims. Although it is not possible to predict with certainty the outcome or cost of these matters, the Company believes they will not have a material adverse effect on the consolidated financial statements.

In December 2010, a Brazilian court held that a judgment obtained by a Brazilian company, Raysul, against another Brazilian company, Saturnia, which was sold by Eaton in 2006, could be enforced against Eaton Ltda. This judgment is based on an alleged violation of an agency agreement between Raysul and Saturnia. At March 31, 2016, the Company has a total accrual of 100 Brazilian Reais related to this matter (\$28 based on current exchange rates), comprised of 60 Brazilian Reais recognized in the fourth quarter of 2010 (\$17 based on current exchange rates) with an additional 40 Brazilian Reais recognized through March 31, 2016 (\$11 based on current exchange rates). In 2010, Eaton filed motions for clarification with the Brazilian court of appeals which were denied on April 6, 2011. Eaton Holding and Eaton Ltda. filed appeals on various issues to the Superior Court of Justice in Brasilia. In April 2013, the Superior Court of Justice ruled in favor of Raysul. Additional motions for clarification were filed with the Superior Court of Justice in Brasilia and were denied. On February 2, 2015, a final appeal was filed with the Superior Court of Justice in Brasilia. The Company expects that any sum it may be required to pay in connection with this matter will not exceed the amount of the recorded liability.

Note 8. INCOME TAXES

The effective income tax rate for the first quarter of 2016 was an expense of 9%, compared to an expense of 8% for the first quarter of 2015. The increase in the effective tax rate in the first quarter of 2016 is primarily due to more income earned in higher tax jurisdictions.

Note 9. EQUITY

On October 22, 2013, Eaton's Board of Directors adopted a share repurchase program (2013 Program) that authorizes the repurchase of 40 million ordinary shares. During the first quarter of 2016 and 2015, 1.5 million and 2.4 million ordinary shares were repurchased under the 2013 Program in the open market at a total cost of \$82 and \$170, respectively. On February 24, 2016, the Board of Directors approved a new share repurchase program for share repurchases up to \$2,500 of ordinary shares (2016 Program). Under the 2016 Program, the ordinary shares are expected to be repurchased over time, depending on market conditions, the market price of ordinary shares, capital levels, and other considerations. During the first quarter of 2016, 0.3 million shares were purchased on the open market under the 2016 Program for a total cost of \$18.

The changes in Shareholders' equity follow:

	Eaton shareholders' equity	Noncontrolling interests	Total equity
Balance at December 31, 2015	\$ 15,186	\$ 45	\$ 15,231
Net income	404	(1)	403
Other comprehensive income	273	—	273
Cash dividends paid and accrued	(261)	—	(261)
Issuance of shares under equity-based compensation plans - net	17	—	17
Repurchase of shares	(100)	—	(100)
Balance at March 31, 2016	\$ 15,519	\$ 44	\$ 15,563

The changes in Accumulated other comprehensive loss follow:

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	Currency translation and related hedging instruments	Pensions and other postretirement benefits	Cash flow hedges	Total
Balance at December 31, 2015	\$ (2,492)	\$ (1,374)	\$ 3	\$(3,863)
Other comprehensive income (loss) before reclassifications	261	1	(20)	242
Amounts reclassified from Accumulated other comprehensive loss (income)	—	33	(2)	31
Net current-period Other comprehensive income (loss)	261	34	(22)	273
Balance at March 31, 2016	\$ (2,231)	\$ (1,340)	\$ (19)	\$(3,590)

The reclassifications out of Accumulated other comprehensive loss follow:

	Three months ended March 31, 2016	Consolidated statements of income classification
Amortization of defined benefit pensions and other postretirement benefits items		
Actuarial loss and prior service cost	\$ (51) ¹	
Tax benefit	18	
Total, net of tax	(33)	
Gains and (losses) on cash flow hedges		
Currency exchange contracts	3	Cost of products sold
Tax expense	(1)	
Total, net of tax	2	
Total reclassifications for the period	\$ (31)	

¹ These components of Accumulated other comprehensive loss are included in the computation of net periodic benefit cost. See Note 6 for additional information about pension and other postretirement benefits items.

Net Income Per Share Attributable to Eaton Ordinary Shareholders

A summary of the calculation of net income per share attributable to Eaton ordinary shareholders follows:

	Three months ended March 31	
(Shares in millions)	2016	2015
Net income attributable to Eaton ordinary shareholders	\$404	\$466
Weighted-average number of ordinary shares outstanding - diluted	459.8	470.0
Less dilutive effect of equity-based compensation	1.2	2.1
Weighted-average number of ordinary shares outstanding - basic	458.6	467.9
Net income per share attributable to Eaton ordinary shareholders		
Diluted	\$0.88	\$0.99

Basic

0.88 1.00

For the first quarter of 2016 and 2015, 2.4 million and 0.9 million stock options, respectively, were excluded from the calculation of diluted net income per share attributable to Eaton ordinary shareholders because the exercise price of the options exceeded the average market price of the ordinary shares during the period and their effect, accordingly, would have been antidilutive.

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Note 10. EQUITY-BASED COMPENSATION

In February 2016, the Compensation and Organization Committee of the Board of Directors approved the grant of 604,385 performance share units (PSUs) to certain employees that vest based on the satisfaction of a three-year service period and total shareholder return relative to that of a group of peers. Awards earned at the end of the three-year vesting period range from 0% to 200% of the targeted number of PSU's granted based on the ranking of total shareholder return of the Company, assuming reinvestment of all dividends, relative to a defined peer group of companies. Equity-based compensation expense for these PSUs is recognized over the period during which an employee is required to provide service in exchange for the award. Upon vesting, dividends that have accumulated during the vesting period are paid on earned awards.

The Company uses a Monte Carlo simulation to estimate the fair value of PSUs with a market condition. The principal assumptions utilized in valuing these PSUs include the expected stock price volatility (based on the most recent 3-year period as of the grant date) and the risk-free interest rate (an estimate based on the yield of United States Treasury zero coupon bonds with a 3-year maturity as of the grant date).

Note 11. FAIR VALUE MEASUREMENTS

Fair value is measured based on an exit price, representing the amount that would be received to sell an asset or paid to satisfy a liability in an orderly transaction between market participants. Fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or liability. As a basis for considering such assumptions, a fair value hierarchy is established, which categorizes the inputs used in measuring fair value as follows: (Level 1) observable inputs such as quoted prices in active markets; (Level 2) inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and (Level 3) unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

A summary of financial instruments recognized at fair value, and the fair value measurements used, follows:

	Total	Level 1	Level 2	Level 3
March 31, 2016				
Cash	\$333	\$333	\$ —	\$ —
Short-term investments	240	240	—	—
Net derivative contracts	210	—	210	—
Long-term debt converted to floating interest rates by interest rate swaps - net	(170)	—	(170)	—
December 31, 2015				
Cash	\$268	\$268	\$ —	\$ —
Short-term investments	177	177	—	—
Net derivative contracts	86	—	86	—
Long-term debt converted to floating interest rates by interest rate swaps - net	(94)	—	(94)	—

Eaton values its financial instruments using an industry standard market approach, in which prices and other relevant information is generated by market transactions involving identical or comparable assets or liabilities. No financial instruments were measured using unobservable inputs.

Other Fair Value Measurements

Long-term debt and the current portion of long-term debt had a carrying value of \$7,825 and fair value of \$8,188 at March 31, 2016 compared to \$7,988 and \$8,231, respectively, at December 31, 2015. The fair value of Eaton's debt instruments were estimated using prevailing market interest rates on debt with similar creditworthiness, terms and maturities, and are considered a Level 2 fair value measurement.

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Note 12. DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING ACTIVITIES

In the normal course of business, Eaton is exposed to certain risks related to fluctuations in interest rates, currency exchange rates and commodity prices. The Company uses various derivative and non-derivative financial instruments, primarily interest rate swaps, currency forward exchange contracts, currency swaps and, to a lesser extent, commodity contracts, to manage risks from these market fluctuations. The instruments used by Eaton are straightforward, non-leveraged instruments. The counterparties to these instruments are financial institutions with strong credit ratings. Eaton maintains control over the size of positions entered into with any one counterparty and regularly monitors the credit rating of these institutions. Such instruments are not purchased and sold for trading purposes.

Derivative financial instruments are accounted for at fair value and recognized as assets or liabilities in the Condensed Consolidated Balance Sheets. Accounting for the gain or loss resulting from the change in the fair value of the derivative financial instrument depends on whether it has been designated, and is effective, as part of a hedging relationship and, if so, as to the nature of the hedging activity. Eaton formally documents all relationships between derivative financial instruments accounted for as designated hedges and the hedged item, as well as its risk-management objective and strategy for undertaking the hedge transaction. This process includes linking derivative financial instruments to a recognized asset or liability, specific firm commitment, forecasted transaction, or net investment in a foreign operation. These financial instruments can be designated as:

- Hedges of the change in the fair value of a recognized fixed-rate asset or liability, or the firm commitment to acquire such an asset or liability (a fair value hedge); for these hedges, the gain or loss from the derivative financial instrument, as well as the offsetting loss or gain on the hedged item attributable to the hedged risk, are recognized in income during the period of change in fair value.

Hedges of the variable cash flows of a recognized variable-rate asset or liability, or the forecasted acquisition of such an asset or liability (a cash flow hedge); for these hedges, the effective portion of the gain or loss from the derivative financial instrument is recognized in Accumulated other comprehensive loss and reclassified to income in the same period when the gain or loss on the hedged item is included in income.

Hedges of the currency exposure related to a net investment in a foreign operation (a net investment hedge); for these hedges, the effective portion of the gain or loss from the derivative financial instrument is recognized in Accumulated other comprehensive loss and reclassified to income in the same period when the gain or loss related to the net investment in the foreign operation is included in income.

The gain or loss from a derivative financial instrument designated as a hedge that is effective is classified in the same line of the Consolidated Statements of Income as the offsetting loss or gain on the hedged item. The change in fair value of a derivative financial instrument that is not effective as a hedge is immediately recognized in income.

For derivatives that are not designated as a hedge, any gain or loss is immediately recognized in income. The majority of derivatives used in this manner relate to risks resulting from assets or liabilities denominated in a foreign currency and certain commodity contracts that arise in the normal course of business. Gains and losses associated with commodity hedge contracts are classified in Cost of products sold.

Eaton uses certain of its debt denominated in foreign currency to hedge portions of its net investments in foreign operations against foreign currency exposure (net investment hedges). Foreign currency denominated debt designated on an after-tax basis as non-derivative net investment hedging instruments was \$89 at March 31, 2016 and \$83 at December 31, 2015.

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Derivative Financial Statement Impacts

The fair value of derivative financial instruments recognized in the Condensed Consolidated Balance Sheets follows:

	Notional amount	Other current assets	Other noncurrent assets	Other current liabilities	Other noncurrent liabilities	Type of hedge	Term
March 31, 2016							
Derivatives designated as hedges							
Fixed-to-floating interest rate swaps	\$ 3,765	\$ 1	\$ 169	\$ —	\$ —	Fair value	1 month to 19 years
Forward starting floating-to-fixed interest rate swaps	250	—	—	—	9	Cash flow	12 years
Currency exchange contracts	873	6	1	18	10	Cash flow	1 to 36 months
Commodity contracts	1	—	—	—	—	Cash flow	1 to 12 months
Total		\$ 7	\$ 170	\$ 18	\$ 19		
Derivatives not designated as hedges							
Currency exchange contracts	\$ 3,198	\$ 86		\$ 18			1 to 12 months
Commodity contracts	37	2		—			1 to 12 months
Total		\$ 88		\$ 18			
December 31, 2015							
Derivatives designated as hedges							
Fixed-to-floating interest rate swaps	\$ 3,715	\$ —	\$ 96	\$ —	\$ 2	Fair value	2 to 19 years
Forward starting floating-to-fixed interest rate swaps	50	—	—	—	—	Cash flow	12 years
Currency exchange contracts	724	18	1	8	6	Cash flow	1 to 36 months
Commodity contracts	1	—	—	—	—	Cash flow	1 to 12 months
Total		\$ 18	\$ 97	\$ 8	\$ 8		
Derivatives not designated as hedges							
Currency exchange contracts	\$ 4,198	\$ 27		\$ 40			1 to 12 months
Total		\$ 27		\$ 40			

The currency exchange contracts shown in the table above as derivatives not designated as hedges are primarily contracts entered into to manage currency volatility or exposure on intercompany sales and loans. While Eaton does not elect hedge accounting treatment for these derivatives, Eaton targets managing 100% of the intercompany balance sheet exposure to minimize the effect of currency volatility related to the movement of goods and services in the normal course of its operations. This activity represents the great majority of these currency exchange contracts.

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The impact of derivative instruments to the Consolidated Statement of Income and Comprehensive Income follow:

	Gain (loss) recognized in other comprehensive (loss) income		Location of gain (loss) reclassified from Accumulated other comprehensive loss	Gain (loss) reclassified from Accumulated other comprehensive loss	
	Three months ended March 31			Three months ended March 31	
	2016	2015		2016	2015
Derivatives designated as cash flow hedges					
Floating-to-fixed interest rate swaps	\$ (9)	\$ —	Interest expense - net	\$ —	\$ —
Currency exchange contracts	(22)	2	Cost of products sold	3	2
Total	\$ (31)	\$ 2		\$ 3	\$ 2

Amounts recognized in net income follow:

	Three months ended March 31	
	2016	2015
Derivatives designated as fair value hedges		
Fixed-to-floating interest rate swaps	\$76	\$48
Related long-term debt converted to floating interest rates by interest rate swaps	(76)	(48)
	\$—	\$—

Gains and losses described above were recognized in Interest expense - net.

Note 13. INVENTORY

The components of inventory follow:

	March 31, December 31,	
	2016	2015
Raw materials	\$ 893	\$ 885
Work-in-process	459	412
Finished goods	1,141	1,131
Inventory at FIFO	2,493	2,428
Excess of FIFO over LIFO cost	(102)	(105)
Total inventory	\$ 2,391	\$ 2,323

Note 14. BUSINESS SEGMENT INFORMATION

Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated on a regular basis by the chief operating decision maker, or decision making group, in deciding how to allocate resources to an individual segment and in assessing performance. Eaton's operating segments are Electrical

Products, Electrical Systems and Services, Hydraulics, Aerospace and Vehicle. Operating profit includes the operating profit from intersegment sales. For additional information regarding Eaton's business segments, see Note 15 to the Consolidated Financial Statements contained in the 2015 Form 10-K.

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	Three months ended March 31	
	2016	2015
Net sales		
Electrical Products	\$1,680	\$1,691
Electrical Systems and Services	1,342	1,448
Hydraulics	551	665
Aerospace	445	464
Vehicle	795	955
Total net sales	\$4,813	\$5,223
Segment operating profit		
Electrical Products	\$271	\$260
Electrical Systems and Services	159	186
Hydraulics	41	66
Aerospace	80	77
Vehicle	118	164
Total segment operating profit	669	753
Corporate		
Amortization of intangible assets	(100)	(102)
Interest expense - net	(57)	(57)
Pension and other postretirement benefits expense	(14)	(28)
Other corporate expense - net	(56)	(61)
Income before income taxes	442	505
Income tax expense	39	38
Net income	403	467
Less net loss (income) for noncontrolling interests	1	(1)
Net income attributable to Eaton ordinary shareholders	\$404	\$466

Note 15. CONDENSED CONSOLIDATING FINANCIAL STATEMENTS

On November 14, 2013, Eaton Corporation registered senior notes under the Securities Act of 1933 (the Senior Notes). Eaton and certain other of Eaton's 100% owned direct and indirect subsidiaries (the Guarantors) fully and unconditionally guaranteed (subject, in the case of the Guarantors, other than Eaton, to customary release provisions as described below), on a joint and several basis, the Senior Notes. The following condensed consolidating financial statements are included so that separate financial statements of Eaton, Eaton Corporation and each of the Guarantors are not required to be filed with the Securities and Exchange Commission. The consolidating adjustments primarily relate to eliminations of investments in subsidiaries and intercompany balances and transactions. The condensed consolidating financial statements present investments in subsidiaries using the equity method of accounting. The guarantee of a Guarantor that is not a parent of the issuer will be automatically and unconditionally released and discharged in the event of any sale of the Guarantor or of all or substantially all of its assets, or in connection with the release or termination of the Guarantor as a guarantor under all other U.S. debt securities or U.S. syndicated credit facilities, subject to limitations set forth in the indenture. The guarantee of a Guarantor that is a direct or indirect parent of the issuer will only be automatically and unconditionally released and discharged in connection with the release or termination of such Guarantor as a guarantor under all other debt securities or syndicated credit facilities (in both cases, U.S. or otherwise), subject to limitations set forth in the indenture.

During 2015, the Company undertook certain steps to restructure ownership of various subsidiaries. The transactions were entirely among wholly-owned subsidiaries under the common control of Eaton. This restructuring has been reflected as of the beginning of the earliest period presented below.

CONSOLIDATING STATEMENTS OF COMPREHENSIVE INCOME
FOR THE THREE MONTHS ENDED MARCH 31, 2016

	Eaton Corporation plc	Eaton Corporation	Guarantors	Other subsidiaries	Consolidating adjustments	Total
Net sales	\$ —	\$ 1,538	\$ 1,570	\$ 2,878	\$ (1,173)	\$4,813
Cost of products sold	—	1,196	1,195	2,075	(1,175)	3,291
Selling and administrative expense	2	365	194	331	—	892
Research and development expense	—	62	49	38	—	149
Interest expense (income) - net	—	53	3	(3)	4	57
Other expense (income) - net	—	4	(7)	(15)	—	(18)
Equity in loss (earnings) of subsidiaries, net of tax	(504)	(170)	(669)	(93)	1,436	—
Intercompany expense (income) - net	98	(42)	260	(316)	—	—
Income (loss) before income taxes	404	70	545	861	(1,438)	442
Income tax expense (benefit)	—	7	1	31	—	39
Net income (loss)	404	63	544	830	(1,438)	403
Less net loss (income) for noncontrolling interests	—	—	—	—	1	1
Net income (loss) attributable to Eaton ordinary shareholders	\$ 404	\$ 63	\$ 544	\$ 830	\$ (1,437)	\$404
Other comprehensive income (loss)	\$ 273	\$ 40	\$ 276	\$ 298	\$ (614)	\$273
Total comprehensive income (loss) attributable to Eaton ordinary shareholders	\$ 677	\$ 103	\$ 820	\$ 1,128	\$ (2,051)	\$677

CONSOLIDATING STATEMENTS OF COMPREHENSIVE INCOME
FOR THE THREE MONTHS ENDED MARCH 31, 2015

	Eaton Corporation plc	Eaton Corporation	Guarantors	Other subsidiaries	Consolidating adjustments	Total
Net sales	\$ —	\$ 1,702	\$ 1,696	\$ 3,116	\$ (1,291)	\$ 5,223
Cost of products sold	—	1,310	1,295	2,277	(1,289)	3,593
Selling and administrative expense	2	377	176	360	—	915
Research and development expense	—	71	45	42	—	158
Interest expense (income) - net	—	54	6	(5)	2	57
Other expense (income) - net	—	(5)	(1)	1	—	(5)
Equity in loss (earnings) of subsidiaries, net of tax	(545)	(209)	(713)	(126)	1,593	—
Intercompany expense (income) - net	77	(41)	271	(307)	—	—
Income (loss) before income taxes	466	145	617	874	(1,597)	505
Income tax expense (benefit)	—	(22)				