



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

March 21, 2012

Via E-Mail

Frank S. Sklarsky
Chief Financial Officer
Tyco International Ltd.
Freier Platz 10
CH-8200 Schaffhausen
Switzerland

**Re: Tyco International Ltd.
Form 10-K for the Fiscal Year Ended September 30, 2011
Filed November 16, 2011
File No. 1-13836**

Dear Mr. Sklarsky:

We refer you to our comment letter dated March 2, 2012 regarding business contacts with Iran. We have completed our review of this subject matter. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Cecilia Blye

Cecilia Blye, Chief
Office of Global Security Risk

cc: Judith A. Reinsdorf
Executive Vice President and General Counsel

Larry Spigel
Assistant Director
Division of Corporation Finance