Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2013

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [X] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
HARRIS CORPORATION RETIREMENT PLAN

1b Three-digit plan number (PN) ▶ 015

1c Effective date of plan 06/30/1945

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

HARRIS CORPORATION

1025 WEST NASA BLVD
MAIL STOP A11N
MELBOURNE, FL 32919

2b Employer Identification Number (EIN)
34-0276860

2c Sponsor's telephone number
321-724-3682

2d Business code (see instructions)
334200

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	11/03/2014	DAVID WATROUS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name	**4c** PN	

5	Total number of participants at the beginning of the plan year	**5**	21071
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	15687
b	Retired or separated participants receiving benefits	**6b**	662
c	Other retired or separated participants entitled to future benefits	**6c**	6465
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	22814
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	54
f	Total. Add lines **6d** and **6e**.	**6f**	22868
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	22316
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	459
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2G 2J 2K 2S 2T 3H 2E

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1)	[ ] Insurance	**(1)**	[ ] Insurance
(2)	[ ] Code section 412(e)(3) insurance contracts	**(2)**	[ ] Code section 412(e)(3) insurance contracts
(3)	[X] Trust	**(3)**	[X] Trust
(4)	[ ] General assets of the sponsor	**(4)**	[ ] General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- **(1)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] ___ **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2013** **This Form is Open to Public Inspection.**

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
HARRIS CORPORATION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 015

C Plan sponsor's name as shown on line 2a of Form 5500
HARRIS CORPORATION

D Employer Identification Number (EIN)
34-0276860

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

ALLIANZ GLOBAL INVESTORS

06-1349805

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

FEDERATED INVESTORS, INC.

1001 LIBERTY AVENUE
PITTSBURGH, PA 15222

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

GALLIARD CAPITAL MANAGEMENT, INC.

41-1813702

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

NORTHERN TRUST CORPORATION

36-1561860

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

PRINCIPAL GLOBAL INVESTORS

PO BOX 8024
BOSTON, MA 02266

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

RS INVESTMENTS

388 MARKET STREET
SAN FRANCISCO, CA 94111

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

SANDS CAPITAL MANAGEMENT, LLC

1101 WILSON BLVD.
SUITE 2300
ARLINGTON, VA 22209

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

T. ROWE PRICE ASSOCIATES, INC.

52-0556948

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

THE HARTFORD

06-1455341

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 64 65	RECORDKEEPER	1562669	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

T. ROWE PRICE ASSOCIATES, INC.

52-0556948

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50 51 68	INVESTMENT MANAGER	1435290	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

BLACKROCK INST TR COMP

94-3112180

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 24 28 34 50 51	INVESTMENT MANAGER	881740	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

SANDS CAPITAL MANAGEMENT, LLC

20-2830751

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGER	695262	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST CORPORATION

36-1561860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	TRUSTEE	651588	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

RS INVESTMENTS

94-3181687

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGER	526485	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

CALLAN ASSOCIATES, INC.

94-2192581

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
16	CONSULTING	110376	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

SIDLEY AUSTIN, LLP

36-4474078

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	LEGAL	56616	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

ERNST & YOUNG US, LLP

34-6565596

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	ACCOUNTING	38488	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

ACKERMAN SENTERFITT

59-3117860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29	LEGAL	20534	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

MCCRADY, HESS & RUTH, PLLC

27-2977805

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	ACCOUNTING	7850	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name: ERNST & YOUNG	**b** EIN: 34-6565596	
c Position:		
d Address: 4130 PARKLAKE AVE #500 RALEIGH, NC 27612	**e** Telephone: 919-981-2800	

Explanation: AUDITORS RESIGNED TO FOCUS ON OTHER MARKET CONCENTRATIONS -- RECOMMENDED THE PLAN FIND ANOTHER AUDITOR.

a Name:	**b** EIN:	
c Position:		
d Address:	**e** Telephone:	

Explanation:

a Name:	**b** EIN:	
c Position:		
d Address:	**e** Telephone:	

Explanation:

a Name:	**b** EIN:	
c Position:		
d Address:	**e** Telephone:	

Explanation:

a Name:	**b** EIN:	
c Position:		
d Address:	**e** Telephone:	

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
HARRIS CORPORATION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 015

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
HARRIS CORPORATION

D Employer Identification Number (EIN)
34-0276860

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: GALLIARD CAP MGT WFB FIXED INC. A

b Name of sponsor of entity listed in (a): WELLS FARGO, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
41-6292499-001	C	133560188

a Name of MTIA, CCT, PSA, or 103-12 IE: GALLIARD CAP MGT WFB FIXED INC. B

b Name of sponsor of entity listed in (a): WELLS FARGO, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
52-2250964-001	C	56598399

a Name of MTIA, CCT, PSA, or 103-12 IE: GALLIARD CAP MGT WFB FIXED INC. D

b Name of sponsor of entity listed in (a): WELLS FARGO, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
26-0232745-001	C	114966371

a Name of MTIA, CCT, PSA, or 103-12 IE: GALLIARD CAP MGT WFB FIXED INC. F

b Name of sponsor of entity listed in (a): WELLS FARGO, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
52-2252204-001	C	175039637

a Name of MTIA, CCT, PSA, or 103-12 IE: GALLIARD CAP MGT WFB FIXED INC. L

b Name of sponsor of entity listed in (a): WELLS FARGO, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
27-6635237-001	C	157562543

a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2015

b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
26-4020281-001	C	44840043

a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2045

b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
26-4020794-001	C	43302629

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL GLOBAL INV. COLTV. INVT.		
b Name of sponsor of entity listed in (a): PRINCIPAL GLOBAL INVESTORS		
c EIN-PN 26-6746540-000	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 233018319
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2020		
b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA		
c EIN-PN 26-4020374-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 76191764
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2050		
b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA		
c EIN-PN 26-4020887-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 34315111
a Name of MTIA, CCT, PSA, or 103-12 IE: COLTV. DLY. RUSSELL 1000 EQ. I		
b Name of sponsor of entity listed in (a): NORTHERN TRUST GLOBAL INVESTORS		
c EIN-PN 45-6138589-088	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 171526128
a Name of MTIA, CCT, PSA, or 103-12 IE: GALLIARD CAP MGT WFB STIF FUND S		
b Name of sponsor of entity listed in (a): WELLS FARGO, N.A.		
c EIN-PN 41-6292499-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 55782358
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2025		
b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA		
c EIN-PN 26-4020456-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 95708684
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2055		
b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA		
c EIN-PN 27-1620812-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 5089157
a Name of MTIA, CCT, PSA, or 103-12 IE: NT COLLECTIVE GOVERNMENT STIF REGIS		
b Name of sponsor of entity listed in (a): NOTHERN TRUST GLOBAL INVESTORS		
c EIN-PN 45-6138589-068	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3203379
a Name of MTIA, CCT, PSA, or 103-12 IE: NT COLLECTIVE AGGREGATE BOND INDEX		
b Name of sponsor of entity listed in (a): NORTHERN TRUST GLOBAL INVESTORS		
c EIN-PN 45-6138589-088	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 269764588
a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2030		
b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA		
c EIN-PN 26-4020542-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 68971391

a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX RET

b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA

c EIN-PN 26-4019464-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 23976421

a Name of MTIA, CCT, PSA, or 103-12 IE: NT COLLECTIVE EXTENDED EQUITY INDEX

b Name of sponsor of entity listed in (a): NORTHERN TRUST GLOBAL INVESTORS

c EIN-PN 45-6138589-100	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 158859566

a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2035

b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA

c EIN-PN 26-4020637-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 48494919

a Name of MTIA, CCT, PSA, or 103-12 IE: NT COLLECTIVE S&P 500 INDEX FUND

b Name of sponsor of entity listed in (a): NORTHERN TRUST GLOBAL INVESTORS

c EIN-PN 45-6138589-003	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 289597961

a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK LIFEPATH INDEX 2040

b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO NA

c EIN-PN 26-4020715-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 43781249

a Name of MTIA, CCT, PSA, or 103-12 IE: BLACKROCK STRATEGIC COMPLETION FD F

b Name of sponsor of entity listed in (a): BLACKROCK INSTITUTIONAL TRUST CO. N.A.

c EIN-PN 45-2777766-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 53362508

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
HARRIS CORPORATION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 015

C Plan sponsor's name as shown on line 2a of Form 5500
HARRIS CORPORATION

D Employer Identification Number (EIN)
34-0276860

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	1497138	1585256
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	6567189	12123369
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	1761760	167247
(B) Common	1c(4)(B)	502707402	657285029
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	48149474	45684314
(9) Value of interest in common/collective trusts	1c(9)	2256116562	2357513313
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	230080328	276932318
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	248741	217650

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	110630065	139566456
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	3157758659	3491074952
Liabilities			
g Benefit claims payable	1g	576291	1651840
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	1195797	1375747
k Total liabilities (add all amounts in lines 1g through1j)	1k	1772088	3027587
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	3155986571	3488047365

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	51718388	
(B) Participants	2a(1)(B)	105126260	
(C) Others (including rollovers)	2a(1)(C)	6706539	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		163551187
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	1861167	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		1861167
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	96750	
(B) Common stock	2b(2)(B)	11690153	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	102975	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		11889878
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	208432981	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	187583536	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		20849445
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	456319615	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		456319615

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		34183840
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		18113203
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		706768335
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	368434913	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		368434913
f Corrective distributions (see instructions)	2f		169856
g Certain deemed distributions of participant loans (see instructions)	2g		24812
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	6077960	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		6077960
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		374707541
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		332060794
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [ ] Yes [X] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: CARR, RIGGS & INGRAM, LLC **(2)** EIN: 72-1396621

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		20000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
HARRIS CORPORATION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 015

C Plan sponsor's name as shown on line 2a of Form 5500
HARRIS CORPORATION

D Employer Identification Number (EIN)
34-0276860

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Carr, Riggs & Ingram, LLC
215 Baytree Drive
Melbourne, Florida 32940

(321) 255-0088
(321) 259-8648 (fax)
www.cricpa.com

REPORT OF INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM

To the Participants and the Harris Corporation Employee Benefits Committee of the
Harris Corporation Retirement Plan

We have audited the accompanying financial statements of the Harris Corporation Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2013, and the related statements of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Harris Corporation Retirement Plan as of December 31, 2013, and the changes in its net assets available for benefits for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

The statement of net assets available for benefits of the Harris Corporation Retirement Plan as of December 31, 2012, was audited by other auditors whose report dated June 26, 2013 expressed an unmodified opinion on that statement.

Report on Supplemental Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of assets (held at end of year), is presented for the purpose of additional analysis and are not a required part of the

financial statements but is supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Carr Riggs & Ingram, LLC

Melbourne, Florida
June 26, 2014

Ernst & Young LLP
Suite 500
5100 Town Center Circle
Boca Raton, FL 33486

Tel: +1 561 955 8000
Fax: +1 561 955 8200
ey.com

Report of Independent Registered Certified Public Accounting Firm

To the Participants and the Harris Corporation Employee Benefits Committee of the
Harris Corporation Retirement Plan

We have audited the accompanying financial statement of the Harris Corporation Retirement Plan, which comprises the statement of net assets available for benefits as of December 31, 2012.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in conformity with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statement that is free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the net assets available for benefits of the Harris Corporation Retirement Plan at December 31, 2012, in conformity with U.S. generally accepted accounting principles.

Ernst & Young LLP

June 26, 2013

HARRIS CORPORATION RETIREMENT PLAN
Statements of Net Assets Available for Benefits

	December 31, 2013	December 31, 2012
ASSETS		
Investments at fair value:		
Interest bearing cash	$ 12,123,369	$ 6,567,189
Preferred stocks	167,247	1,761,760
Common stocks	796,851,485	613,337,467
Registered investment companies	276,932,318	230,080,328
Common/collective trust funds	2,357,513,313	2,256,116,562
Synthetic guaranteed investment contract wrappers	217,650	248,741
Total investments at fair value	3,443,805,382	3,108,112,047
Receivables:		
Accrued interest and dividends	681,601	414,886
Notes receivable from participants	45,684,314	48,149,474
Due from broker for securities sold	903,655	1,082,252
Total receivables	47,269,570	49,646,612
Total assets	3,491,074,952	3,157,758,659
LIABILITIES		
Accrued administrative expenses	587,477	477,721
Due to broker for securities purchased	788,270	718,076
Total liabilities	1,375,747	1,195,797
Net assets available for benefits at fair value	3,489,699,205	3,156,562,862
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(7,158,387)	(26,983,296)
Net assets available for benefits	$ 3,482,540,818	$ 3,129,579,566

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

HARRIS CORPORATION RETIREMENT PLAN
Statement of Changes in Net Assets Available for Benefits
For the year ended December 31, 2013

Additions to net assets attributed to:	
Investment income:	
Net appreciation in fair value of investments	$ 549,291,012
Dividends	11,889,878
Total	561,180,890
Contributions:	
Participant rollovers	6,706,539
Employer matching	51,718,388
Participant (other than rollovers)	105,126,260
Total contributions	163,551,187
Interest on notes receivable from participants	1,861,167
Total additions	726,593,244
Deductions from net assets attributed to:	
Benefits paid to participants	367,554,032
Administrative expenses	6,077,960
Total deductions	373,631,992
Net increase	352,961,252
Net assets available for benefits:	
Beginning of year	3,129,579,566
End of year	$ 3,482,540,818

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

NOTE 1 — DESCRIPTION OF PLAN

The following description of the Harris Corporation Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

A. **General** — The Plan is a defined contribution plan with a 401(k) feature covering eligible employees of Harris Corporation and certain of its subsidiaries (collectively, the "Company" or "Employer") as defined in the Plan document. The Plan Administrator is the Harris Corporation Employee Benefits Committee comprised of persons appointed by Harris Corporation. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

B. **Contributions** — Participants may contribute a percentage of eligible compensation, as defined in the Plan document and subject to Internal Revenue Code (the "Code") limitations, on a pre-tax and/or after-tax basis. After-tax contributions may be made either on a regular after-tax basis or on a designated Roth after-tax basis. Participants age 50 and older by the end of the calendar year can contribute an additional amount above the annual pre-tax/designated Roth after-tax limitation, as defined in the Plan document and subject to Code limitations. The Company matches up to 50% or 100% (depending on business unit) of pre-tax and after-tax contributions subject to a limit of 4%, 5% or 6% (depending on business unit) of eligible compensation for any eligible employee who has completed the Plan's service requirement (for new hires prior to July 15, 2013, either six months or one year, depending on business unit; for new hires on or after July 15, 2013, one year). Full-time regular participants who make no election with respect to their contribution percentage are deemed to have elected deferment of 6% of eligible compensation on a pre-tax basis. The Company may make discretionary profit sharing contributions to the Plan in an amount determined by the Company, allocated to eligible participants based on eligible compensation as defined in the Plan document. For the year ended December 31, 2013, no profit sharing contributions were made; instead, the Company's Performance Reward Plan (or similar plan) permitted each participant eligible for such plan to elect a special, unmatched pre-tax contribution to the Plan of 0%, 50% or 100% of the amount otherwise payable during 2013 to the participant by the Company in cash under the Performance Reward Plan (or similar plan), subject to Code limitations. In addition, participants may rollover amounts to the Plan from other qualified plans or certain individual retirement accounts ("IRAs").

C. **Payments of Benefits** — Prior to termination of employment, a participant may withdraw all or any portion of his or her regular after-tax account balance or rollover balance. A participant may also receive a distribution while employed for financial hardship, as defined in the Plan document, upon attainment of age 59 ½ or in certain cases, in connection with active military duty. Upon retirement or other termination of employment, a participant may elect to receive either a lump-sum amount equal to all or a portion of the participant's vested account, or installments of his or her vested account over a future period. Alternatively, a participant may rollover his or her vested account to an eligible retirement plan or IRA.

D. **Participant Loans** — The participant loan program permits participants to borrow against their pre-tax, regular after-tax, qualified non-elective and designated Roth after-tax and rollover contributions. A participant may borrow in increments of $100 from a minimum of $500 to a maximum of 50% of the vested portion of the participant's account or $50,000 whichever is lower, within certain limitations established by the Plan document. Payback periods range from one to five years unless the loan is to be used for the purchase of a principal residence, in which case the payback period may not exceed ten years. Interest rates are established by the Company based on market rates. Loans are paid back ratably through payroll deductions (or, if the participant is not receiving paychecks, then they are paid back by personal, certified or cashier's check, money order or electronic transfer). The outstanding loans have been established as a separate fund.

E. **Participant Accounts** — Each participant's account is credited with the participant's contribution, including the contribution, if any, in respect of the participant's election under the Company's Performance Reward Plan (or similar plan), and allocations of (a) the Company's matching contribution, (b) the Company's discretionary profit sharing contribution, if any, and (c) Plan earnings, and is charged with an allocation of Plan losses and administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

F. **Vesting** — Participants are immediately vested in their pre-tax, regular after-tax, designated Roth after-tax, qualified non-elective and rollover contributions plus earnings thereon. Vesting in the Employer matching and any profit sharing contributions, plus earnings thereon, is based on years of service, as defined in the Plan document. A participant is 100% vested after four years of service, based on the following schedule:

Years of Service	Vesting Percentage
Less than 1 year	0%
1 year	25%
2 years	50%
3 years	75%
4 years	100%

However, certain vesting schedules applicable to assets merged into the Plan have been preserved, as legally required, and may result in the vesting of Employer contributions plus earnings thereon, more quickly than described above. In addition, in the event of a disposition by the Company of a business or substantially all of the assets of a business, the participants impacted by such disposition may in certain circumstances become 100% vested in Employer contributions plus earnings thereon.

A participant also becomes 100% vested in Employer contributions plus earnings thereon, upon his or her termination of employment after attaining age 55 or on account of his or her death or disability, or if a participant dies while on leave of absence due to qualified military service.

G. **Forfeitures** — A terminated participant who is not 100% vested will forfeit the non-vested portion of the Company's contributions plus earnings thereon unless the participant returns to employment within five years. The forfeited contributions are used first, to restore the accounts of recently located missing participants, as defined in the Plan document; next, to restore the accounts of participants who are reemployed prior to incurring a break in service of five consecutive years; next, to fund any matching or profit sharing contributions to be allocated to participants who are reemployed after a period of qualified military service, as defined in the Plan document; and finally, to reduce future contributions to the Plan by the Company. Forfeited amounts included in Plan assets at December 31, 2013 and 2012 were $391,052 and $704,336, respectively. For the years ended December 31, 2013 and 2012, Company contributions to the Plan were reduced by $2,956,823 and $1,390,009, respectively, from forfeited non-vested accounts.

H. **Plan Termination** — Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

I. **Investment Options** — Upon enrollment into the Plan, a participant may direct Company and participant contributions into any of several investment options, including the Harris Stock Fund. A participant may transfer amounts from other investment options into the Harris Stock Fund, provided that no transfer shall cause more than 20% of a participant's account to be invested in the Harris Stock Fund. The Harris Stock Fund has been designated as an "employee stock ownership plan," which means that the Company is entitled to a deduction for dividends paid on shares held in the Harris Stock Fund. Any such dividends are 100% vested and participants are permitted to elect that such dividends either be maintained in the Plan and reinvested in the Harris Stock Fund or paid from the Plan in cash to the participant.

The investment options are described in detail in the Plan's "Summary Plan Description," which is available to all participants. In the event no investment option is selected by a participant, the default investment option for contributions is the LifeCycle Fund that is age-appropriate for the participant. Elections to change investment options can be made daily; however, amounts in the Stable Value Fund cannot be transferred directly to the Money Market Fund. Investments are also governed by other limitations described in the Plan document and the "Summary Plan Description."

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accounting records of the Plan are maintained on the accrual basis. Certain prior year amounts have been reclassified to conform to the presentation for the year ended December 31, 2013.

Valuation of Investments — The Plan's investments generally are stated at fair value. Quoted market prices are used, when available, to value investments. Investments for which quoted market prices are not available are stated at fair values as reported by the trustee or investee company. See Note 7 — Financial Instruments for further information on the valuation of investments.

Notes Receivable from Participants — Notes receivable from participants represent participant loans recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2013 or 2012. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be a distribution, the participant loan balance is reduced and a benefit payment is recorded upon the participant's eligibility for a plan distribution.

Synthetic Guaranteed Investment Contracts — During 2013 and 2012, the Plan held synthetic guaranteed investment contracts ("synthetic GICs") in its Stable Value Fund (the "Fund"). A corresponding contract wrapper with the issuer of the synthetic GICs was also held in order to provide a variable rate of return on the cost of the investment. The fair value of the synthetic GICs was determined using a discounted cash flow method or quoted market prices of underlying investments. The fair value of the contract wrapper was based on the present value of the difference between the current fee and fee re-bids provided by the issuers and was $217,650 and $248,741 at December 31, 2013 and 2012, respectively. The Plan values all investments at fair value except synthetic GICs which are adjusted to contract value. See Note 7 — Financial Instruments for further discussion of fair value measurements.

The interest crediting rate of synthetic GICs is based on the contract value, and the fair value, duration and yield to maturity of the portfolio of bonds underlying the synthetic GICs. The interest crediting rate is reset quarterly. The minimum crediting rate is zero percent.

The interest crediting rate reset allows the contract value to converge with the fair value of the underlying portfolio over time, assuming the portfolio continues to earn the current yield for a period of time equal to the current portfolio duration.

The primary variables impacting the future interest crediting rates of synthetic GICs include the current yield of the assets underlying the contract, the duration of the assets underlying the contract and the existing difference between the fair value and contract value of the assets underlying the contract.

The investments in synthetic GICs are presented at fair value and adjusted to contract value on the Statements of Net Assets Available for Benefits. To the extent that the underlying portfolio of a synthetic GIC has unrealized and/or realized losses, a positive adjustment is made to the adjustment from fair value to contract value under contract value accounting. As a result, the future interest crediting rate may be lower over time than the then-current market rates. Similarly, if the underlying portfolio generates unrealized and/or realized gains, a negative adjustment is made to the adjustment from fair value to contract value, and the future interest crediting rate may be higher than the then-current market rates. The adjustments ensure that ending net assets available for benefits are recorded at contract value and reflect the unrealized and/or realized gains and losses on the underlying portfolio of synthetic GICs.

Synthetic GICs generally provide for withdrawals associated with certain events which are not in the ordinary course of Plan operations. These withdrawals are paid with a market value adjustment applied to the withdrawal as defined in the investment contract. Each contract issuer specifies the events which may trigger a market value adjustment. Such events include but are not limited to the following: material amendments to the Plan or in the administration of the Fund; changes to the Plan's competing investment options including the elimination of equity wash provisions; complete or partial termination of the Plan; the failure of the Plan to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA; the redemption of all or a portion of the interests in the Fund held by the Plan at the direction of the Plan sponsor, including withdrawals due to the removal of a specifically identifiable group of employees from coverage under the Plan (such as a group layoff or early retirement incentive program), the closing or sale of a subsidiary, employing unit or affiliate, the bankruptcy or insolvency of the Plan sponsor, the merger of the Plan with another plan, or the Plan sponsor's establishment of another tax qualified defined contribution plan; any change in law, regulation, ruling, administrative or judicial position or accounting requirement, applicable to the Fund or the Plan; or the delivery of any communication to Plan participants designed to influence a participant not to invest in the Fund.

At this time, the Plan does not believe that the occurrence of any such market value adjustment-triggering event, which would limit the Plan's ability to transact at contract value with participants, is probable.

If the Plan defaults in its obligations under any synthetic GIC (including the issuer's determination that the agreement constitutes a non-exempt prohibited transaction as defined under ERISA), and such default is not corrected within the time permitted by the contract, then the contract may be terminated by the issuer and the Plan will receive the fair value of the underlying investments as of the date of termination. With the exception of this circumstance, termination of the contract by the issuer would be settled at contract value.

The average yield based on actual earnings was approximately 1.65% at December 31, 2013 and 1.05% at December 31, 2012. The average yield based on interest rate credited to participants was approximately 1.88% at December 31, 2013 and 2.28% at December 31, 2012.

Use of Estimates — The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("US GAAP") requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts, disclosures, and schedules. Accordingly, actual results may differ from those estimates.

Administrative Expenses — Unless otherwise elected by the Company, all reasonable charges and expenses incurred in connection with the administration of the Plan are paid by the trustee from the assets of the trust.

NOTE 3 — INVESTMENTS

For the year ended December 31, 2013, the Plan's investments (including investments bought, sold and held during such period) appreciated in value as follows:

Net appreciation (depreciation) in fair value as determined by quoted market prices:	
Preferred stocks	$ (26,976)
Common stocks	222,041,728
Registered investment companies	58,982,452
	280,997,204
Net appreciation in fair value as determined by investee company/trustee:	
Common/collective trust funds	268,293,808
Total net change in fair value	$ 549,291,012

The fair value of individual investments that represent 5% or more of Plan net assets is as follows:

	December 31, 2013	December 31, 2012
Prin Global Invs COLTV Invt TR Diversified Intl Eqty FD 50 BP Fee CL	$ 233,018,319	$ 167,570,757
NT Collective Russell 1000 Index Fund — Non Lending	*	227,683,236
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	289,597,961	225,399,720
NT Collective Aggregate Bond Index Fund — Non Lending	269,764,588	333,218,895
Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund F	175,039,637	210,646,396
Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund L	*	159,419,182

* *Investment was below 5% of Plan net assets at end of year.*

NOTE 4 — RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of common stock of Harris Corporation and balances in common/collective trust funds that are managed by Northern Trust. Harris Corporation is the Plan sponsor and Northern Trust is the Trustee and, therefore, these transactions qualify as exempt party-in-interest transactions under the provisions of ERISA.

The Plan's investments in Harris Corporation common stock (included with other common stock) and in common/collective trust funds managed by Northern Trust (included with other common/collective trust funds) are as follows:

	December 31, 2013		December 31, 2012	
	Shares	Fair Value	Shares	Fair Value
Common stock				
Harris Corporation common stock	1999233	$ 139,566,456	2259601	$ 110,630,065
Common/collective trust funds				
NT Collective Russell 1000 Index Fund — Non Lending	8974317	171,526,128	15854274	227,683,236
NT Collective Extended Equity Index Fund — Non Lending	712161	158,859,566	678612	109,676,518
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	49709	289,597,961	51207	225,399,720
NT Collective Aggregate Bond Index Fund — Non Lending	2174995	269,764,588	2625714	333,218,895
NTGI Coltv Govt STIF Registered	3203379	3,203,379	3162761	3,162,761

During 2013, the Plan made the following purchases and sales of related party investments:

	Purchases	Sales
Common stock		
Harris Corporation common stock	$ 10,715,224	$ 22,560,374
Common/collective trust funds		
NT Collective Russell 1000 Index Fund — Non Lending	23,203,620	136,507,280
NT Collective Extended Equity Index Fund — Non Lending	38,390,540	25,358,442
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	34,356,514	41,530,999
NT Collective Aggregate Bond Index Fund — Non Lending	14,597,151	71,226,239
NTGI Coltv Govt STIF Registered	*	*

* *Activity in this fund represents overnight interest bearing deposits (sweeps) of otherwise un-invested daily cash.*

NOTE 5 — INCOME TAX STATUS

The Plan has received a determination letter from the Internal Revenue Service ("IRS") dated October 30, 2013 stating that the Plan is qualified under Section 401(a) of the Code and the related trust is exempt from taxation. Although the Plan has been amended since receiving the determination letter, the Plan's sponsor and the Plan's tax counsel believe the Plan, as amended, is qualified and the related trust is exempt from taxation.

U.S. GAAP requires Plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2010.

NOTE 6 — CREDIT RISKS AND UNCERTAINTIES

Cash amounts at the Trustee may exceed the federally insured limit from time to time. The Plan provides for investments in various investment securities, which, in general, are exposed to certain risks, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term, and such changes could materially affect participant account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

NOTE 7 — FINANCIAL INSTRUMENTS

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in the principal market (or most advantageous market, in the absence of a principal market) for the asset or liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). A three-level fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 — inputs are based upon unadjusted quoted prices for identical instruments traded in active markets.
- Level 2 — inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3 — inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques for which some or all significant assumptions are not observable.

The following section describes the valuation methodologies the Plan uses to measure financial assets at fair value.

In general, and where applicable, the Plan uses quoted prices in active markets for identical assets to determine fair value. This pricing methodology applies to the Plan's Level 1 assets which include interest bearing cash, certain preferred stocks, common stocks and registered investment companies. If quoted prices in active markets for identical assets are not available to determine fair value, then the Plan uses quoted prices for similar assets or inputs other than the quoted prices that are observable either directly or indirectly. These assets are included in Level 2 and consist of certain preferred stocks, common/collective trust funds and synthetic guaranteed investment contract wrappers. Assets for which fair value is determined by management using assumptions that market participants would use in pricing assets are included in Level 3. As of December 31, 2013 and 2012, there were no Level 3 assets held by the Plan.

Assets Measured at Fair Value on a Recurring Basis

Assets measured at fair value on a recurring basis at December 31, 2013 are as follows:

	Level 1	Level 2	Level 3	Total
Assets				
Interest bearing cash	$ 12,123,369	$ —	$ —	$ 12,123,369
Preferred stocks	167,247	—	—	167,247
Common stocks:				
Consumer	134,707,752	—	—	134,707,752
Energy	74,399,910	—	—	74,399,910
Financial	96,881,001	—	—	96,881,001
Health care	71,994,200	—	—	71,994,200
Industrial	77,239,374	—	—	77,239,374
Information technology	277,889,739	—	—	277,889,739
Other	63,739,509	—	—	63,739,509
Total common stocks	796,851,485	—	—	796,851,485
Registered investment companies:				
Small company funds	119,808,362	—	—	119,808,362
Technology funds	72,862,017	—	—	72,862,017
U.S. Government securities money market funds	68,374,260	—	—	68,374,260
Other funds	15,887,679	—	—	15,887,679
Total registered investment companies	276,932,318	—	—	276,932,318
Common/collective trust funds (a):				
Fixed income funds	—	693,509,496	—	693,509,496
Index funds	—	1,565,921,190	—	1,565,921,190
International equity funds	—	94,879,248	—	94,879,248
Other funds	—	3,203,379	—	3,203,379
Total common/collective trust funds (a)	—	2,357,513,313	—	2,357,513,313
Synthetic guaranteed investment contract wrappers	—	217,650	—	217,650
Total Assets Measured at Fair Value	$ 1,086,074,419	$ 2,357,730,963	$ —	$ 3,443,805,382

Assets measured at fair value on a recurring basis at December 31, 2012 are as follows:

	Level 1	Level 2	Level 3	Total
Assets				
Interest bearing cash	$ 6,567,189	$ —	$ —	$ 6,567,189
Preferred stocks	1,710,037	51,723	—	1,761,760
Common stocks:				
Consumer	96,645,663	—	—	96,645,663
Energy	56,910,186	—	—	56,910,186
Financial	70,963,693	—	—	70,963,693
Health care	55,231,840	—	—	55,231,840
Industrial	57,870,426	—	—	57,870,426
Information technology	220,122,481	—	—	220,122,481
Other	55,593,178	—	—	55,593,178
Total common stocks	613,337,467	—	—	613,337,467
Registered investment companies:				
Small company funds	89,991,234	—	—	89,991,234
Technology funds	56,129,796	—	—	56,129,796
U.S. Government securities money market funds	75,119,433	—	—	75,119,433
Other funds	8,839,865	—	—	8,839,865
Total registered investment companies	230,080,328	—	—	230,080,328
Common/collective trust funds (a):				
Fixed income funds	—	781,499,767	—	781,499,767
Index funds	—	1,303,883,277	—	1,303,883,277
International equity funds	—	167,570,757	—	167,570,757
Other funds	—	3,162,761	—	3,162,761
Total common/collective trust funds (a)	—	2,256,116,562	—	2,256,116,562
Synthetic guaranteed investment contract wrappers	—	248,741	—	248,741
Total Assets Measured at Fair Value	$ 851,695,021	$ 2,256,417,026	$ —	$ 3,108,112,047

(a) Common/collective trust funds share the common goal of first growing then later preserving principal and contain a mix of U.S. stocks, U.S. issued bonds and cash. There are currently no redemption restrictions on these investments. The fair values of the investments in this category have been estimated using the net asset value per share.

NOTE 8 — RECONCILIATION OF PLAN FINANCIAL STATEMENTS TO THE FORM 5500

Form 5500 requires the recording of a liability for benefit amounts processed prior to year-end but not yet paid and requires fully benefit-responsive contracts to be reported at fair value. These requirements conflict with U.S. GAAP and the presentation of such amounts in the financial statements where they remain as part of net assets available for benefits.

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	December 31, 2013	December 31, 2012
Net assets available for benefits per the financial statements	$ 3,482,540,818	$ 3,129,579,566
Benefits due to participants	(1,651,840)	(576,291)
Adjustment to fair value from contract value for fully benefit-responsive investment contracts	7,158,387	26,983,296
Net assets available for benefits per the Form 5500	$ 3,488,047,365	$ 3,155,986,571

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31, 2013:

Benefits paid to participants per the financial statements	$ 367,554,032
Add: benefits due but unpaid at December 31, 2013	1,651,840
Less: benefits due but unpaid at December 31, 2012	(576,291)
Total benefit payments, corrective distributions and deemed distributions per the Form 5500	$ 368,629,581

The following is a reconciliation of investment income per the financial statements to the Form 5500 for the year ended December 31, 2013:

Net change in Plan assets per the financial statements	$	352,961,252
Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2012		(26,983,296)
Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2013		7,158,387
Benefits due but unpaid at December 31, 2013		(1,651,840)
Benefits due but unpaid at December 31, 2012		576,291
Net income and transfers in per the Form 5500	$	332,060,794

SUPPLEMENTAL INFORMATION

Harris Corporation Retirement Plan

E.I.N. 34-0276860
Plan Number 015
Schedule H, Line 4(i)
Schedule of Assets (Held at End of Year)
December 31, 2013

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	Value of Interest in Interest Bearing Cash			
	INTEREST BEARING CASH	12123369		$ 12,123,369
	Total Value of Interest in Interest Bearing Cash			$ 12,123,369
	Value of Interest in Preferred Stocks			
	LIVING SOCIAL INC PFD STK SER F	6726		$ 7,533
	WEYERHAEUSER CO 6.375% PREF CONV SER A	2850		159,714
	Total Value of Interest in Preferred Stocks			$ 167,247
	Value of Interest in Common Stocks			
	1ST HORIZON NATL CORP COM	199054		$ 2,318,979
	1ST NIAGARA FINL GROUP INC NEW COM	34700		368,514
	ADR ASML HLDG NV NY REG 2012 (POST REV SPLIT)	54750		5,130,075
	ACXIOM CORP COM	80161		2,964,354
	ADR ARM HLDS PLC SPONSORED ISIN US0420681068	86000		4,707,640
	ADR BP P L C SPONSORED ADR	36156		1,757,543
	ADR BAIDU INC SPONSORED ADR	57300		10,192,524
	ADR CTRIP COM INTL LTD ADS AMERICAN DEP SHS	17300		858,426
	ADR PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR	127200		1,752,816
	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	64400		4,589,788
	AES CORP COM	85700		1,243,507
	AGILENT TECHNOLOGIES INC COM	18900		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				1,080,891
	AIMIA INC COM	39400		723,477
	AKAMAI TECHNOLOGIES INC COM STK	29800		1,405,964
	ALEXION PHARMACEUTICALS INC COM	42800		5,694,968
	ALLSCRIPTS HEALTHCARE SOLUTIONS INC	100800		1,558,368
	ALLSTATE CORP COM	66400		3,621,456
	AMAZON COM INC COM	42121		16,797,434
	AMERICAN EXPRESS CO	39400		3,574,762
	ANADARKO PETRO CORP COM	35200		2,792,064
	ANALOG DEVICES INC COM	45700		2,327,501
	ANTERO RES CORP COM	7000		444,080
	AOL INC COM STK	63001		2,937,107
	APACHE CORP COM	66400		5,706,416
	APPLE INC COM STK	11190		6,278,821
	APPLIED MATERIALS INC COM	139500		2,467,755
	ARCHER-DANIELS-MIDLAND CO COM	82800		3,593,520
	ASSOCTD BANC-CORP COM	100164		1,742,854
	AT&T INC COM	130141		4,575,758
	ATHENAHEALTH INC COM MON STOCK	14000		1,883,000

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	AVERY DENNISON CORP COM	33236		1,668,115
	AVON PRODUCTS INC COM USD0.25	112300		1,933,806
	BANK NEW YORK MELLON CORP COM STK	2900		101,326
	BANK OF AMERICA CORP	322964		5,028,549
	BIOGEN IDEC INC COM STK	26200		7,329,450
	BIOMARIN PHARMACEUTICAL INC COM ISIN CH0008107010	30000		2,108,100
	BOEING CO COM	54000		7,370,460
	BRISTOL MYERS SQUIBB CO COM	64900		3,449,435
	BRISTOW GROUP INC COM	13722		1,029,973
	CA INC COM	27400		922,010
	CABLEVISION SYS CORP CL A COM STK	81200		1,455,916
	CALPINE CORP COM NEW STK	102171		1,993,356
	CAMPBELL SOUP CO COM	65800		2,847,824
	CARDINAL HLTH INC	17800		1,189,218
	CARNIVAL CORP COM PAIRED	71900		2,888,223
	CBOE HOLDINGS INC COM	7930		412,043
	CELGENE CORP COM	14400		2,433,024
	CENTURYLINK INC COM	45875		1,461,119
	CERNER CORP COM	63000		3,511,620

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	CHEVRON CORP COM	59378		7,416,906
	CHIPOTLE MEXICAN GRILL INC COM STK	13500		7,192,530
	CHUBB CORP COM	16100		1,555,743
	CISCO SYSTEMS INC	116800		2,622,160
	CLARCOR INC COM	15996		1,029,343
	CLOROX CO COM	35900		3,330,084
	COCA COLA CO COM	6600		272,646
	COGNIZANT TECH SOLUTIONS CORP CL A	19300		1,948,914
	COMCAST CORP NEW-CL A	30300		1,574,540
	COMPASS MINERALS INTL INC COM	21283		1,703,704
	COMPUTER SCI CORP COM	40700		2,274,316
	CONOCOPHILLIPS COM	18200		1,285,830
	CONSOL ENERGY INC COM	61000		2,320,440
	CORNING INC COM	166200		2,961,684
	CROWN CASTLE INTL CORP COM STK	52600		3,862,418
	D R HORTON INC COM	57800		1,290,096
	DANA HLDG CORP COM	96008		1,883,677
	DANAHER CORP COM	46252		3,570,654
	DEERE & CO COM	22100		2,018,393

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	DIAMOND OFFSHORE DRILLING INC COM	35900		2,043,428
	DISCOVERY COMMUNICATIONS INC NEW COM SERC COM SER C	16300		1,366,918
	DOLBY LABORATORIES INC CL A COM STK	36700		1,415,152
	DOLLAR TREE INC COM STK	16100		908,362
	DST SYS INC COM	9462		858,582
	DU PONT E I DE NEMOURS & CO COM STK	29100		1,890,627
	DUKE ENERGY CORP NEW COM NEW COM NEW	51802		3,574,856
	EATON CORP PLC COM USD0.50	24138		1,837,385
	EBAY INC COM USD0.001	25700		1,410,673
	ECOLAB INC COM	12300		1,282,521
	EHEALTH INC COM STK	20183		938,308
	ELECTRONICS FOR IMAGING INC COM	1500		58,095
	ELIZABETH ARDEN INC COM	28100		996,145
	EMERSON ELECTRIC CO COM	56300		3,951,134
	ENDURANCE SPECIALTY HOLDINGS LTD COM USD1	18800		1,102,996
	ENI SPA EUR1	27447		661,482
	ENTERGY CORP NEW COM	43700		2,764,899
	EURONET WORLDWIDE INC COM	44714		2,139,565
	EXELON CORP COM	77500		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				2,122,725
	EXXON MOBIL CORP COM	61526		6,226,431
	FACEBOOK INC CL A CL A	160292		8,761,561
	FASTENAL CO COM	19800		940,698
	FEDEX CORP COM	16600		2,386,582
	FIRST AMERN FINL CORP COM STK	78175		2,204,535
	FIRSTENERGY CORP COM	45435		1,498,446
	FIRSTMERIT CORP COM	24200		537,966
	FLOWSERVE CORP COM	11200		882,896
	FMC TECHNOLOGIES INC COM	62000		3,237,020
	FORD MTR CO DEL COM PAR $0.01 COM PAR $0.01	110200		1,700,386
	FOSSIL GROUP INC COM	5900		707,646
	FTD COS INC COM	34000		1,107,720
	GEN MTRS CO COM	53227		2,175,387
	GENERAL ELECTRIC CO	346100		9,701,183
	GENUINE PARTS CO COM	21700		1,805,223
	GILEAD SCIENCES INC	76400		5,741,460
	GLAXOSMITHKLINE ORD GBP0.25	60321		1,609,996
	GLOBAL PMTS INC COM	23500		1,527,265
	GOOGLE INC CL A CL A	17100		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				19,164,141
	GRAFTECH INTL LTD COM	34200		384,066
	#REORG/GREEN MTN NAME CHANGE KEURIG GR 2U1TA21 EFF 03-11-2014	2900		219,182
	HANCOCK HLDG CO COM	4951		181,603
	*HARRIS CORP COM	1999233		139,566,456
	HEALTHWAYS INC COM STK	30500		468,175
	HESS CORP COM STK	44200		3,668,600
	HILLSHIRE BRANDS CO COM	44545		1,489,585
	HILTON WORLDWIDE HLDGS INC COM	6400		142,400
	HMS HLDGS CORP COM	41300		938,749
	HONEYWELL INTL INC COM STK	46100		4,212,157
	HORSEHEAD HLDG CORP COM STK	82500		1,337,325
	HOSPIRA INC COM	27300		1,126,944
	HUNTINGTON INGALLS INDS INC COM	28400		2,556,284
	ILL TOOL WKS INC COM	55200		4,641,216
	IMPAX LABORATORIES INC COM	44600		1,121,244
	INTEGRATED DEVICE TECHNOLOGY INC COM	282400		2,877,656
	INTERACTIVE BROKERS GROUP INC CL COM	62500		1,521,250
	INTL PAPER CO COM	88896		4,358,571
	INTUITIVE SURGICAL INC COM NEW STK	9100		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				3,495,128
	ITT CORPORATION W/I	30875		1,340,593
	JOHNSON & JOHNSON COM USD1	51200		4,689,408
	JOHNSON CTL INC COM	43900		2,252,070
	JONES LANG LASALLE INC COM STK	14573		1,492,129
	JOY GLOBAL INC COM	30400		1,778,096
	JPMORGAN CHASE & CO COM	149624		8,750,012
	JUNIPER NETWORKS INC COM	115179		2,599,590
	KOHLS CORP COM	63600		3,609,300
	KS CY SOUTHN	7500		928,725
	LAREDO PETROLEUM INC	45150		1,250,204
	LAS VEGAS SANDS CORP COM STK	92000		7,256,040
	LEGG MASON INC COM	69300		3,013,164
	LINCOLN NATL CORP COM	37223		1,921,451
	LINKEDIN CORP CL A	18100		3,924,623
	LOEWS CORP COM	21900		1,056,456
	LOWES COS INC COM	43100		2,135,605
	LPL FINL HLDGS INC COM	9272		436,062
	LULULEMON ATHLETICA INC COM	3700		218,411
	MACYS INC COM STK	41200		2,200,080

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	MAGELLAN HLTH SVCS INC COM NEW	14344		859,349
	MARSH & MCLENNAN CO'S INC COM	84300		4,076,748
	MASCO CORP COM	80100		1,823,877
	MASONITE INTL CORP NEW COM	6700		402,000
	MASTERCARD INC CL A	4150		3,467,159
	MATTEL INC COM	73100		3,478,098
	MC CORMICK & CO INC COM NON-VTG	18400		1,268,128
	MCGRAW HILL FINANCIAL INC	29800		2,330,360
	MCKESSON CORP	20100		3,244,140
	MEADWESTVACO CORP COM	44200		1,632,306
	MERCK & CO INC NEW COM	73300		3,668,665
	MGM RESORTS INTERNATIONAL COM	29300		689,136
	MICROSOFT CORP COM	103200		3,862,776
	MLP OCH-ZIFF CAP MGMT GROUP CL A SHS CL A	15100		223,480
	MONEYGRAM INTL INC COM NEW COM NEW	72304		1,502,477
	MONSANTO CO NEW COM	32729		3,814,565
	MORGAN STANLEY COM STK USD0.01	54100		1,696,576
	MRC GLOBAL INC COM	39550		1,275,883

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	MURPHY OIL CORP COM	51000		3,308,880
	NATIONAL OILWELL VARCO COM STK	48400		3,849,252
	NETFLIX INC COM STK	3200		1,178,144
	NETSUITE INC COM STK	5300		546,006
	NEW GOLD INC CDA COM	119316		625,216
	NEW YORK TIMES CO CL A ISIN #US6501111073	74400		1,180,728
	NEWMONT MINING CORP NEW COM	46600		1,073,198
	NIKE INC CL B	57500		4,521,800
	NISOURCE INC COM	108000		3,551,040
	NORFOLK SOUTHN CORP COM	37600		3,490,408
	NORTHERN TR CORP COM	49800		3,082,122
	NUCOR CORP COM	54900		2,930,562
	OLIN CORP COM	21400		617,390
	PEYTO EXPL & DEV CORP NEW COM	62022		1,897,727
	PENN NATL GAMING INC COM	55900		801,047
	PEPSICO INC COM	48800		4,047,472
	PERFORMANT FINL CORP COM	39900		410,970
	PFIZER INC COM	135947		4,164,057
	PHH CORP COM NEW COM NEW	43752		1,065,361

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	PIONEER NAT RES CO COM STK	12600		2,319,282
	PNC FINANCIAL SERVICES GROUP COM STK	55300		4,290,174
	POTASH CORP SASK INC COM	41100		1,354,656
	PRAXAIR INC COM	14100		1,833,423
	PRECISION CASTPARTS CORP COM	14300		3,850,990
	PROCTER & GAMBLE COM NPV	20500		1,668,905
	QUALCOMM INC COM	23100		1,715,175
	QUEST DIAGNOSTICS INC COM	30400		1,627,616
	QUESTAR CORP COM	90700		2,085,193
	RANGE RES CORP COM	29816		2,513,787
	RED HAT INC COM	20800		1,165,632
	REGENERON PHARMACEUTICALS INC COM	17129		4,714,586
	REGIONS FINL CORP NEW COM	120700		1,193,723
	ROSETTA RES INC COM	34493		1,657,043
	SALESFORCE COM INC COM STK	192100		10,601,999
	SCHLUMBERGER LTD COM COM	90200		8,127,922
	SCHWAB CHARLES CORP COM NEW	132000		3,432,000
	SEALED AIR CORP NEW COM STK	34300		1,167,915
	SEAWORLD ENTMT INC COM	53600		1,542,072

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	SERVICENOW INC COM USD0.001	13200		739,332
	SHERWIN-WILLIAMS CO COM	8800		1,614,800
	SOUTHWESTERN ENERGY CO COM	97500		3,834,675
	SPLUNK INC COMSTK COM USD0.001	46000		3,158,820
	STANCORP FINL GROUP INC COM	32219		2,134,508
	STANLEY BLACK & DECKER INC COM	21000		1,694,490
	STAPLES INC COM	146800		2,332,652
	STARBUCKS CORP COM	61400		4,813,146
	STATE STR CORP COM	29500		2,165,005
	SUN LIFE FINANCIAL INC.	36300		1,282,479
	SUN TR BANKS INC COM	84200		3,099,402
	SYMETRA FINL CORP COM	29800		565,008
	SYNOVUS FINL CORP COM	228883		823,978
	TALISMAN ENERGY INC COM	60800		708,320
	TD AMERITRADE HLDG CORP COM STK	59700		1,829,208
	TELEFONICA SA EUR1	62319		1,016,301
	TESLA MTRS INC COM	5200		781,976
	TEXAS INSTRUMENTS INC COM	52900		2,322,839

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	THE MADISON SQUARE GARDEN COMPANY	23350		1,344,493
	THE PRICELINE GROUP INC	10100		11,740,240
	TIFFANY & CO COM	2800		259,784
	TIME WARNER INC USD0.01	55300		3,855,516
	TORCHMARK CORP COM	29945		2,340,201
	TRACTOR SUPPLY CO COM	17800		1,380,924
	TUPPERWARE BRANDS CORPORATION	15300		1,446,309
	TWENTY-FIRST CENTY FOX INC CL A CL A	45300		1,593,654
	TWITTER INC COM	3600		229,140
	ULTA SALON COSMETICS & FRAGRANCE INC COMSTK	33000		3,185,160
	UNITED CONTL HLDGS INC COM STK	125700		4,755,231
	UNITED PARCEL SVC INC CL B	34700		3,646,276
	UNITED TECHNOLOGIES CORP COM	8000		910,400
	UNITEDHEALTH GROUP INC COM	26300		1,980,390
	US BANCORP	135400		5,470,160
	USG CORP COM NEW	42400		1,203,312
	VALEANT PHARMACEUTICALS INTERNATIONAL INC COMMON STOCK	16100		1,890,140
	VANTIV INC COM USD0.00001 A	15900		518,499
	VERIZON COMMUNICATIONS COM	55334		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				2,719,112
	VERTEX PHARMACEUTICALS INC COM	5600		416,080
	VISA INC COM CL A STK	57700		12,848,636
	#REORG/VODAFONE GROUP REV STK SPLIT VODAFONE GROUP 1A4TP8W 24/2/2014	348189		1,366,751
	VULCAN MATERIALS CO COM	51300		3,048,246
	WABTEC CORP COM	14900		1,106,623
	WALT DISNEY CO	23100		1,764,840
	WASTE CONNECTIONS INC COM	26427		1,153,010
	WELLS FARGO & CO NEW COM STK	147300		6,687,420
	WESTERN UNION CO	65800		1,135,050
	WEYERHAEUSER CO COM	75045		2,369,170
	WHIRLPOOL CORP COM	2200		345,092
	WHOLE FOODS MKT INC COM	18000		1,040,940
	WILLIS GROUP HOLDINGS COM USD0.000115 (NEW)	21900		981,339
	WORKDAY INC CL A COM USD0.001	7600		632,016
	WYNN RESORTS LTD COM	7800		1,514,838
	XCEL ENERGY INC COM	64900		1,813,306
	XYLEM INC COM	57400		1,986,040
	Total Value of Interest in Common Stocks			$796,851,485

Value of Interest in Registered Investment Companies		
ALLIANZ FDS ALLIANZGI TECHNOLOGY FD INSTL CL	1160593	$ 72,862,017
HARTFORD SER FD INC SMALL CO HLS FD CL IA	4533044	119,808,362
MONEY MKT OBLIGS TR FEDT GOVT OBLIGSFD INSTL SHS	6837460	68,374,260
RESV INVT FDS INC	15887679	15,887,679
Total Value of Interest in Registered Investment Companies		$ 276,932,318
Value of Interest in Common/Collective Trust Funds		
BLACKROCK LIFEPATH INDEX 2015 NL F	2635897	$ 44,840,043
BLACKROCK LIFEPATH INDEX 2020 NL F	4221875	76,191,764
BLACKROCK LIFEPATH INDEX 2025 NL F	5032346	95,708,684
BLACKROCK LIFEPATH INDEX 2030 NL F	3477590	68,971,391
BLACKROCK LIFEPATH INDEX 2035 NL F	2351406	48,494,919
BLACKROCK LIFEPATH INDEX 2040 NL F	2050020	43,781,249
BLACKROCK LIFEPATH INDEX 2045 NL F	1959191	43,302,629
BLACKROCK LIFEPATH INDEX 2050 NL F	1505174	34,315,111
BLACKROCK LIFEPATH INDEX 2055 NON LENDING FD F	308943	5,089,157
BLACKROCK STRATEGIC COMPLETION NL FUND F	5250872	53,362,508
BLACKROCK LIFEPATH INDEX RETMT NL F	1496132	23,976,421
PRIN GLOBAL INVS COLTV INVT TR DIVERSIFIED INTL EQTY FD 50 BP FEE CL	1050405	233,018,319
*NT COLLECTIVE RUSSELL 1000 INDEX FUND—NON LENDING	8974317	171,526,128
*NT COLLECTIVE EXTENDED EQUITY INDEX FD—NONLENDING	712161	158,859,566
*NT COLLECTIVE S&P500 INDEX FUND-DC-NON LENDING (TIER J)	49709	289,597,961
*NT COLLECTIVE AGGREGATE BOND INDEX FUND-NON LENDING	2174995	269,764,588
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND A	133560188	133,560,188
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND B	56598399	56,598,399
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND D	114966371	114,966,371
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND F	175039637	175,039,637
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND L	157562543	157,562,543
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA SHORT TERM INVESTMENT FUND S	55782358	55,782,358
*NTGI COLTV GOVT STIF REGISTERED	3203379	3,203,379
Total Value of Interest in Common/Collective Trust Funds		$ 2,357,513,313

Value of Interest in Synthetic Guaranteed Investment Contract Wrappers			
AMERICAN GENERAL LIFE INS. CO. CONTRACT NUMBER 1629650 RATE 1.44% MATURITY 00/00/0000 SYNTHETIC WRAPPER		$	—
MONUMENTAL LIFE INSURANCE CO. CONTRACT NUMBER MDA01077TR RATE 3.07% MATURITY 00/00/0000 SYNTHETIC WRAPPER			217,650
PACIFIC LIFE INSURANCE CO. CONTRACT NUMBER G - 27236.01.0001 RATE 2.73% MATURITY 00/00/0000 SYNTHETIC WRAPPER			—
PRUDENTIAL LIFE INS. CO. CONTRACT NUMBER GA-62487 RATE 2.18% MATURITY 00/00/0000 SYNTHETIC WRAPPER			—
STATE STREET BANK AND TRUST CO CONTRACT NUMBER 105004 RATE 1.14% MATURITY 00/00/0000 SYNTHETIC WRAPPER			—
Total Value of Interest in Synthetic Guaranteed Investment Contract Wrappers		$	217,650
Value of Interest in Notes Receivable from Participants			
* NOTES RECEIVABLE FROM PARTICIPANTS	3.25% to 9.25% Maturing through 2023	$	45,684,314
Total Value of Interest in Notes Receivable from Participants		$	45,684,314
Total Investments including Notes Receivable from Participants		$	3,489,489,696

Note: Cost information has not been included in column (d) because all investments are participant-directed.

* Party-in-interest to the Plan

Carr, Riggs & Ingram, LLC
215 Baytree Drive
Melbourne, Florida 32940

(321) 255-0088
(321) 259-8648 (fax)
www.cricpa.com

REPORT OF INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM

To the Participants and the Harris Corporation Employee Benefits Committee of the
Harris Corporation Retirement Plan

We have audited the accompanying financial statements of the Harris Corporation Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2013, and the related statements of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Harris Corporation Retirement Plan as of December 31, 2013, and the changes in its net assets available for benefits for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

The statement of net assets available for benefits of the Harris Corporation Retirement Plan as of December 31, 2012, was audited by other auditors whose report dated June 26, 2013 expressed an unmodified opinion on that statement.

Report on Supplemental Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of assets (held at end of year), is presented for the purpose of additional analysis and are not a required part of the

financial statements but is supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Carr Riggs & Ingram, LLC

Melbourne, Florida
June 26, 2014

Ernst & Young LLP
Suite 500
5100 Town Center Circle
Boca Raton, FL 33486

Tel: +1 561 955 8000
Fax: +1 561 955 8200
ey.com

Report of Independent Registered Certified Public Accounting Firm

To the Participants and the Harris Corporation Employee Benefits Committee of the
Harris Corporation Retirement Plan

We have audited the accompanying financial statement of the Harris Corporation Retirement Plan, which comprises the statement of net assets available for benefits as of December 31, 2012.

Management's Responsibility for the Financial Statement

Management is responsible for the preparation and fair presentation of this financial statement in conformity with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statement that is free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on this financial statement based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statement referred to above presents fairly, in all material respects, the net assets available for benefits of the Harris Corporation Retirement Plan at December 31, 2012, in conformity with U.S. generally accepted accounting principles.

Ernst & Young LLP

June 26, 2013

HARRIS CORPORATION RETIREMENT PLAN
Statements of Net Assets Available for Benefits

	December 31, 2013	December 31, 2012
ASSETS		
Investments at fair value:		
Interest bearing cash	$ 12,123,369	$ 6,567,189
Preferred stocks	167,247	1,761,760
Common stocks	796,851,485	613,337,467
Registered investment companies	276,932,318	230,080,328
Common/collective trust funds	2,357,513,313	2,256,116,562
Synthetic guaranteed investment contract wrappers	217,650	248,741
Total investments at fair value	3,443,805,382	3,108,112,047
Receivables:		
Accrued interest and dividends	681,601	414,886
Notes receivable from participants	45,684,314	48,149,474
Due from broker for securities sold	903,655	1,082,252
Total receivables	47,269,570	49,646,612
Total assets	3,491,074,952	3,157,758,659
LIABILITIES		
Accrued administrative expenses	587,477	477,721
Due to broker for securities purchased	788,270	718,076
Total liabilities	1,375,747	1,195,797
Net assets available for benefits at fair value	3,489,699,205	3,156,562,862
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(7,158,387)	(26,983,296)
Net assets available for benefits	$ 3,482,540,818	$ 3,129,579,566

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

HARRIS CORPORATION RETIREMENT PLAN
Statement of Changes in Net Assets Available for Benefits
For the year ended December 31, 2013

Additions to net assets attributed to:	
Investment income:	
Net appreciation in fair value of investments	$ 549,291,012
Dividends	11,889,878
Total	561,180,890
Contributions:	
Participant rollovers	6,706,539
Employer matching	51,718,388
Participant (other than rollovers)	105,126,260
Total contributions	163,551,187
Interest on notes receivable from participants	1,861,167
Total additions	726,593,244
Deductions from net assets attributed to:	
Benefits paid to participants	367,554,032
Administrative expenses	6,077,960
Total deductions	373,631,992
Net increase	352,961,252
Net assets available for benefits:	
Beginning of year	3,129,579,566
End of year	$ 3,482,540,818

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

NOTE 1 — DESCRIPTION OF PLAN

The following description of the Harris Corporation Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

A. **General** — The Plan is a defined contribution plan with a 401(k) feature covering eligible employees of Harris Corporation and certain of its subsidiaries (collectively, the "Company" or "Employer") as defined in the Plan document. The Plan Administrator is the Harris Corporation Employee Benefits Committee comprised of persons appointed by Harris Corporation. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

B. **Contributions** — Participants may contribute a percentage of eligible compensation, as defined in the Plan document and subject to Internal Revenue Code (the "Code") limitations, on a pre-tax and/or after-tax basis. After-tax contributions may be made either on a regular after-tax basis or on a designated Roth after-tax basis. Participants age 50 and older by the end of the calendar year can contribute an additional amount above the annual pre-tax/designated Roth after-tax limitation, as defined in the Plan document and subject to Code limitations. The Company matches up to 50% or 100% (depending on business unit) of pre-tax and after-tax contributions subject to a limit of 4%, 5% or 6% (depending on business unit) of eligible compensation for any eligible employee who has completed the Plan's service requirement (for new hires prior to July 15, 2013, either six months or one year, depending on business unit; for new hires on or after July 15, 2013, one year). Full-time regular participants who make no election with respect to their contribution percentage are deemed to have elected deferment of 6% of eligible compensation on a pre-tax basis. The Company may make discretionary profit sharing contributions to the Plan in an amount determined by the Company, allocated to eligible participants based on eligible compensation as defined in the Plan document. For the year ended December 31, 2013, no profit sharing contributions were made; instead, the Company's Performance Reward Plan (or similar plan) permitted each participant eligible for such plan to elect a special, unmatched pre-tax contribution to the Plan of 0%, 50% or 100% of the amount otherwise payable during 2013 to the participant by the Company in cash under the Performance Reward Plan (or similar plan), subject to Code limitations. In addition, participants may rollover amounts to the Plan from other qualified plans or certain individual retirement accounts ("IRAs").

C. **Payments of Benefits** — Prior to termination of employment, a participant may withdraw all or any portion of his or her regular after-tax account balance or rollover balance. A participant may also receive a distribution while employed for financial hardship, as defined in the Plan document, upon attainment of age 59 ½ or in certain cases, in connection with active military duty. Upon retirement or other termination of employment, a participant may elect to receive either a lump-sum amount equal to all or a portion of the participant's vested account, or installments of his or her vested account over a future period. Alternatively, a participant may rollover his or her vested account to an eligible retirement plan or IRA.

D. **Participant Loans** — The participant loan program permits participants to borrow against their pre-tax, regular after-tax, qualified non-elective and designated Roth after-tax and rollover contributions. A participant may borrow in increments of $100 from a minimum of $500 to a maximum of 50% of the vested portion of the participant's account or $50,000 whichever is lower, within certain limitations established by the Plan document. Payback periods range from one to five years unless the loan is to be used for the purchase of a principal residence, in which case the payback period may not exceed ten years. Interest rates are established by the Company based on market rates. Loans are paid back ratably through payroll deductions (or, if the participant is not receiving paychecks, then they are paid back by personal, certified or cashier's check, money order or electronic transfer). The outstanding loans have been established as a separate fund.

E. **Participant Accounts** — Each participant's account is credited with the participant's contribution, including the contribution, if any, in respect of the participant's election under the Company's Performance Reward Plan (or similar plan), and allocations of (a) the Company's matching contribution, (b) the Company's discretionary profit sharing contribution, if any, and (c) Plan earnings, and is charged with an allocation of Plan losses and administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

F. **Vesting** — Participants are immediately vested in their pre-tax, regular after-tax, designated Roth after-tax, qualified non-elective and rollover contributions plus earnings thereon. Vesting in the Employer matching and any profit sharing contributions, plus earnings thereon, is based on years of service, as defined in the Plan document. A participant is 100% vested after four years of service, based on the following schedule:

Years of Service	Vesting Percentage
Less than 1 year	0%
1 year	25%
2 years	50%
3 years	75%
4 years	100%

However, certain vesting schedules applicable to assets merged into the Plan have been preserved, as legally required, and may result in the vesting of Employer contributions plus earnings thereon, more quickly than described above. In addition, in the event of a disposition by the Company of a business or substantially all of the assets of a business, the participants impacted by such disposition may in certain circumstances become 100% vested in Employer contributions plus earnings thereon.

A participant also becomes 100% vested in Employer contributions plus earnings thereon, upon his or her termination of employment after attaining age 55 or on account of his or her death or disability, or if a participant dies while on leave of absence due to qualified military service.

G. **Forfeitures** — A terminated participant who is not 100% vested will forfeit the non-vested portion of the Company's contributions plus earnings thereon unless the participant returns to employment within five years. The forfeited contributions are used first, to restore the accounts of recently located missing participants, as defined in the Plan document; next, to restore the accounts of participants who are reemployed prior to incurring a break in service of five consecutive years; next, to fund any matching or profit sharing contributions to be allocated to participants who are reemployed after a period of qualified military service, as defined in the Plan document; and finally, to reduce future contributions to the Plan by the Company. Forfeited amounts included in Plan assets at December 31, 2013 and 2012 were $391,052 and $704,336, respectively. For the years ended December 31, 2013 and 2012, Company contributions to the Plan were reduced by $2,956,823 and $1,390,009, respectively, from forfeited non-vested accounts.

H. **Plan Termination** — Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

I. **Investment Options** — Upon enrollment into the Plan, a participant may direct Company and participant contributions into any of several investment options, including the Harris Stock Fund. A participant may transfer amounts from other investment options into the Harris Stock Fund, provided that no transfer shall cause more than 20% of a participant's account to be invested in the Harris Stock Fund. The Harris Stock Fund has been designated as an "employee stock ownership plan," which means that the Company is entitled to a deduction for dividends paid on shares held in the Harris Stock Fund. Any such dividends are 100% vested and participants are permitted to elect that such dividends either be maintained in the Plan and reinvested in the Harris Stock Fund or paid from the Plan in cash to the participant.

The investment options are described in detail in the Plan's "Summary Plan Description," which is available to all participants. In the event no investment option is selected by a participant, the default investment option for contributions is the LifeCycle Fund that is age-appropriate for the participant. Elections to change investment options can be made daily; however, amounts in the Stable Value Fund cannot be transferred directly to the Money Market Fund. Investments are also governed by other limitations described in the Plan document and the "Summary Plan Description."

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accounting records of the Plan are maintained on the accrual basis. Certain prior year amounts have been reclassified to conform to the presentation for the year ended December 31, 2013.

Valuation of Investments — The Plan's investments generally are stated at fair value. Quoted market prices are used, when available, to value investments. Investments for which quoted market prices are not available are stated at fair values as reported by the trustee or investee company. See Note 7 — Financial Instruments for further information on the valuation of investments.

Notes Receivable from Participants — Notes receivable from participants represent participant loans recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2013 or 2012. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be a distribution, the participant loan balance is reduced and a benefit payment is recorded upon the participant's eligibility for a plan distribution.

Synthetic Guaranteed Investment Contracts — During 2013 and 2012, the Plan held synthetic guaranteed investment contracts ("synthetic GICs") in its Stable Value Fund (the "Fund"). A corresponding contract wrapper with the issuer of the synthetic GICs was also held in order to provide a variable rate of return on the cost of the investment. The fair value of the synthetic GICs was determined using a discounted cash flow method or quoted market prices of underlying investments. The fair value of the contract wrapper was based on the present value of the difference between the current fee and fee re-bids provided by the issuers and was $217,650 and $248,741 at December 31, 2013 and 2012, respectively. The Plan values all investments at fair value except synthetic GICs which are adjusted to contract value. See Note 7 — Financial Instruments for further discussion of fair value measurements.

The interest crediting rate of synthetic GICs is based on the contract value, and the fair value, duration and yield to maturity of the portfolio of bonds underlying the synthetic GICs. The interest crediting rate is reset quarterly. The minimum crediting rate is zero percent.

The interest crediting rate reset allows the contract value to converge with the fair value of the underlying portfolio over time, assuming the portfolio continues to earn the current yield for a period of time equal to the current portfolio duration.

The primary variables impacting the future interest crediting rates of synthetic GICs include the current yield of the assets underlying the contract, the duration of the assets underlying the contract and the existing difference between the fair value and contract value of the assets underlying the contract.

The investments in synthetic GICs are presented at fair value and adjusted to contract value on the Statements of Net Assets Available for Benefits. To the extent that the underlying portfolio of a synthetic GIC has unrealized and/or realized losses, a positive adjustment is made to the adjustment from fair value to contract value under contract value accounting. As a result, the future interest crediting rate may be lower over time than the then-current market rates. Similarly, if the underlying portfolio generates unrealized and/or realized gains, a negative adjustment is made to the adjustment from fair value to contract value, and the future interest crediting rate may be higher than the then-current market rates. The adjustments ensure that ending net assets available for benefits are recorded at contract value and reflect the unrealized and/or realized gains and losses on the underlying portfolio of synthetic GICs.

Synthetic GICs generally provide for withdrawals associated with certain events which are not in the ordinary course of Plan operations. These withdrawals are paid with a market value adjustment applied to the withdrawal as defined in the investment contract. Each contract issuer specifies the events which may trigger a market value adjustment. Such events include but are not limited to the following: material amendments to the Plan or in the administration of the Fund; changes to the Plan's competing investment options including the elimination of equity wash provisions; complete or partial termination of the Plan; the failure of the Plan to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA; the redemption of all or a portion of the interests in the Fund held by the Plan at the direction of the Plan sponsor, including withdrawals due to the removal of a specifically identifiable group of employees from coverage under the Plan (such as a group layoff or early retirement incentive program), the closing or sale of a subsidiary, employing unit or affiliate, the bankruptcy or insolvency of the Plan sponsor, the merger of the Plan with another plan, or the Plan sponsor's establishment of another tax qualified defined contribution plan; any change in law, regulation, ruling, administrative or judicial position or accounting requirement, applicable to the Fund or the Plan; or the delivery of any communication to Plan participants designed to influence a participant not to invest in the Fund.

At this time, the Plan does not believe that the occurrence of any such market value adjustment-triggering event, which would limit the Plan's ability to transact at contract value with participants, is probable.

If the Plan defaults in its obligations under any synthetic GIC (including the issuer's determination that the agreement constitutes a non-exempt prohibited transaction as defined under ERISA), and such default is not corrected within the time permitted by the contract, then the contract may be terminated by the issuer and the Plan will receive the fair value of the underlying investments as of the date of termination. With the exception of this circumstance, termination of the contract by the issuer would be settled at contract value.

The average yield based on actual earnings was approximately 1.65% at December 31, 2013 and 1.05% at December 31, 2012. The average yield based on interest rate credited to participants was approximately 1.88% at December 31, 2013 and 2.28% at December 31, 2012.

Use of Estimates — The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("US GAAP") requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts, disclosures, and schedules. Accordingly, actual results may differ from those estimates.

Administrative Expenses — Unless otherwise elected by the Company, all reasonable charges and expenses incurred in connection with the administration of the Plan are paid by the trustee from the assets of the trust.

NOTE 3 — INVESTMENTS

For the year ended December 31, 2013, the Plan's investments (including investments bought, sold and held during such period) appreciated in value as follows:

Net appreciation (depreciation) in fair value as determined by quoted market prices:	
Preferred stocks	$ (26,976)
Common stocks	222,041,728
Registered investment companies	58,982,452
	280,997,204
Net appreciation in fair value as determined by investee company/trustee:	
Common/collective trust funds	268,293,808
Total net change in fair value	$ 549,291,012

The fair value of individual investments that represent 5% or more of Plan net assets is as follows:

	December 31, 2013	December 31, 2012
Prin Global Invs COLTV Invt TR Diversified Intl Eqty FD 50 BP Fee CL	$ 233,018,319	$ 167,570,757
NT Collective Russell 1000 Index Fund — Non Lending	*	227,683,236
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	289,597,961	225,399,720
NT Collective Aggregate Bond Index Fund — Non Lending	269,764,588	333,218,895
Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund F	175,039,637	210,646,396
Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund L	*	159,419,182

* *Investment was below 5% of Plan net assets at end of year.*

NOTE 4 — RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of common stock of Harris Corporation and balances in common/collective trust funds that are managed by Northern Trust. Harris Corporation is the Plan sponsor and Northern Trust is the Trustee and, therefore, these transactions qualify as exempt party-in-interest transactions under the provisions of ERISA.

The Plan's investments in Harris Corporation common stock (included with other common stock) and in common/collective trust funds managed by Northern Trust (included with other common/collective trust funds) are as follows:

	December 31, 2013		December 31, 2012	
	Shares	Fair Value	Shares	Fair Value
Common stock				
Harris Corporation common stock	1999233	$ 139,566,456	2259601	$ 110,630,065
Common/collective trust funds				
NT Collective Russell 1000 Index Fund — Non Lending	8974317	171,526,128	15854274	227,683,236
NT Collective Extended Equity Index Fund — Non Lending	712161	158,859,566	678612	109,676,518
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	49709	289,597,961	51207	225,399,720
NT Collective Aggregate Bond Index Fund — Non Lending	2174995	269,764,588	2625714	333,218,895
NTGI Coltv Govt STIF Registered	3203379	3,203,379	3162761	3,162,761

During 2013, the Plan made the following purchases and sales of related party investments:

	Purchases	Sales
Common stock		
Harris Corporation common stock	$ 10,715,224	$ 22,560,374
Common/collective trust funds		
NT Collective Russell 1000 Index Fund — Non Lending	23,203,620	136,507,280
NT Collective Extended Equity Index Fund — Non Lending	38,390,540	25,358,442
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	34,356,514	41,530,999
NT Collective Aggregate Bond Index Fund — Non Lending	14,597,151	71,226,239
NTGI Coltv Govt STIF Registered	*	*

* *Activity in this fund represents overnight interest bearing deposits (sweeps) of otherwise un-invested daily cash.*

NOTE 5 — INCOME TAX STATUS

The Plan has received a determination letter from the Internal Revenue Service ("IRS") dated October 30, 2013 stating that the Plan is qualified under Section 401(a) of the Code and the related trust is exempt from taxation. Although the Plan has been amended since receiving the determination letter, the Plan's sponsor and the Plan's tax counsel believe the Plan, as amended, is qualified and the related trust is exempt from taxation.

U.S. GAAP requires Plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2010.

NOTE 6 — CREDIT RISKS AND UNCERTAINTIES

Cash amounts at the Trustee may exceed the federally insured limit from time to time. The Plan provides for investments in various investment securities, which, in general, are exposed to certain risks, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term, and such changes could materially affect participant account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

NOTE 7 — FINANCIAL INSTRUMENTS

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in the principal market (or most advantageous market, in the absence of a principal market) for the asset or liability in an orderly transaction between market participants at the measurement date (i.e., an exit price). A three-level fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described below:

- Level 1 — inputs are based upon unadjusted quoted prices for identical instruments traded in active markets.
- Level 2 — inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3 — inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques for which some or all significant assumptions are not observable.

The following section describes the valuation methodologies the Plan uses to measure financial assets at fair value.

In general, and where applicable, the Plan uses quoted prices in active markets for identical assets to determine fair value. This pricing methodology applies to the Plan's Level 1 assets which include interest bearing cash, certain preferred stocks, common stocks and registered investment companies. If quoted prices in active markets for identical assets are not available to determine fair value, then the Plan uses quoted prices for similar assets or inputs other than the quoted prices that are observable either directly or indirectly. These assets are included in Level 2 and consist of certain preferred stocks, common/collective trust funds and synthetic guaranteed investment contract wrappers. Assets for which fair value is determined by management using assumptions that market participants would use in pricing assets are included in Level 3. As of December 31, 2013 and 2012, there were no Level 3 assets held by the Plan.

Assets Measured at Fair Value on a Recurring Basis

Assets measured at fair value on a recurring basis at December 31, 2013 are as follows:

	Level 1	Level 2	Level 3	Total
Assets				
Interest bearing cash	$ 12,123,369	$ —	$ —	$ 12,123,369
Preferred stocks	167,247	—	—	167,247
Common stocks:				
Consumer	134,707,752	—	—	134,707,752
Energy	74,399,910	—	—	74,399,910
Financial	96,881,001	—	—	96,881,001
Health care	71,994,200	—	—	71,994,200
Industrial	77,239,374	—	—	77,239,374
Information technology	277,889,739	—	—	277,889,739
Other	63,739,509	—	—	63,739,509
Total common stocks	796,851,485	—	—	796,851,485
Registered investment companies:				
Small company funds	119,808,362	—	—	119,808,362
Technology funds	72,862,017	—	—	72,862,017
U.S. Government securities money market funds	68,374,260	—	—	68,374,260
Other funds	15,887,679	—	—	15,887,679
Total registered investment companies	276,932,318	—	—	276,932,318
Common/collective trust funds (a):				
Fixed income funds	—	693,509,496	—	693,509,496
Index funds	—	1,565,921,190	—	1,565,921,190
International equity funds	—	94,879,248	—	94,879,248
Other funds	—	3,203,379	—	3,203,379
Total common/collective trust funds (a)	—	2,357,513,313	—	2,357,513,313
Synthetic guaranteed investment contract wrappers	—	217,650	—	217,650
Total Assets Measured at Fair Value	$ 1,086,074,419	$ 2,357,730,963	$ —	$ 3,443,805,382

Assets measured at fair value on a recurring basis at December 31, 2012 are as follows:

	Level 1	Level 2	Level 3	Total
Assets				
Interest bearing cash	$ 6,567,189	$ —	$ —	$ 6,567,189
Preferred stocks	1,710,037	51,723	—	1,761,760
Common stocks:				
Consumer	96,645,663	—	—	96,645,663
Energy	56,910,186	—	—	56,910,186
Financial	70,963,693	—	—	70,963,693
Health care	55,231,840	—	—	55,231,840
Industrial	57,870,426	—	—	57,870,426
Information technology	220,122,481	—	—	220,122,481
Other	55,593,178	—	—	55,593,178
Total common stocks	613,337,467	—	—	613,337,467
Registered investment companies:				
Small company funds	89,991,234	—	—	89,991,234
Technology funds	56,129,796	—	—	56,129,796
U.S. Government securities money market funds	75,119,433	—	—	75,119,433
Other funds	8,839,865	—	—	8,839,865
Total registered investment companies	230,080,328	—	—	230,080,328
Common/collective trust funds (a):				
Fixed income funds	—	781,499,767	—	781,499,767
Index funds	—	1,303,883,277	—	1,303,883,277
International equity funds	—	167,570,757	—	167,570,757
Other funds	—	3,162,761	—	3,162,761
Total common/collective trust funds (a)	—	2,256,116,562	—	2,256,116,562
Synthetic guaranteed investment contract wrappers	—	248,741	—	248,741
Total Assets Measured at Fair Value	$ 851,695,021	$ 2,256,417,026	$ —	$ 3,108,112,047

(a) Common/collective trust funds share the common goal of first growing then later preserving principal and contain a mix of U.S. stocks, U.S. issued bonds and cash. There are currently no redemption restrictions on these investments. The fair values of the investments in this category have been estimated using the net asset value per share.

NOTE 8 — RECONCILIATION OF PLAN FINANCIAL STATEMENTS TO THE FORM 5500

Form 5500 requires the recording of a liability for benefit amounts processed prior to year-end but not yet paid and requires fully benefit-responsive contracts to be reported at fair value. These requirements conflict with U.S. GAAP and the presentation of such amounts in the financial statements where they remain as part of net assets available for benefits.

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

	December 31, 2013	December 31, 2012
Net assets available for benefits per the financial statements	$ 3,482,540,818	$ 3,129,579,566
Benefits due to participants	(1,651,840)	(576,291)
Adjustment to fair value from contract value for fully benefit-responsive investment contracts	7,158,387	26,983,296
Net assets available for benefits per the Form 5500	$ 3,488,047,365	$ 3,155,986,571

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31, 2013:

Benefits paid to participants per the financial statements	$ 367,554,032
Add: benefits due but unpaid at December 31, 2013	1,651,840
Less: benefits due but unpaid at December 31, 2012	(576,291)
Total benefit payments, corrective distributions and deemed distributions per the Form 5500	$ 368,629,581

The following is a reconciliation of investment income per the financial statements to the Form 5500 for the year ended December 31, 2013:

Net change in Plan assets per the financial statements	$	352,961,252
Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2012		(26,983,296)
Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2013		7,158,387
Benefits due but unpaid at December 31, 2013		(1,651,840)
Benefits due but unpaid at December 31, 2012		576,291
Net income and transfers in per the Form 5500	$	332,060,794

SUPPLEMENTAL INFORMATION

Harris Corporation Retirement Plan

E.I.N. 34-0276860
Plan Number 015
Schedule H, Line 4(i)
Schedule of Assets (Held at End of Year)
December 31, 2013

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	Value of Interest in Interest Bearing Cash			
	INTEREST BEARING CASH	12123369		$ 12,123,369
	Total Value of Interest in Interest Bearing Cash			$ 12,123,369
	Value of Interest in Preferred Stocks			
	LIVING SOCIAL INC PFD STK SER F	6726		$ 7,533
	WEYERHAEUSER CO 6.375% PREF CONV SER A	2850		159,714
	Total Value of Interest in Preferred Stocks			$ 167,247
	Value of Interest in Common Stocks			
	1ST HORIZON NATL CORP COM	199054		$ 2,318,979
	1ST NIAGARA FINL GROUP INC NEW COM	34700		368,514
	ADR ASML HLDG NV NY REG 2012 (POST REV SPLIT)	54750		5,130,075
	ACXIOM CORP COM	80161		2,964,354
	ADR ARM HLDS PLC SPONSORED ISIN US0420681068	86000		4,707,640
	ADR BP P L C SPONSORED ADR	36156		1,757,543
	ADR BAIDU INC SPONSORED ADR	57300		10,192,524
	ADR CTRIP COM INTL LTD ADS AMERICAN DEP SHS	17300		858,426
	ADR PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR	127200		1,752,816
	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	64400		4,589,788
	AES CORP COM	85700		1,243,507
	AGILENT TECHNOLOGIES INC COM	18900		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				1,080,891
	AIMIA INC COM	39400		723,477
	AKAMAI TECHNOLOGIES INC COM STK	29800		1,405,964
	ALEXION PHARMACEUTICALS INC COM	42800		5,694,968
	ALLSCRIPTS HEALTHCARE SOLUTIONS INC	100800		1,558,368
	ALLSTATE CORP COM	66400		3,621,456
	AMAZON COM INC COM	42121		16,797,434
	AMERICAN EXPRESS CO	39400		3,574,762
	ANADARKO PETRO CORP COM	35200		2,792,064
	ANALOG DEVICES INC COM	45700		2,327,501
	ANTERO RES CORP COM	7000		444,080
	AOL INC COM STK	63001		2,937,107
	APACHE CORP COM	66400		5,706,416
	APPLE INC COM STK	11190		6,278,821
	APPLIED MATERIALS INC COM	139500		2,467,755
	ARCHER-DANIELS-MIDLAND CO COM	82800		3,593,520
	ASSOCTD BANC-CORP COM	100164		1,742,854
	AT&T INC COM	130141		4,575,758
	ATHENAHEALTH INC COM MON STOCK	14000		1,883,000

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	AVERY DENNISON CORP COM	33236		1,668,115
	AVON PRODUCTS INC COM USD0.25	112300		1,933,806
	BANK NEW YORK MELLON CORP COM STK	2900		101,326
	BANK OF AMERICA CORP	322964		5,028,549
	BIOGEN IDEC INC COM STK	26200		7,329,450
	BIOMARIN PHARMACEUTICAL INC COM ISIN CH0008107010	30000		2,108,100
	BOEING CO COM	54000		7,370,460
	BRISTOL MYERS SQUIBB CO COM	64900		3,449,435
	BRISTOW GROUP INC COM	13722		1,029,973
	CA INC COM	27400		922,010
	CABLEVISION SYS CORP CL A COM STK	81200		1,455,916
	CALPINE CORP COM NEW STK	102171		1,993,356
	CAMPBELL SOUP CO COM	65800		2,847,824
	CARDINAL HLTH INC	17800		1,189,218
	CARNIVAL CORP COM PAIRED	71900		2,888,223
	CBOE HOLDINGS INC COM	7930		412,043
	CELGENE CORP COM	14400		2,433,024
	CENTURYLINK INC COM	45875		1,461,119
	CERNER CORP COM	63000		3,511,620

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	CHEVRON CORP COM	59378		7,416,906
	CHIPOTLE MEXICAN GRILL INC COM STK	13500		7,192,530
	CHUBB CORP COM	16100		1,555,743
	CISCO SYSTEMS INC	116800		2,622,160
	CLARCOR INC COM	15996		1,029,343
	CLOROX CO COM	35900		3,330,084
	COCA COLA CO COM	6600		272,646
	COGNIZANT TECH SOLUTIONS CORP CL A	19300		1,948,914
	COMCAST CORP NEW-CL A	30300		1,574,540
	COMPASS MINERALS INTL INC COM	21283		1,703,704
	COMPUTER SCI CORP COM	40700		2,274,316
	CONOCOPHILLIPS COM	18200		1,285,830
	CONSOL ENERGY INC COM	61000		2,320,440
	CORNING INC COM	166200		2,961,684
	CROWN CASTLE INTL CORP COM STK	52600		3,862,418
	D R HORTON INC COM	57800		1,290,096
	DANA HLDG CORP COM	96008		1,883,677
	DANAHER CORP COM	46252		3,570,654
	DEERE & CO COM	22100		2,018,393

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	DIAMOND OFFSHORE DRILLING INC COM	35900		2,043,428
	DISCOVERY COMMUNICATIONS INC NEW COM SERC COM SER C	16300		1,366,918
	DOLBY LABORATORIES INC CL A COM STK	36700		1,415,152
	DOLLAR TREE INC COM STK	16100		908,362
	DST SYS INC COM	9462		858,582
	DU PONT E I DE NEMOURS & CO COM STK	29100		1,890,627
	DUKE ENERGY CORP NEW COM NEW COM NEW	51802		3,574,856
	EATON CORP PLC COM USD0.50	24138		1,837,385
	EBAY INC COM USD0.001	25700		1,410,673
	ECOLAB INC COM	12300		1,282,521
	EHEALTH INC COM STK	20183		938,308
	ELECTRONICS FOR IMAGING INC COM	1500		58,095
	ELIZABETH ARDEN INC COM	28100		996,145
	EMERSON ELECTRIC CO COM	56300		3,951,134
	ENDURANCE SPECIALTY HOLDINGS LTD COM USD1	18800		1,102,996
	ENI SPA EUR1	27447		661,482
	ENTERGY CORP NEW COM	43700		2,764,899
	EURONET WORLDWIDE INC COM	44714		2,139,565
	EXELON CORP COM	77500		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				2,122,725
	EXXON MOBIL CORP COM	61526		6,226,431
	FACEBOOK INC CL A CL A	160292		8,761,561
	FASTENAL CO COM	19800		940,698
	FEDEX CORP COM	16600		2,386,582
	FIRST AMERN FINL CORP COM STK	78175		2,204,535
	FIRSTENERGY CORP COM	45435		1,498,446
	FIRSTMERIT CORP COM	24200		537,966
	FLOWSERVE CORP COM	11200		882,896
	FMC TECHNOLOGIES INC COM	62000		3,237,020
	FORD MTR CO DEL COM PAR $0.01 COM PAR $0.01	110200		1,700,386
	FOSSIL GROUP INC COM	5900		707,646
	FTD COS INC COM	34000		1,107,720
	GEN MTRS CO COM	53227		2,175,387
	GENERAL ELECTRIC CO	346100		9,701,183
	GENUINE PARTS CO COM	21700		1,805,223
	GILEAD SCIENCES INC	76400		5,741,460
	GLAXOSMITHKLINE ORD GBP0.25	60321		1,609,996
	GLOBAL PMTS INC COM	23500		1,527,265
	GOOGLE INC CL A CL A	17100		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				19,164,141
	GRAFTECH INTL LTD COM	34200		384,066
	#REORG/GREEN MTN NAME CHANGE KEURIG GR 2U1TA21 EFF 03-11-2014	2900		219,182
	HANCOCK HLDG CO COM	4951		181,603
	*HARRIS CORP COM	1999233		139,566,456
	HEALTHWAYS INC COM STK	30500		468,175
	HESS CORP COM STK	44200		3,668,600
	HILLSHIRE BRANDS CO COM	44545		1,489,585
	HILTON WORLDWIDE HLDGS INC COM	6400		142,400
	HMS HLDGS CORP COM	41300		938,749
	HONEYWELL INTL INC COM STK	46100		4,212,157
	HORSEHEAD HLDG CORP COM STK	82500		1,337,325
	HOSPIRA INC COM	27300		1,126,944
	HUNTINGTON INGALLS INDS INC COM	28400		2,556,284
	ILL TOOL WKS INC COM	55200		4,641,216
	IMPAX LABORATORIES INC COM	44600		1,121,244
	INTEGRATED DEVICE TECHNOLOGY INC COM	282400		2,877,656
	INTERACTIVE BROKERS GROUP INC CL COM	62500		1,521,250
	INTL PAPER CO COM	88896		4,358,571
	INTUITIVE SURGICAL INC COM NEW STK	9100		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				3,495,128
	ITT CORPORATION W/I	30875		1,340,593
	JOHNSON & JOHNSON COM USD1	51200		4,689,408
	JOHNSON CTL INC COM	43900		2,252,070
	JONES LANG LASALLE INC COM STK	14573		1,492,129
	JOY GLOBAL INC COM	30400		1,778,096
	JPMORGAN CHASE & CO COM	149624		8,750,012
	JUNIPER NETWORKS INC COM	115179		2,599,590
	KOHLS CORP COM	63600		3,609,300
	KS CY SOUTHN	7500		928,725
	LAREDO PETROLEUM INC	45150		1,250,204
	LAS VEGAS SANDS CORP COM STK	92000		7,256,040
	LEGG MASON INC COM	69300		3,013,164
	LINCOLN NATL CORP COM	37223		1,921,451
	LINKEDIN CORP CL A	18100		3,924,623
	LOEWS CORP COM	21900		1,056,456
	LOWES COS INC COM	43100		2,135,605
	LPL FINL HLDGS INC COM	9272		436,062
	LULULEMON ATHLETICA INC COM	3700		218,411
	MACYS INC COM STK	41200		2,200,080

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	MAGELLAN HLTH SVCS INC COM NEW	14344		859,349
	MARSH & MCLENNAN CO'S INC COM	84300		4,076,748
	MASCO CORP COM	80100		1,823,877
	MASONITE INTL CORP NEW COM	6700		402,000
	MASTERCARD INC CL A	4150		3,467,159
	MATTEL INC COM	73100		3,478,098
	MC CORMICK & CO INC COM NON-VTG	18400		1,268,128
	MCGRAW HILL FINANCIAL INC	29800		2,330,360
	MCKESSON CORP	20100		3,244,140
	MEADWESTVACO CORP COM	44200		1,632,306
	MERCK & CO INC NEW COM	73300		3,668,665
	MGM RESORTS INTERNATIONAL COM	29300		689,136
	MICROSOFT CORP COM	103200		3,862,776
	MLP OCH-ZIFF CAP MGMT GROUP CL A SHS CL A	15100		223,480
	MONEYGRAM INTL INC COM NEW COM NEW	72304		1,502,477
	MONSANTO CO NEW COM	32729		3,814,565
	MORGAN STANLEY COM STK USD0.01	54100		1,696,576
	MRC GLOBAL INC COM	39550		1,275,883

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	MURPHY OIL CORP COM	51000		3,308,880
	NATIONAL OILWELL VARCO COM STK	48400		3,849,252
	NETFLIX INC COM STK	3200		1,178,144
	NETSUITE INC COM STK	5300		546,006
	NEW GOLD INC CDA COM	119316		625,216
	NEW YORK TIMES CO CL A ISIN #US6501111073	74400		1,180,728
	NEWMONT MINING CORP NEW COM	46600		1,073,198
	NIKE INC CL B	57500		4,521,800
	NISOURCE INC COM	108000		3,551,040
	NORFOLK SOUTHN CORP COM	37600		3,490,408
	NORTHERN TR CORP COM	49800		3,082,122
	NUCOR CORP COM	54900		2,930,562
	OLIN CORP COM	21400		617,390
	PEYTO EXPL & DEV CORP NEW COM	62022		1,897,727
	PENN NATL GAMING INC COM	55900		801,047
	PEPSICO INC COM	48800		4,047,472
	PERFORMANT FINL CORP COM	39900		410,970
	PFIZER INC COM	135947		4,164,057
	PHH CORP COM NEW COM NEW	43752		1,065,361

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	PIONEER NAT RES CO COM STK	12600		2,319,282
	PNC FINANCIAL SERVICES GROUP COM STK	55300		4,290,174
	POTASH CORP SASK INC COM	41100		1,354,656
	PRAXAIR INC COM	14100		1,833,423
	PRECISION CASTPARTS CORP COM	14300		3,850,990
	PROCTER & GAMBLE COM NPV	20500		1,668,905
	QUALCOMM INC COM	23100		1,715,175
	QUEST DIAGNOSTICS INC COM	30400		1,627,616
	QUESTAR CORP COM	90700		2,085,193
	RANGE RES CORP COM	29816		2,513,787
	RED HAT INC COM	20800		1,165,632
	REGENERON PHARMACEUTICALS INC COM	17129		4,714,586
	REGIONS FINL CORP NEW COM	120700		1,193,723
	ROSETTA RES INC COM	34493		1,657,043
	SALESFORCE COM INC COM STK	192100		10,601,999
	SCHLUMBERGER LTD COM COM	90200		8,127,922
	SCHWAB CHARLES CORP COM NEW	132000		3,432,000
	SEALED AIR CORP NEW COM STK	34300		1,167,915
	SEAWORLD ENTMT INC COM	53600		1,542,072

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	SERVICENOW INC COM USD0.001	13200		739,332
	SHERWIN-WILLIAMS CO COM	8800		1,614,800
	SOUTHWESTERN ENERGY CO COM	97500		3,834,675
	SPLUNK INC COMSTK COM USD0.001	46000		3,158,820
	STANCORP FINL GROUP INC COM	32219		2,134,508
	STANLEY BLACK & DECKER INC COM	21000		1,694,490
	STAPLES INC COM	146800		2,332,652
	STARBUCKS CORP COM	61400		4,813,146
	STATE STR CORP COM	29500		2,165,005
	SUN LIFE FINANCIAL INC.	36300		1,282,479
	SUN TR BANKS INC COM	84200		3,099,402
	SYMETRA FINL CORP COM	29800		565,008
	SYNOVUS FINL CORP COM	228883		823,978
	TALISMAN ENERGY INC COM	60800		708,320
	TD AMERITRADE HLDG CORP COM STK	59700		1,829,208
	TELEFONICA SA EUR1	62319		1,016,301
	TESLA MTRS INC COM	5200		781,976
	TEXAS INSTRUMENTS INC COM	52900		2,322,839

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
	THE MADISON SQUARE GARDEN COMPANY	23350		1,344,493
	THE PRICELINE GROUP INC	10100		11,740,240
	TIFFANY & CO COM	2800		259,784
	TIME WARNER INC USD0.01	55300		3,855,516
	TORCHMARK CORP COM	29945		2,340,201
	TRACTOR SUPPLY CO COM	17800		1,380,924
	TUPPERWARE BRANDS CORPORATION	15300		1,446,309
	TWENTY-FIRST CENTY FOX INC CL A CL A	45300		1,593,654
	TWITTER INC COM	3600		229,140
	ULTA SALON COSMETICS & FRAGRANCE INC COMSTK	33000		3,185,160
	UNITED CONTL HLDGS INC COM STK	125700		4,755,231
	UNITED PARCEL SVC INC CL B	34700		3,646,276
	UNITED TECHNOLOGIES CORP COM	8000		910,400
	UNITEDHEALTH GROUP INC COM	26300		1,980,390
	US BANCORP	135400		5,470,160
	USG CORP COM NEW	42400		1,203,312
	VALEANT PHARMACEUTICALS INTERNATIONAL INC COMMON STOCK	16100		1,890,140
	VANTIV INC COM USD0.00001 A	15900		518,499
	VERIZON COMMUNICATIONS COM	55334		

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value *(In Shares/Par Value Except Notes Receivable from Participants)*	(d) Cost	(e) Value
				2,719,112
	VERTEX PHARMACEUTICALS INC COM	5600		416,080
	VISA INC COM CL A STK	57700		12,848,636
	#REORG/VODAFONE GROUP REV STK SPLIT VODAFONE GROUP 1A4TP8W 24/2/2014	348189		1,366,751
	VULCAN MATERIALS CO COM	51300		3,048,246
	WABTEC CORP COM	14900		1,106,623
	WALT DISNEY CO	23100		1,764,840
	WASTE CONNECTIONS INC COM	26427		1,153,010
	WELLS FARGO & CO NEW COM STK	147300		6,687,420
	WESTERN UNION CO	65800		1,135,050
	WEYERHAEUSER CO COM	75045		2,369,170
	WHIRLPOOL CORP COM	2200		345,092
	WHOLE FOODS MKT INC COM	18000		1,040,940
	WILLIS GROUP HOLDINGS COM USD0.000115 (NEW)	21900		981,339
	WORKDAY INC CL A COM USD0.001	7600		632,016
	WYNN RESORTS LTD COM	7800		1,514,838
	XCEL ENERGY INC COM	64900		1,813,306
	XYLEM INC COM	57400		1,986,040
	Total Value of Interest in Common Stocks			$796,851,485

Value of Interest in Registered Investment Companies		
ALLIANZ FDS ALLIANZGI TECHNOLOGY FD INSTL CL	1160593	$ 72,862,017
HARTFORD SER FD INC SMALL CO HLS FD CL IA	4533044	119,808,362
MONEY MKT OBLIGS TR FEDT GOVT OBLIGSFD INSTL SHS	6837460	68,374,260
RESV INVT FDS INC	15887679	15,887,679
Total Value of Interest in Registered Investment Companies		$ 276,932,318
Value of Interest in Common/Collective Trust Funds		
BLACKROCK LIFEPATH INDEX 2015 NL F	2635897	$ 44,840,043
BLACKROCK LIFEPATH INDEX 2020 NL F	4221875	76,191,764
BLACKROCK LIFEPATH INDEX 2025 NL F	5032346	95,708,684
BLACKROCK LIFEPATH INDEX 2030 NL F	3477590	68,971,391
BLACKROCK LIFEPATH INDEX 2035 NL F	2351406	48,494,919
BLACKROCK LIFEPATH INDEX 2040 NL F	2050020	43,781,249
BLACKROCK LIFEPATH INDEX 2045 NL F	1959191	43,302,629
BLACKROCK LIFEPATH INDEX 2050 NL F	1505174	34,315,111
BLACKROCK LIFEPATH INDEX 2055 NON LENDING FD F	308943	5,089,157
BLACKROCK STRATEGIC COMPLETION NL FUND F	5250872	53,362,508
BLACKROCK LIFEPATH INDEX RETMT NL F	1496132	23,976,421
PRIN GLOBAL INVS COLTV INVT TR DIVERSIFIED INTL EQTY FD 50 BP FEE CL	1050405	233,018,319
*NT COLLECTIVE RUSSELL 1000 INDEX FUND—NON LENDING	8974317	171,526,128
*NT COLLECTIVE EXTENDED EQUITY INDEX FD—NONLENDING	712161	158,859,566
*NT COLLECTIVE S&P500 INDEX FUND-DC-NON LENDING (TIER J)	49709	289,597,961
*NT COLLECTIVE AGGREGATE BOND INDEX FUND-NON LENDING	2174995	269,764,588
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND A	133560188	133,560,188
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND B	56598399	56,598,399
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND D	114966371	114,966,371
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND F	175039637	175,039,637
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND L	157562543	157,562,543
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA SHORT TERM INVESTMENT FUND S	55782358	55,782,358
*NTGI COLTV GOVT STIF REGISTERED	3203379	3,203,379
Total Value of Interest in Common/Collective Trust Funds		$ 2,357,513,313

Value of Interest in Synthetic Guaranteed Investment Contract Wrappers			
AMERICAN GENERAL LIFE INS. CO. CONTRACT NUMBER 1629650 RATE 1.44% MATURITY 00/00/0000 SYNTHETIC WRAPPER		$	—
MONUMENTAL LIFE INSURANCE CO. CONTRACT NUMBER MDA01077TR RATE 3.07% MATURITY 00/00/0000 SYNTHETIC WRAPPER			217,650
PACIFIC LIFE INSURANCE CO. CONTRACT NUMBER G - 27236.01.0001 RATE 2.73% MATURITY 00/00/0000 SYNTHETIC WRAPPER			—
PRUDENTIAL LIFE INS. CO. CONTRACT NUMBER GA-62487 RATE 2.18% MATURITY 00/00/0000 SYNTHETIC WRAPPER			—
STATE STREET BANK AND TRUST CO CONTRACT NUMBER 105004 RATE 1.14% MATURITY 00/00/0000 SYNTHETIC WRAPPER			—
Total Value of Interest in Synthetic Guaranteed Investment Contract Wrappers		$	217,650
Value of Interest in Notes Receivable from Participants			
* NOTES RECEIVABLE FROM PARTICIPANTS	3.25% to 9.25% Maturing through 2023	$	45,684,314
Total Value of Interest in Notes Receivable from Participants		$	45,684,314
Total Investments including Notes Receivable from Participants		$	3,489,489,696

Note: Cost information has not been included in column (d) because all investments are participant-directed.

* Party-in-interest to the Plan