

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 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 2016 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>			
A	This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)	
	☒ a single-employer plan ☐ a DFE (specify) ____		
B	This return/report is:	☐ the first return/report ☐ the final return/report ☐ 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:	☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)	

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>BWXT RETIREMENT PLAN</u>	1b	Three-digit plan number (PN) ► <u>001</u>
		1c	Effective date of plan <u>12/01/2003</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>BWXT INVESTMENT COMPANY</u> <u>11525 N. COMMUNITY HOUSE ROAD</u> <u>SUITE 600</u> <u>CHARLOTTE, NC 28277</u>	2b	Employer Identification Number (EIN) <u>72-1172705</u>
		2c	Plan Sponsor's telephone number <u>704-625-4900</u>
		2d	Business code (see instructions) <u>339900</u>

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.	10/16/2017	ROSS WILTZIUS
	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)			Preparer's telephone number

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

3a Plan administrator's name and address ☐ Same as Plan Sponsor BWX TECHNOLOGIES RETIREMENT COMMITTEE 11525 N. COMMUNITY HOUSE ROAD SUITE 600 CHARLOTTE, NC 28277	3b Administrator's EIN 20-1391710 3c Administrator's telephone number 980-365-4000
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: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 9176
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year..... a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits..... c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 2635 6a(2) 2470 6b 4331 6c 1297 6d 8098 6e 995 6f 9093 6g 6h 10
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: 1A 1B 3F 3H 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) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (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) ☒ 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) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ <u>0</u> A (Insurance Information) (4) ☐ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>BWXT RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>BWXT INVESTMENT COMPANY</u>	D Employer Identification Number (EIN) <u>72-1172705</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2016</u>	
2 Assets:	
a Market value	2a <u>959967305</u>
b Actuarial value	2b <u>994378914</u>
3 Funding target/participant count breakdown	
a For retired participants and beneficiaries receiving payment	(1) Number of participants <u>5236</u> (2) Vested Funding Target <u>677581781</u> (3) Total Funding Target <u>677581781</u>
b For terminated vested participants	<u>1305</u> <u>33833900</u> <u>33833900</u>
c For active participants	<u>2635</u> <u>277382111</u> <u>287691818</u>
d Total	<u>9176</u> <u>988797792</u> <u>999107499</u>
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)..... ☐	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 <u>6.03 %</u>
6 Target normal cost	6 <u>10058678</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	
Signature of actuary <u>SONJA C. BORSARI, FSA, EA, MAAA</u>	<u>09/14/2017</u> Date
Type or print name of actuary <u>CONDUENT HR CONSULTING, LLC</u>	<u>17-05568</u> Most recent enrollment number
Firm name <u>500 PLAZA DRIVE</u> <u>SECAUCUS, NJ 07096</u>	<u>203-886-6756</u> Telephone number (including area code)
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2016
v. 160205

Part II Beginning of Year Carryover and Prefunding Balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	0	21088951
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	11569555
9	Amount remaining (line 7 minus line 8)	0	9519396
10	Interest on line 9 using prior year's actual return of <u>-1.47</u> %	0	-139935
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year)		973304
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.23</u> %		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return		-14308
c	Total available at beginning of current plan year to add to prefunding balance		958996
d	Portion of (c) to be added to prefunding balance		958996
12	Other reductions in balances due to elections or deemed elections		0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	10338457

Part III Funding Percentages			
14	Funding target attainment percentage	14	98.49%
15	Adjusted funding target attainment percentage	15	98.49%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	100.98%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
09/15/2016	1185000	0			
03/15/2017	1194030	0			
Totals ►			18(b)	2379030	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	2250136
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☐ Yes ☒ No	
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☐ Yes ☐ No	
c If line 20a is "Yes," see instructions and complete the following table as applicable:		

Liquidity shortfall as of end of quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V	Assumptions Used to Determine Funding Target and Target Normal Cost					
21	Discount rate:					
a	Segment rates:	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 33%;">1st segment: 4.43%</td> <td style="width: 33%;">2nd segment: 5.91%</td> <td style="width: 33%;">3rd segment: 6.65%</td> </tr> </table>	1st segment: 4.43%	2nd segment: 5.91%	3rd segment: 6.65%	☐ N/A, full yield curve used
1st segment: 4.43%	2nd segment: 5.91%	3rd segment: 6.65%				
b	Applicable month (enter code)	21b	4			
22	Weighted average retirement age	22	64			
23	Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute					
Part VI	Miscellaneous Items					
24	Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No					
25	Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. ☐ Yes ☒ No					
26	Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. ☒ Yes ☐ No					
27	If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.	27				
Part VII	Reconciliation of Unpaid Minimum Required Contributions For Prior Years					
28	Unpaid minimum required contributions for all prior years	28	0			
29	Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0			
30	Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0			
Part VIII	Minimum Required Contribution For Current Year					
31	Target normal cost and excess assets (see instructions):					
a	Target normal cost (line 6)	31a	10058678			
b	Excess assets, if applicable, but not greater than line 31a	31b	0			
32	Amortization installments:	Outstanding Balance	Installment			
a	Net shortfall amortization installment	15067042	2489428			
b	Waiver amortization installment	0	0			
33	If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33				
34	Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	12548106			
		Carryover balance	Prefunding balance			
35	Balances elected for use to offset funding requirement		10338457			
36	Additional cash requirement (line 34 minus line 35)	36	2209649			
37	Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	2250136			
38	Present value of excess contributions for current year (see instructions)					
a	Total (excess, if any, of line 37 over line 36)	38a	40487			
b	Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	40487			
39	Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0			
40	Unpaid minimum required contributions for all years	40	0			
Part IX	Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)					
41	If an election was made to use PRA 2010 funding relief for this plan:					
a	Schedule elected	☐ 2 plus 7 years ☐ 15 years				
b	Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011				
42	Amount of acceleration adjustment	42				
43	Excess installment acceleration amount to be carried over to future plan years	43				

SCHEDULE D (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	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 <div style="text-align: center; font-size: 1.2em; font-weight: bold;">2016</div> This Form is Open to Public Inspection.
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>BWXT RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>001</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>BWXT INVESTMENT COMPANY</u>	D Employer Identification Number (EIN) <u>72-1172705</u>	

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)
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a Name of MTIA, CCT, PSA, or 103-12 IE: BWXT MASTER TRUST

b Name of sponsor of entity listed in (a): BWXT INVESTMENT COMPANY

c EIN-PN <u>72-1172705-003</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>962192215</u>
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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)
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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)
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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)
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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)
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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)
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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)
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For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

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

SCHEDULE H (Form 5500) <small>Internal Revenue Service</small> <hr/> <small>Department of Labor</small> <small>Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016		
A Name of plan BWXT RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 BWXT INVESTMENT COMPANY	D Employer Identification Number (EIN) 72-1172705	

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		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	1060000	1194030
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common.....	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property).....	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans.....	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	961754316	962192215
(12) Value of interest in 103-12 investment entities.....	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	962814316	963386245

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	2820952	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	2820952	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	959993364	963386245
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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)	2379030	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		2379030
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		70907906
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		73286936

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	69971787	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		69971787
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total	2j		69971787

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		3315149
l Transfers of assets:			
(1) To this plan.....	2l(1)		77732
(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) ☐ 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 ☐ No

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

(1) Name: L.J. MOSBY P.C.

(2) EIN: 84-1656069

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:

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.).....

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.)

	Yes	No	Amount
4a		X	
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		15000000
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			
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			
o Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

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
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4005439. (See instructions.)

Part V Trust Information

6a Name of trust	6b Trust's EIN
6c Name of trustee or custodian	6d Trustee's or custodian's telephone number

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 sections 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 2016 This Form is Open to Public Inspection.
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For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan <u>BWXT RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>BWXT INVESTMENT COMPANY</u>	D Employer Identification Number (EIN) <u>72-1172705</u>

Part I	Distributions
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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	<u>0</u>
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): <u>36-1561860</u>		
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	<u>3</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 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
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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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Schedule R (Form 5500) 2016
v. 160205

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
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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: <u>37.0</u> % Investment-Grade Debt: <u>52.0</u> % High-Yield Debt: <u>1.0</u> % Real Estate: <u>0.0</u> % Other: <u>10.0</u> % 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):

Part VII	IRS Compliance Questions
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20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No
22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter / / and the serial number .	
22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter / / .	

BWXT RETIREMENT PLAN

DECEMBER 31, 2016

EIN 72-1172705

PLAN # 001

BWXT RETIREMENT PLAN

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*All other supplemental schedules have been omitted as they are not applicable.

Independent Auditor's Report

To the Participants and the Plan Committee of the BWXT Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the BWXT Retirement Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years ended December 31, 2016 and 2015, 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 conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the *Basis for Disclaimer of Opinion* paragraph, however, we were not able to obtain sufficient appropriate evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by Northern Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee as of December 31, 2016 and 2015 and for the years then ended that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental Schedule of Assets Held at Year End as of December 31, 2016 is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on the supplemental schedule.

Report on Form and Content In Compliance With DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

A handwritten signature in dark ink, appearing to read "LJ Mosby, P.C.", is positioned above the date and location.

August 4, 2017

Houston, Texas

BWXT RETIREMENT PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

	December 31,	
	<u>2016</u>	<u>2015</u>
ASSETS		
Investments, at fair value:		
Plan's interest in net assets of the Master Trust	\$ 962,192,215	\$ 961,754,316
Receivables:		
Employer contributions	1,194,030	1,060,000
Total Assets	<u>963,386,245</u>	<u>962,814,316</u>
LIABILITIES		
Retirement Plan for Employees of Babcock & Wilcox Commercial Operations	—	2,820,952
Total Liabilities	<u>—</u>	<u>2,820,952</u>
Net Assets Available for Benefits	<u>\$ 963,386,245</u>	<u>\$ 959,993,364</u>

The accompanying notes are an integral part of these financial statements.
See Independent Auditor's Report.

BWXT RETIREMENT PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

	Year Ended December 31,	
	<u>2016</u>	<u>2015</u>
Additions to net assets attributed to:		
Plan's interest in investment income (loss) of the Master Trust	\$ 79,777,426	\$ (11,765,562)
Employer contributions	2,379,030	1,060,000
Total Additions	<u>82,156,456</u>	<u>(10,705,562)</u>
Deductions from net assets attributed to:		
Benefits paid directly to participants	69,971,787	67,409,493
Administrative expenses	8,869,520	8,434,371
Total Deductions	<u>78,841,307</u>	<u>75,843,864</u>
Net Increase (Decrease) prior to transfers to/from other plan	3,315,149	(86,549,426)
Transfers:		
Retirement Plan for Employees of Babcock & Wilcox Commercial Operations	77,732	32,944
Net Increase (Decrease)	<u>3,392,881</u>	<u>(86,516,482)</u>
Net assets available for benefits, beginning of year	959,993,364	1,046,509,846
Net assets available for benefits, end of year	<u>\$ 963,386,245</u>	<u>\$ 959,993,364</u>

The accompanying notes are an integral part of these financial statements.
See Independent Auditor's Report.

BWXT RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2016

NOTE 1 - DESCRIPTION OF PLAN

The following description of the BWXT Retirement Plan (the "Plan") provides only general information. Participants should refer to the Summary Plan Description for more detailed information or to the official plan documents for complete information.

General

The Plan is sponsored by BWXT Investment Company ("BWXTICO", the "Company" or "Plan Sponsor"), a wholly owned subsidiary of BWX Technologies, Inc. ("BWXT").

The Plan is a non-contributory defined benefit pension plan administered by a Retirement Committee (the "Committee") appointed by the Board of Directors of the Company. In June 2010, the Company established the BWXT Master Trust (the "Master Trust") in which the Plan participates with certain other retirement plans of affiliates of BWXT. The Northern Trust Company ("Trustee") serves as trustee for the assets of the Plan held in the Master Trust.

All contributions made to the Plan are invested in the Master Trust. The Plan's interest in the net assets of the Master Trust is based on the Plan's beginning share plus employer contributions and allocated investment income, less allocated expenses and benefits paid directly to participants. Investment income of the Master Trust is allocated by the Trustee among the participating retirement plans each month based on the relative fair values of each plan's investment in the Master Trust. The Investment Committee, a committee appointed by the Board of Directors of the Company, has full discretionary authority for the management and control of the assets of the Master Trust. The Investment Committee may delegate authority to investment managers to manage, including the power to acquire and dispose of certain assets of the Master Trust.

During 1987, the Plan purchased a non-participating single premium annuity contract from Metropolitan Life Insurance Company ("Metropolitan") covering substantially all pre-January 1, 1987 retirees, including retirees of certain predecessor plans (the "1987 Annuity Contract"). Under the contract, Metropolitan is obligated to pay the pension benefits to said retirees or their beneficiaries. The contract with Metropolitan is excluded from Plan assets, and benefits to be provided by the contract are excluded from the actuarial data provided in these financial statements.

In December 2011, the Master Trust purchased a non-participating single premium annuity contract from Metropolitan covering those retirees covered by the 1987 Annuity Contract who received an ad hoc pension increase in 1998. Under the contract, Metropolitan is obligated to pay the ad hoc pension increase granted in 1998 to said retirees or their beneficiaries. The contract with Metropolitan is excluded from Plan assets, and benefits to be provided by the contract beginning January 1, 2012 are excluded from the actuarial data and benefits paid amounts provided in the Plan's financial statements.

On June 30, 2015, BWXT completed the spin-off of its Power Generation business into an independent, publicly traded company named Babcock and Wilcox Enterprises ("BWE"). Prior to the spin-off, Babcock and Wilcox Power Generation Group, Inc., a subsidiary of BWE and plan sponsor of the Retirement Plan for Employees of Babcock & Wilcox Commercial Operations ("Commercial Operations Plan"), established a new master trust ("B&W Pension Trust"), and the assets of the Master Trust attributable to the Commercial Operations Plan were transferred to the B&W Pension Trust as a result of the spin-off. The value of the assets transferred was approximately \$931,034,550.

The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

Eligibility

The Plan covers substantially all hourly-paid employees of BWXT and certain of its subsidiaries and affiliates and salaried employees of BWXT and certain of its subsidiaries who were employed prior to April 1, 2001, except non-resident alien employees who do not earn income in the U.S., employees under certain collective bargaining agreements and leased employees. Eligible employees became participants when they attained age 21 and completed one year of service.

Pension Benefits and Vesting

An employee who has participated in the Plan for five years (including participation in a predecessor plan) is entitled to receive pension benefits at his normal retirement age, but based on age and years of service, a participant may elect early retirement. Benefits are also payable upon the death or disability of a participant. Participants become fully vested in the Plan benefits after five years of service. Benefits under the Plan are based on years of service and a flat benefit rate for substantially all hourly employees and on years of service and the highest consecutive five-year average of compensation during the last ten years of service for all other employees. Supplemental payments are also made to certain participants affected by changes in other postretirement benefit plans.

Effective April 1, 2006, the Plan was closed to new salaried participants and was amended for salaried employees hired on or since April 1, 2001. For these employees, benefits accrued as of March 31, 2006 became fully vested and future benefit accruals ceased, other than certain cost of living increases. Any pension benefits earned to that date will remain payable pursuant to the Plan upon retirement, death or disability.

Effective April 1, 2007, the Plan was amended for salaried employees with five to ten years of service as of January 1, 2007. These employees were offered a one-time option of continuing to earn benefits under the Plan or receiving an ongoing service-based cash contribution to a Company-sponsored defined contribution plan (the "Thrift Plan").

Benefit payments have historically been made in the form of equal recurring monthly payments. The Plan was amended in 2012 to provide a one-time opportunity for certain terminated vested participants who had not begun to receive benefits to elect to receive a single lump sum payment in the amount actuarially equivalent to the expected monthly annuity the participant would have otherwise received in full satisfaction of their benefits under the Plan. These elections were made and payments finalized in 2012.

Effective December 31, 2015 ("Freeze Date"), benefit accruals for those salaried employees still accruing benefits under the Plan ceased, and their accrued benefits were frozen as of that date. Service beyond the Freeze Date continues to count toward eligibility for early retirement, disability retirement and early commencement of deferred vested benefits. Furthermore, effective January 1, 2016, the employer of each affected participant will make cash contributions to the Thrift Plan for those employees impacted by the Plan freeze. The amount of these contributions will be determined based on years of service in accordance with a schedule set forth in the Thrift Plan. Those participants already receiving service-based contributions in the Thrift Plan and for whom benefit accruals have already been frozen will no longer receive annual cost of living adjustments to their accrued benefit after December 31, 2015. See Note 5 for further information regarding accumulated plan benefits.

On May 28, 2015, the Board of Directors of BWXTICO amended the Plan to close it to hourly employees of BWXT Nuclear Operation Group Inc.'s Euclid facility hired on or after June 1, 2015. This subset of employees will instead receive service based company cash contributions to a defined contribution plan which will have no impact on the Plan.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the U.S. ("GAAP"). Benefit payments to participants are recorded upon distribution.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Among the most significant estimates in the financial statements are the fair values of certain investments without actively quoted market prices and the assumptions underlying the actuarial present value of accumulated plan benefits. Actual results could differ from those estimates, and those differences could be material.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities, in general, are exposed to various risks such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value determinations are made by reference to available quoted market prices on national exchanges when available, by reference to quoted prices for similar securities when available, or by using a range of techniques appropriate to the nature of the investment. See Note 7 for further discussion of valuation methodologies used with respect to the investments of the Master Trust.

Realized gains and losses on the sale of investments and unrealized gains and losses in the fair value of investments held by the Master Trust are presented as net appreciation (depreciation) in the fair value of investments in the Master Trust. Purchases and sales of investments are recorded on a trade date basis; interest income is recorded on the accrual basis; and dividends are recorded as income on the ex-dividend date.

Contributions Receivable

Contributions receivable at December 31, 2016 and 2015 comprise contributions funded during 2017 and 2016, respectively, which have been designated as being attributable to the 2016 and 2015 plan years, respectively.

Transfers with Affiliated and Unaffiliated Plans

Transfers to or from an affiliated plan may be recognized from time to time to move actuarially determined asset values associated with the liabilities of participants who may transfer between affiliated retirement plans as a result of a transfer between various affiliated business units.

Administrative Expenses

Administrative expenses are paid from the Master Trust, inclusive of Trustee fees. The Plan's portion of these expenses was approximately \$8,869,520 and \$8,434,371 for the years ended December 31, 2016 and 2015, respectively. A significant portion of these expenses represent insurance premiums paid to the Pension Benefit Guaranty Corporation ("PBGC") (a U.S. governmental agency), which were \$5,160,539 and \$4,414,175 for the years ended December 31, 2016 and 2015, respectively.

Reclassifications

In prior reports, the Plan had presented the Plan's interest in investment income (loss) of the Master Trust on a net basis after reduction for administrative expenses related to the Plan. The Statement of Changes in Net Assets now presents the Plan's interest in investment income (loss) of the Master Trust before administrative expenses, and also separately reports Plan administrative expenses therein, to enhance the readability of the financial statements. Amounts reported for the year ended December 31, 2015 have been reclassified with the current year presentation.

Evaluation of Subsequent Events

The plan administrator has evaluated subsequent events through August 4, 2017, which is the date the financial statements were available to be issued, for their impact on amounts recorded and related disclosures, and has incorporated the related effects as appropriate.

Recent Accounting Standards

The Plan elected to early adopt the provisions of the Financial Accounting Standards Board (the "FASB") Accounting Standards Update 2015-07 in the Plan's 2015 financial statements to simplify plan reporting. As a result, the Plan's investments using NAV as a practical expedient for valuing the investments have not been classified in the fair value hierarchy presented in Note 7, but have been presented to reconcile total assets in the fair value hierarchy to total investments at fair value to net assets reported for the Master Trust in Note 6. The adoption of this standard did not change the Plan's reported net assets available for plan benefits at the adoption date or thereafter.

In February 2017, the FASB issued an update to the Topics *Plan Accounting - Defined Benefit Pension Plans, Defined Contribution Pension Plans and Health and Welfare Benefit Plans: Employee Benefit Plan Master Trust Reporting (A Consensus of the Emerging Issues Task Force)*. This update requires additional disclosures of master trust participation by plan. The Plan's portion of the Master Trust balances by type will be presented alongside the currently required Master Trust balances by type, which will eliminate the need to disclose the Plan's overall percentage interest in the Master Trust. This update is applicable to the Plan, and it will be

effective for all Plan years beginning after December 15, 2018, with early adoption permitted. It is not expected to have a material impact to the Plan's financial statements.

NOTE 3 - FUNDING POLICY

The Plan is funded based on actuarial recommendations and to at least meet the minimum funding requirements of ERISA. During the years ended December 31, 2016 and 2015, the Plan met these minimum funding requirements.

NOTE 4 - PLAN TERMINATION

In the event of Plan termination, benefits accrued under the Plan would become nonforfeitable to the extent then funded, and the net assets of the Plan would be allocated as prescribed by ERISA and its related regulations. The Committee would determine the date and method of distribution of the net assets and would distribute such assets in accordance with the provisions of the Plan.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain dollar amount and type limitations. The maximum annual benefit for a 65 year old retiree guaranteed by PBGC for plans terminating in 2016 and 2015 was \$60,136. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits and may also depend on the level of benefits guaranteed by the PBGC. Some benefits may be fully or partially provided for by the then existing assets and the PBGC guaranty while others benefits may not be provided for at all.

Although it has not expressed any intention to do so, the Company has the right under the Plan to terminate it subject to the provisions set forth in ERISA.

NOTE 5 - ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to the service employees have rendered. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries, (b) beneficiaries of employees who have died, and (c) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits, as calculated by the Plan's actuary, is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The foregoing actuarial assumptions are based on the presumption that the Plan will continue. If the Plan were to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

For January 1, 2016 financial reporting purposes, life expectancy of participants was determined using the Healthy RP2014 mortality projected with the actuary's modified 2015 improvement scale (pre-commencement of benefits) and the Healthy RP2014 mortality with 6.1% load projected with the actuary's modified 2015 improvement scale (post-commencement of benefits). For January 1, 2015 financial reporting purposes, life expectancy of participants was determined using the RP-2014 Total Mortality Table projected with the actuary's modified 2014 improvement scale (pre-commencement of benefits) and the RP-2014 Total Healthy Annuitant Mortality Table with 6.1% load projected with the actuary's modified 2014 improvement scale (post-commencement of benefits). The expected rate of return on plan assets used in the valuations was 7.2% at January 1, 2016 and 2015. The Plan changed discount rate setting methodologies from the single equivalent discount rate to the annual spot rate approach, effective December 31, 2015. As a result, the discount rate used in the valuations was 4.31% and 4.00% at January 1, 2016 and 2015, respectively. The actuarial cost method is the Projected Unit Credit Method. The Plan's actuary has used the Standard Premium Funding Target for 2016 and 2015 for funding purposes. In developing the Plan's funding requirements, the Plan's actuary has used the Segment Rates with adjustments under MAP-21, HATFA and BBA 2015, mortality rates mandated by Internal Revenue Service (the "IRS") regulations and expected administrative expenses of \$5,700,000 and \$5,100,000 for 2016 and 2015, respectively, loaded into the target normal cost. For funding purposes, life expectancy of participants and disabled participants was determined using the tables mandated by the Pension Protection Act, projected 7 years for annuitants and 15 years for non-annuitants. Decrement in participant levels have generally been based on historical experience. The assumed cost of living increase ceased with the Freeze Date at January 1, 2016 and was 2.0% per year at January 1, 2015. The assumed annual salary increase ceased with the Freeze Date at January 1, 2016 and was 2.5% per year at January 1, 2015.

The actuarial present values of accumulated plan benefits as of January 1, 2016 and 2015 were as follows:

	January 1,	
	<u>2016</u>	<u>2015</u>
Vested and nonvested benefits:		
Participants currently receiving payments	\$ 814,550,851	\$ 810,082,715
Other participants	421,526,952	466,280,869
Total vested benefits	1,236,077,803	1,276,363,584
Nonvested benefits	13,482,029	18,021,991
Total benefits	<u>\$ 1,249,559,832</u>	<u>\$ 1,294,385,575</u>

The changes in the actuarial present value of accumulated plan benefits that occurred during the years ended January 1, 2016 and 2015 were as follows:

	January 1,	
	<u>2016</u>	<u>2015</u>
Increase (decrease) during the year attributable to:		
Benefits accumulated	\$ 16,701,032	\$ 28,482,656
Plan amendments	1,661,863	1,504,545
Change in assumptions	(46,208,151)	167,998,650
Increase due to passage of time	50,440,230	51,701,853
Benefits paid	(67,420,717)	(64,096,900)
Net increase (decrease)	(44,825,743)	185,590,804
Actuarial present value of accumulated plan benefits, beginning of period	1,294,385,575	1,108,794,771
Actuarial present value of accumulated plan benefits, end of period	<u>\$ 1,249,559,832</u>	<u>\$ 1,294,385,575</u>

The changes in the discount rates and mortality assumptions led to a decrease in the present value of the accumulated plan benefits as of January 1, 2016 and an increase as of January 1, 2015.

Benefit restrictions can be placed on the Plan based generally upon the ratio of adjusted actuarial value of plan assets to an actuarially determined funding target. No restrictions were applicable for 2016 or 2015.

NOTE 6 - FINANCIAL INFORMATION OF THE MASTER TRUST (CERTIFIED BY THE TRUSTEE) (Unaudited)

Pursuant to the provisions of 29CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan's independent auditors did not perform any auditing procedures with respect to the information certified by the Trustee, except for comparing such information to the related financial statements. All financial data included in the financial statements and their accompanying notes relating to investments, income (loss) from investments, and net appreciation (depreciation) in fair value of investments was obtained from the information certified by the Trustee. The Trustee has certified the Plan's interest in net assets of the Master Trust of \$962,192,215 and \$961,754,316 at December 31, 2016 and 2015, respectively, and the Plan's interest in investment income (loss) of the Master Trust, before related expenses, of \$79,777,426 and \$(11,765,562) for the years ended December 31, 2016 and 2015, respectively. At December 31, 2016 and 2015, the Plan had a proportionate undivided interest in the net assets held by the Master Trust of 88.7% and 89.0%, respectively.

The following is a summary of the Master Trust's financial information and data certified by the Trustee as complete and accurate in accordance with 29CFR2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA:

**NET ASSETS OF THE MASTER TRUST
(CERTIFIED BY THE TRUSTEE)**

	December 31,	
	<u>2016</u>	<u>2015</u>
Values determined by quoted market prices:		
Common stocks	\$ 70,811,425	\$ 64,600,760
U.S. Government securities	178,571,987	155,542,836
Interest-bearing cash	19,214,206	25,728,056
Values determined otherwise:		
Fixed income securities and corporate bonds	385,103,760	400,424,056
Commingled trust funds	338,126,397	328,678,398
Partnerships with security holdings	81,972,150	93,098,632
Real estate	1,661,861	3,605,927
Total Investments	1,075,461,786	1,071,678,665
Other investment-related net assets	3,547,782	3,020,716
Interest and dividends receivable	5,697,481	6,333,777
Net Assets	<u>\$ 1,084,707,049</u>	<u>\$ 1,081,033,158</u>

**INVESTMENT INCOME OF THE MASTER TRUST
(CERTIFIED BY THE TRUSTEE)**

	Year Ended December 31,	
	<u>2016</u>	<u>2015</u>
Net realized and unrealized appreciation (depreciation) in fair value of investments:		
Values determined by quoted market prices	\$ 1,108,837	\$ (6,627,658)
Values determined otherwise	61,300,718	(26,274,861)
Net appreciation (depreciation) in fair value of investments	62,409,555	(32,902,519)
Interest income	24,076,763	33,428,256
Dividend income	2,761,572	3,929,228
Total Investment Income (Loss)	<u>\$ 89,247,890</u>	<u>\$ 4,454,965</u>

A substantial portion of the Master Trust's investments consist of interest-bearing securities. The Master Trust also holds several fixed income futures contracts to provide interest rate risk reduction for its U.S. Government securities portfolio. At December 31, 2016, these contracts had maturity dates of March 2017 and affected approximately one tenth of its portfolio. At December 31, 2015, these contracts had maturity dates of March 2016 and affected approximately one fifth of its portfolio. The Master Trust maintained no other significant positions in futures or forward contracts at December 31, 2016 and 2015.

Substantially all of cash and cash equivalent balances held by the Master Trust are in excess of federally insured limits.

NOTE 7 - FAIR VALUE OF INVESTMENTS

FASB Accounting Standards Codification 820, *Fair Value Measurements and Disclosures* ("ASC 820"), defines fair value as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in an orderly transaction between market participants at the measurement date. ASC 820 also expands the disclosure requirements around fair value and establishes a hierarchy for valuation inputs that emphasizes the use of observable inputs when measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). Categorization of instruments within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The three levels of the fair value hierarchy under ASC 820 are described below:

- Level 1 Inputs are based on unadjusted quoted prices for identical instruments traded in active markets.
- Level 2 Inputs are based on unadjusted quoted prices for similar instruments in active markets or identical instruments in inactive markets 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 asset or liability.
- Level 3 Inputs are generally unobservable and typically reflect estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are usually determined using model-based techniques that include option pricing models, discounted cash flow models and similar valuation techniques.

Following is a description of the primary valuation methodologies used to measure the fair value of each class of Plan assets:

<i>Common stocks:</i>	Valued at the quoted market price of shares held as evidenced on listed trading exchanges.
<i>Preferred stocks:</i>	Valued at the quoted market price of shares held as evidenced on listed trading exchanges when available, or by comparison of the security to the quoted market price of similar securities and of similar credit ratings.
<i>Convertible securities:</i>	Valued based on comparison of the security to similar securities and of similar credit ratings.
<i>Fixed income securities:</i>	Valued based on comparisons with the quoted market price of similar securities with similar credit ratings (market approach) or by performing discounted cash flow analysis considering market conditions, credit terms and comparative credit ratings of the issuers (income approach). Observable inputs include quoted market prices for similar securities, interest rates on securities and credit ratings of various issuers.
<i>U.S. Government securities:</i>	Valued using quoted market prices of the securities held as evidenced on listed trading exchanges.
<i>Cash and cash equivalents:</i>	Valued at the notional monetary amount, adjusted for currency exchange rates when applicable.
<i>Commingled trust funds:</i>	Valued by the trust manager at net asset value ("NAV") established by the trustee based on the value of the underlying securities held in trust, which include securities having quoted market prices, securities similar to securities having quoted market prices (market approach) and securities for which discounted cash flow analysis and other subjective factors are necessary for valuation (income approach).
<i>Partnerships with security holdings:</i>	Valued by the manager of the partnership or investment entity at NAV based upon the value of the underlying securities held, including those having a quoted market price and those valued in comparison to similar securities having a quoted market price (market approach). Other investments valued using a number of subjective factors regarding market and economic conditions, business performance expectations and formal appraisals (income approach).
<i>Real estate:</i>	Valued at NAV established by the fund manager using the value of the underlying interest in the properties held by the investment manager using independent appraisals or internally by portfolio managers using subjective techniques by comparison with similar investments, discounted cash flows and expected market conditions (income approach). Valued at cost if believed to be the only indicator of value.

The significant unobservable inputs for partnerships with security holdings and real estate investments are future income generated by these investments and related interest rates. The values are positively impacted by increases in operating cash flows of the underlying investments and negatively impacted by increases in actual or expected interest rates. These values may also be influenced by growth rates and general market, economic and competitive conditions.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair value. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Fair Value Measurements

The following table sets forth by level, within the fair value hierarchy, the Master Trust's assets at fair value at December 31, 2016:

	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Common stocks	\$ 70,811,425	\$ 70,811,425	\$ —	\$ —
Fixed income securities	385,103,760	—	385,103,760	—
U.S. Government securities	178,571,987	174,491,774	4,080,213	—
Cash and accrued items	28,459,469	26,879,894	1,579,575	—
Total assets in the fair value hierarchy	662,946,641	<u>\$ 272,183,093</u>	<u>\$ 390,763,548</u>	<u>\$ —</u>
Investments measured at NAV:				
Commingled trust funds (a)	338,126,397			
Partnerships with security holdings (a)	81,972,150			
Real estate (a)	1,661,861			
Net assets in the Master Trust	<u>\$ 1,084,707,049</u>			

The following table sets forth by level, within the fair value hierarchy, the Master Trust's assets at fair value at December 31, 2015:

	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Common stocks	\$ 64,600,760	\$ 64,600,760	\$ —	\$ —
Fixed income securities	400,424,056	—	400,424,056	—
U.S. Government securities	155,542,836	151,798,714	3,744,122	—
Cash and accrued items	35,082,549	32,217,987	2,864,562	—
Total assets in the fair value hierarchy	655,650,201	<u>\$ 248,617,461</u>	<u>\$ 407,032,740</u>	<u>\$ —</u>
Investments measured at NAV:				
Commingled trust funds (a)	328,678,398			
Partnerships with security holdings (a)	93,098,632			
Real estate (a)	3,605,927			
Net assets in the Master Trust	<u>\$ 1,081,033,158</u>			

(a) In accordance with Subtopic 820-10, certain investments that were measured at NAV per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts presented in these tables are intended to permit reconciliation of the fair value hierarchy to the net assets held by the Master Trust.

Level 2 investments were valued at December 31, 2016 and 2015 using the market approach, with the exception of certain U.S. Government agency and fixed income securities, which were valued using the income approach. There were no transfers of securities between levels in 2016 or 2015.

Partnerships with Security Holdings and Real Estate Investments

The Master Trust invests in a variety of partnerships which in turn hold investments in the securities of private companies or real estate entities. These investments are long-term in nature and are less liquid than investments that are publicly traded or provided through other investment arrangements. These investments constituted 7.7% and 8.9% of total investments held by the Master Trust at December 31, 2016 and 2015, respectively.

These investments are valued by the investment manager or general partner (the "Fund Manager") using the practical expedient of a reported NAV for the funds, based upon estimates developed by the Fund Manager for each of the underlying investments held by the fund. Generally, these investment funds have a stated life, with the Fund Manager having the option to extend that life for one or more years to enhance the possible return of the fund. Distributions from these funds are based upon interim cash flows and eventual liquidation of the underlying investments over the limited life of the fund. Early liquidation by the Trust of its participation in these investments is through negotiated, secondary market sales and is subject to the consent of the respective Fund Manager, which may not be provided. Readily accessible active secondary markets do not necessarily exist for these funds, and their investees and unfavorable market, economic or financing conditions may limit or preclude opportunities for the Master Trust to liquidate its investments. Early liquidations may not be possible when requested and may not occur at values equivalent

to the previously estimated NAV for the fund. NAVs are also subject to significant changes over the length of the fund's life dependent upon economic and market conditions. In addition, participation in these investment vehicles often include a commitment to make additional future cash contributions to the fund upon a capital call by the Fund Manager (characterized as Future Commitments in the following table).

The following table is additional information for the Plan's investments for which fair value is estimated using the practical expedient of reporting NAV:

Fund Name	Fund Description	Fair Value 12/31/16	Fair Value 12/31/15	Future Commitments At 12/31/16	Contract Term Date*
Private Pathway Equity Fund 2008 LP	(a)	\$ 38,857,777	\$ 38,271,034	\$ 9,662,661	12/26/23
Pathway Private Equity Fund XII	(b)	26,878,929	35,223,524	3,792,607	03/11/20
Huff Alternative Fund II	(c)	12,015,309	12,156,277	—	10/15/16
Harbourvest VI-P	(d)	1,721,058	2,451,706	360,000	06/30/17
Venture Capital Fund of America III	(e)	1,473,794	3,187,425	—	07/14/17
Colony Investors IV	(f)	168,600	2,137,900	—	11/04/09
Others (7)	(g)	2,518,544	3,276,693	630,000	2008-17
Total		<u>\$ 83,634,011</u>	<u>\$ 96,704,559</u>	<u>\$ 14,445,268</u>	

* The Huff Alternative Fund II and the substantial majority of the Others in the table above have moved into liquidation mode. The Contract Term Dates above do not reflect extension periods that may be activated by the investment manager at their election.

Fund investment strategies - the fund seeks to primarily invest in:

- (a) a diversified portfolio of private equity partnerships
- (b) a diversified portfolio of private equity partnerships
- (c) a range of private debt and equity to public securities, from late stage venture capital and early stage growth companies to bank loan participations, and in distressed securities
- (d) a diversified pool of newly raised private equity partnerships
- (e) secondary positions in venture capital transactions and in private equity funds
- (f) a diversified portfolio of real estate investments
- (g) a range of investment opportunities from buyout transactions and domestic real estate to European operating companies and real estate

NOTE 8 - TAX STATUS

By letter dated February 16, 2011, the IRS informed the Plan that it made a favorable determination with respect to the tax-qualified status of the Plan and its related trust. The Plan has been amended since receiving the determination letter, however, the Committee and the Plan's tax counsel believe the Plan is designed and currently being operated in compliance with the applicable provisions of the Internal Revenue Code and regulations and rulings issued thereunder. On February 1, 2016, the Plan filed with the IRS for an updated determination letter.

GAAP requires the plan administrator to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that more-likely-than-not would not 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, 2016, there are no uncertain positions taken, or expected to be taken, that would require recognition of a liability or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress, and tax periods prior to 2013 are believed to be no longer subject to potential audit.

NOTE 9 - RELATED PARTY TRANSACTIONS

The Plan Sponsor, the Trustee and the affiliates of both are parties-in-interest to the Plan. The Plan Sponsor provides administrative services to and on behalf of the Plan with no compensation or reimbursement from the Plan. Fees paid by the Master Trust to the Trustee for custodial, recordkeeping and investment advisory services provided to all plans in the Master Trust were approximately \$315,708 and \$355,827 for the years ended December 31, 2016 and 2015, respectively.

The Master Trust holds a common / collective trust fund investment (the Northern Trust Collective S&P 500 NL Index) which is managed by an affiliate of the Trustee of the Master Trust. This is a non-prohibited party-in-interest transaction. The value of this investment held by the Master Trust was \$216,392,244 and \$211,134,277 at December 31, 2016 and 2015, respectively, and the income of the Master Trust for the years ended December 31, 2016 and 2015 included \$24,257,968 and \$10,137,331, respectively, related to this investment.

NOTE 10 - RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

A reconciliation of the net increase (decrease) in net assets available for benefits per the financial statements to the net income (loss) in the Form 5500 for the year ended December 31, 2016 is as follows:

	<u>2016</u>
Plan Interest in Master Trust Income (Loss) per the Financial Statements	\$ 79,777,426
Administrative Expenses per the Financial Statements	(8,869,520)
Plan Interest in Master Trust Income (Loss) in Form 5500	<u>\$ 70,907,906</u>
	<u>2016</u>
Administrative Expenses per the Financial Statements	\$ 8,869,520
Administrative Expenses Netted Against Master Trust Income in Form 5500	(8,869,520)
Administrative Expenses in Form 5500	<u>\$ —</u>

BWXT RETIREMENT PLAN

**EIN 72-1172705 - PLAN # 001
SUPPLEMENTAL SCHEDULE OF ASSETS HELD AT YEAR END
SCHEDULE H, LINE 4i
AS OF DECEMBER 31, 2016**

<u>(a)</u>	<u>(b)</u> <u>Identity of Issue</u>	<u>(c)</u> <u>Description</u>	<u>(d)</u> <u>Cost</u>	<u>(e)</u> <u>Current Value</u>
*	The BWXT Master Trust	Master Trust Investment	<u>\$ 962,192,215</u>	<u>\$ 962,192,215</u>
*	Party-in-interest			

The above information has been certified by The Northern Trust Company, the Trustee, as being complete and accurate.
See Independent Auditor's Report.

BWXT Retirement Plan
EIN/PN: 72-1172705 / 001

Schedule SB, Line 26 - Schedule of Active Participant Data

	Attained Age	Years of Credited Service																					
		Under 1		1 - 4		5 - 9		10 - 14		15 - 19		20 - 24		25 - 29		30 - 34		35 - 39		40 & up		Total	
		No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	No.	Avg. Frozen Benefit.*	
Average Age	Under 25	18		40		1																59	
	25 - 29	14		49		54		3														120	
	30 - 34	8		39		71		69		3												190	
	35 - 39	9		25		51		108	229	68	988											261	561
	40 - 44	13		32		48		116	243	98	1,141	8		3								318	864
	45 - 49	9		26		48		117	349	73	1,357	17		26	2,662	3						319	1,441
	50 - 54	3		32		47		97	248	94	1,606	34	2,913	67	3,385	49	3,450	4				427	2,399
	55 - 59	2		24		50		98	331	79	1,666	30	3,046	40	3,654	63	4,038	58	4,298	2		446	2,936
	60 - 64			8		30		61		41		19		29	2,473	34	3,170	57	4,419	61	4,571	340	3,014
	65 - 69					1		15		9		3		10		6		16		70	5,223	130	4,170
	70 & up					1		1		3				1				2		17		25	
	Total	76		275		402		685	271	468	1,402	111	2,774	176	3,142	155	3,639	137	4,359	150	5,045	2,635	2,295

*Cells with at least 20 participants with no average frozen benefit shown contain fewer than 20 non-hourly participants.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

Prescribed Funding Assumptions and Methods

The following assumptions and methods are prescribed by ERISA.

Funding interest rates

For 2016 Plan Year: Segment Rates with four-month lookback, constrained in accordance with relevant legislation follows:

	Unconstrained Rates*	Rates Reflecting Corridor**
First Segment Rate	1.34%	4.43%
Second Segment Rate	4.03%	5.91%
Third Segment Rate	5.06%	6.65%

Effective Interest Rate
Based on constrained rates 6.03%

For 2015 Plan Year: Segment Rates with four-month lookback, constrained in accordance with relevant legislation follows:

	Unconstrained Rates*	Rates Reflecting Corridor**
First Segment Rate	1.15%	4.72%
Second Segment Rate	4.06%	6.11%
Third Segment Rate	5.15%	6.81%

Effective Interest Rate
Based on constrained rates 6.23%

* Used for maximum tax-deduction purposes

** Used for minimum funding and benefit restriction purposes. See Appendix D under Segment Rate

Mortality

Mortality tables mandated by PPA as specified in IRS Regulation 1.430(h)(3)-1, applied on a static basis, projected 7 years from the valuation date for annuitants and 15 years for non-annuitants.

Actuarial cost method

The Funding Target is the present value of accrued benefits based on compensation and service to date. The Target Normal Cost is the present value of benefits expected to be accrued during the current plan year, reflecting the effect of expected compensation increases during the year and including expected plan expenses to be paid from plan assets during the year.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

Non-Prescribed Funding Assumptions and Methods

The following assumptions were selected by the plan's enrolled actuary. The asset valuation method was selected by the plan sponsor and is an acceptable method under PPA.

Salary increase assumption

Not applicable since pay-related benefit accruals were frozen.

Expenses

Expected plan expenses of \$5,700,000 were added to the Target Normal Cost.

Frequency of optional payment forms

	BWXT Salaried	BWXT Hourly	MMC Salaried	MMC Hourly
Single Life Annuity	35.0%	30.0%	38.9%	30.0%
Joint & Survivor 50%	25.0%	60.0%	27.8%	60.0%
Joint & Survivor 75%	5.0%	10.0%	5.5%	10.0%
Joint & Survivor 100%	25.0%	---	27.8%	---
Joint & Last Survivor $66\frac{2}{3}\%$	5.0%	---	---	---
10-year Certain & Life	5.0%	---	---	---

Marital percentage

For 2016 Plan Year

For salaried participants, 85% of male participants and 75% of female participants are assumed to be married at death. For hourly participants, 65% of male participants and 55% of female participants are assumed to be married at death.

For 2015 Plan Year

90% of male and 50% of female participants are assumed to be married at death. Husbands are assumed to be two years older than their wives.

Mortality table

The mortality table is applied on a static basis. Separate annuitant and non-annuitant tables were used.

Cost of living increases

Not applicable.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

Non-Prescribed Funding Assumptions and Methods (continued)

Decrements

Representative values of the assumed annual rates of withdrawal, vesting, early retirement, disability and death are shown below. The retirement assumption was set according to an analysis of actual plan experience from 2009 through 2011. The withdrawal assumptions have been set based on observed plan experience. Terminated vested participants are assumed to retire at age 65, unless adjusted for hardship service.

McDermott Employees:

Age	Withdrawal	Annual Rate of		Disability	Death ¹	
		Early Retirement (Pre 4/1/98 Hires)	Early Retirement (Post 4/1/98 Hires)		Male	Female
25	0.07875			0.001	0.000275	0.000134
30	0.05888			0.001	0.000380	0.000193
35	0.04372			0.001	0.000662	0.000337
40	0.03397			0.002	0.000841	0.000442
45	0.02633			0.002	0.001005	0.000682
50	0.01980	0.100		0.003	0.001217	0.000985
51	0.01875	0.025		0.004	0.001262	0.001100
52	0.01792	0.025		0.005	0.001309	0.001271
53	0.01710	0.025		0.005	0.001401	0.001468
54	0.01643	0.025		0.006	0.001503	0.001700
55	0.01575	0.025	0.025	0.007	0.001671	0.001969
56	0.01538	0.040	0.040	0.008	0.001883	0.002287
57	0.01538	0.040	0.040	0.009	0.002132	0.002577
58	0.01560	0.040	0.040	0.010	0.002424	0.002817
59	0.01575	0.100	0.100	0.011	0.002677	0.003081
60	0.01635	0.100	0.100	0.013	0.002959	0.003365
61	0.01643	0.120	0.120	0.016	0.003369	0.003668
62	0.01770	0.150	0.150		0.003704	0.003986
63	0.01905	0.200	0.200		0.004180	0.004314
64	0.02025	0.300	0.300		0.004540	0.004648
65	0.00000	0.400	0.400		0.004892	0.004983
66		0.350	0.350		0.005398	0.005314
67		0.350	0.350		0.005731	0.005636
68		0.350	0.350		0.005858	0.005945
69		0.350	0.350		0.006143	0.006240
70		1.000	1.000		0.006210	0.006517

¹ Pre-commencement rates.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

BWXT Salaried Employees:

Age	Withdrawal	Annual Rate of				
		Early Retirement (Pre 4/1/98 Hires)	Early Retirement (Post 4/1/98 Hires)	Disability	Death ¹ Male Female	
25	0.07875			0.000	0.000275	0.000134
30	0.05888			0.000	0.000380	0.000193
35	0.04372			0.000	0.000662	0.000337
40	0.03397			0.000	0.000841	0.000442
45	0.02633			0.001	0.001005	0.000682
50	0.01980	0.100		0.002	0.001217	0.000985
51	0.01875	0.025		0.003	0.001262	0.001100
52	0.01792	0.025		0.003	0.001309	0.001271
53	0.01710	0.025		0.003	0.001401	0.001468
54	0.01643	0.025		0.004	0.001503	0.001700
55	0.01575	0.025	0.025	0.005	0.001671	0.001969
56	0.01538	0.040	0.040	0.005	0.001883	0.002287
57	0.01538	0.040	0.040	0.006	0.002132	0.002577
58	0.01560	0.040	0.040	0.007	0.002424	0.002817
59	0.01575	0.100	0.100	0.008	0.002677	0.003081
60	0.01635	0.100	0.100	0.009	0.002959	0.003365
61	0.01643	0.120	0.120	0.010	0.003369	0.003668
62	0.01770	0.150	0.150	0.011	0.003704	0.003986
63	0.01905	0.200	0.200	0.012	0.004180	0.004314
64	0.02025	0.300	0.300	0.013	0.004540	0.004648
65	0.00000	0.400	0.400	0.000	0.004892	0.004983
66		0.350	0.350		0.005398	0.005314
67		0.350	0.350		0.005731	0.005636
68		0.350	0.350		0.005858	0.005945
69		0.350	0.350		0.006143	0.006240
70		1.000	1.000		0.006210	0.006517

¹ Pre-commencement rates.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

Non-Prescribed Funding Assumptions and Methods (continued)

BWXT Hourly Employees:

Age	Withdrawal	Annual Rate of		Disability	Death ¹	
		Early Retirement Reduced	Unreduced		Male	Female
25	0.07875			0.000	0.000275	0.000134
30	0.05888			0.000	0.000380	0.000193
35	0.04372			0.000	0.000662	0.000337
40	0.03397			0.000	0.000841	0.000442
45	0.02633			0.001	0.001005	0.000682
50	0.01980			0.002	0.001217	0.000985
51	0.01875			0.003	0.001262	0.001100
52	0.01792			0.003	0.001309	0.001271
53	0.01710			0.003	0.001401	0.001468
54	0.01643			0.004	0.001503	0.001700
55	0.01575	0.050	0.050	0.005	0.001671	0.001969
56	0.01538	0.040	0.040	0.005	0.001883	0.002287
57	0.01538	0.040	0.040	0.006	0.002132	0.002577
58	0.01560	0.040	0.040	0.007	0.002424	0.002817
59	0.01575	0.040	0.040	0.008	0.002677	0.003081
60	0.01635	0.060	0.060	0.009	0.002959	0.003365
61	0.01643		0.075	0.010	0.003369	0.003668
62	0.01770		0.100	0.011	0.003704	0.003986
63	0.01905		0.100	0.012	0.004180	0.004314
64	0.02025		0.100	0.013	0.004540	0.004648
65	0.00000		0.500	0.000	0.004892	0.004983
66			0.200		0.005398	0.005314
67			0.200		0.005731	0.005636
68			0.200		0.005858	0.005945
69			0.200		0.006143	0.006240
70			1.000		0.006210	0.006517

¹ Pre-commencement rates.

BWXT Retirement Plan
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Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

Non-Prescribed Funding Assumptions and Methods (continued)

Marine Mechanical Hourly and Salaried Employees:

Age	Withdrawal		Annual Rate of Early Retirement		Disability		Death ¹	
	Male	Female	MMC Hourly	MMC Salaried	Male	Female	Male	Female
25	0.0690	0.1085			0.001	0.001	0.000275	0.000134
30	0.0521	0.0634			0.001	0.001	0.000380	0.000193
35	0.0324	0.0465			0.001	0.002	0.000662	0.000337
40	0.0169	0.0324			0.002	0.003	0.000841	0.000442
45	0.0085	0.0155			0.003	0.005	0.001005	0.000682
50	0.0014	0.0014			0.005	0.006	0.001217	0.000985
51	0.0014	0.0014			0.006	0.007	0.001262	0.001100
52					0.006	0.007	0.001309	0.001271
53					0.007	0.007	0.001401	0.001468
54					0.008	0.008	0.001503	0.001700
55			0.025	0.025	0.009	0.008	0.001671	0.001969
56			0.025	0.040	0.010	0.008	0.001883	0.002287
57			0.025	0.040	0.011	0.009	0.002132	0.002577
58			0.025	0.040	0.012	0.010	0.002424	0.002817
59			0.025	0.100	0.014	0.010	0.002677	0.003081
60			0.025	0.100	0.015	0.011	0.002959	0.003365
61			0.025	0.120	0.016	0.012	0.003369	0.003668
62			0.850	0.150	0.017	0.013	0.003704	0.003986
63			0.500	0.200	0.018	0.015	0.004180	0.004314
64			0.500	0.300	0.020	0.016	0.004540	0.004648
65			1.000	0.400	0.021	0.017	0.004892	0.004983
66				0.350	0.021	0.017	0.005398	0.005314
67				0.350	0.021	0.017	0.005731	0.005636
68				0.350	0.021	0.017	0.005858	0.005945
69				0.350	0.021	0.017	0.006143	0.006240
70				1.000	0.021	0.017	0.006210	0.006517

¹ Pre-commencement rates.

BWXT Retirement Plan

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Schedule SB, Part V - Statement of Actuarial Assumptions/Methods

Non-Prescribed Funding Assumptions and Methods (continued)

Asset valuation method

The Actuarial Value of Assets is Market Value as of the valuation date, including discounted receivable contributions, reduced by 2/3 and 1/3 of the of the gain/(loss) in the prior two years, respectively. The gain/(loss) for each period is determined as the actual return on Market Value during the period less the expected return on Market Value based on an assumed earnings rate chosen by the actuary but required by PPA to be not greater than the applicable third segment rate. The expected rate of return is based on the plan's asset allocation and forward-looking expected rates of return by asset category. The resulting value is constrained to be within a corridor of 90% to 110% of Market Value, including discounted receivable contributions.

	Actuary's Assumption	Third Segment Rate	Reflecting PPA Limit
2016 Expected Return	7.20%	6.65%	6.65%
2015 Expected Return	7.20%	6.81%	6.81%
2014 Expected Return	7.20%	6.99%	6.99%

Future Actuarial Measurements

Future actuarial measurements may differ significantly from current measurements due to plan experience differing from that anticipated by the economic and demographic assumptions, changes expected as part of the natural operation of the methodology used for these measurements, and changes in plan provisions, applicable law or regulations. An analysis of the potential range of such future differences is beyond the scope of this report.

Summary of Changes from the January 1, 2015 Valuation

- The interest rate basis was updated to the current rates as specified in IRS Regulation 1.430(h)(2)-1. These rates are constrained in accordance with HATFA.
- The mortality table used for funding reflects an additional year of mortality improvement as required by PPA.
- The assumed marriage assumption rates were updated for the 2016 plan year to reflect actual plan experience.
- Expected plan expenses added to the Target Normal Cost changed from \$5,100,000 in 2015 to \$5,700,000 in 2016 to reflect the anticipated increase in PBGC premiums in 2016.
- The change in the interest rate and mortality basis increased the Funding Target by approximately \$35.5 million.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2016 This Form is Open to Public Inspection
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For calendar plan year 2016 or fiscal plan year beginning <u>01/01/2016</u> and ending <u>12/31/2016</u>	
► Round off amounts to nearest dollar.	
► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan BWXT Retirement Plan	B Three-digit plan number (PN) 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF BWXT Investment Company	D Employer Identification Number (EIN) 72-1172705
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information			
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2016</u>			
2 Assets:			
a Market value.....	2a	959,967,305	
b Actuarial value.....	2b	994,378,914	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	5,236	677,581,781	677,581,781
b For terminated vested participants	1,305	33,833,900	33,833,900
c For active participants	2,635	277,382,111	287,691,818
d Total	9,176	988,797,792	999,107,499
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate.....	5	6.03%	
6 Target normal cost	6	10,058,678	

Statement by Enrolled Actuary <small>To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.</small>						
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:15%; text-align: center;">SIGN HERE</td> <td style="width:85%;"> SONJA C. BORSARI Signature of actuary SONJA C. BORSARI, FSA, EA, MAAA Type or print name of actuary Conduent HR Consulting, LLC Firm name 500 Plaza Drive SECAUCUS NJ 07096 Address of the firm </td> </tr> </table>	SIGN HERE	 SONJA C. BORSARI Signature of actuary SONJA C. BORSARI, FSA, EA, MAAA Type or print name of actuary Conduent HR Consulting, LLC Firm name 500 Plaza Drive SECAUCUS NJ 07096 Address of the firm	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="text-align: center;"> 9/14/2017 Date 1705568 </td> </tr> <tr> <td style="text-align: center;"> Most recent enrollment number 203-886-6756 </td> </tr> <tr> <td style="text-align: center;"> Telephone number (including area code) </td> </tr> </table>	9/14/2017 Date 1705568	Most recent enrollment number 203-886-6756	Telephone number (including area code)
SIGN HERE	 SONJA C. BORSARI Signature of actuary SONJA C. BORSARI, FSA, EA, MAAA Type or print name of actuary Conduent HR Consulting, LLC Firm name 500 Plaza Drive SECAUCUS NJ 07096 Address of the firm					
9/14/2017 Date 1705568						
Most recent enrollment number 203-886-6756						
Telephone number (including area code)						

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐	Schedule SB (Form 5500) 2016 v. 160205
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Part II	Beginning of Year Carryover and Prefunding Balances	(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	0	21,088,951
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	11,569,555
9	Amount remaining (line 7 minus line 8).....	0	9,519,396
10	Interest on line 9 using prior year's actual return of <u>-1.47%</u>	0	-139,935
11	Prior year's excess contributions to be added to prefunding balance:		
a	Present value of excess contributions (line 38a from prior year).....		973,304
b(1)	Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.23%</u>		0
b(2)	Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		-14,308
c	Total available at beginning of current plan year to add to prefunding balance.....		958,996
d	Portion of (c) to be added to prefunding balance.....		958,996
12	Other reductions in balances due to elections or deemed elections.....		0
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12).....	0	10,338,457

14	Funding target attainment percentage	14	98.49%
15	Adjusted funding target attainment percentage.....	15	98.49%
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	100.98%
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

18 Contributions made to the plan for the plan year by employer(s) and employees:															
(a) Date (MM-DD-YYYY)		(b) Amount paid by employer(s)		(c) Amount paid by employees		(a) Date (MM-DD-YYYY)		(b) Amount paid by employer(s)		(c) Amount paid by employees					
09/15/2016		1,185,000		0											
03/15/2017		1,194,030		0											
				Totals ►		18(b)				2,379,030		18(c)		0	

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	2,250,136

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No

b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No

c If line 20a is "Yes," see instructions and complete the following table as applicable:

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
---------	---------	---------	---------

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.43 %	2nd segment: 5.91 %	3rd segment: 6.65 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 4
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6).....	31a	10,058,678	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:			
a Net shortfall amortization installment.....	Outstanding Balance	Installment	
	15,067,042	2,489,428	
b Waiver amortization installment	0	0	
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)....	34	12,548,106	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....		10,338,457	10,338,457
36 Additional cash requirement (line 34 minus line 35).....	36	2,209,649	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	2,250,136	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	40,487	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	40,487	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37).....	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

BWXT Retirement Plan
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Schedule SB, Line 22 - Description of Weighted Average Retirement Age

This table calculates the weighted average retirement age for all active persons in the plan

(1) Age	(2) Expected Active Headcount	(3) Retirement Rate	(4) Expected Retirements (2)*(3)	(5) Weighted Age (1)*(4)
50	917.9665	0.0077	7.0412	352.0621
51	962.9735	0.0022	2.0785	106.0060
52	1,028.5183	0.0024	2.4922	129.5928
53	1,097.5979	0.0031	3.3944	179.9031
54	1,152.7787	0.0035	4.0182	216.9823
55	1,222.3097	0.0322	39.3945	2,166.6996
56	1,242.7574	0.0340	42.1935	2,362.8340
57	1,262.9416	0.0342	43.2076	2,462.8356
58	1,295.4282	0.0344	44.5930	2,586.3961
59	1,322.5475	0.0609	80.5121	4,750.2156
60	1,297.9379	0.0686	89.0472	5,342.8292
61	1,254.2877	0.0839	105.2103	6,417.8292
62	1,210.6232	0.1670	202.1326	12,532.2182
63	1,039.1987	0.1438	149.4227	9,413.6271
64	911.3450	0.1793	163.3676	10,455.5292
65	782.0023	0.4678	365.8203	23,778.3190
66	451.8660	0.2645	119.5410	7,889.7074
67	355.5754	0.2658	94.5197	6,332.8169
68	282.8428	0.2541	71.8719	4,887.2872
69	224.1701	0.2541	56.9703	3,930.9479
70	171.7381	1.0000	171.7381	12,021.6665
71	4.0000	1.0000	4.0000	284.0000
72	4.0000	1.0000	4.0000	288.0000
73	2.0000	1.0000	2.0000	146.0000
74	1.0000	1.0000	1.0000	74.0000
75	5.0000	1.0000	5.0000	375.0000
76	3.0000	1.0000	3.0000	228.0000
77	2.0000	1.0000	<u>2.0000</u>	<u>154.0000</u>
Total			1,879.5669	119,865.3052
Weighted Average Retirement Age = 119865.3052 / 79.5669				63.77
Rounded Weighted Average Retirement Age				64

Note to Column 2: The Expected Active Headcount for each age includes persons who are eligible to retire and persons who are not eligible to retire at each age.

Note to Column 3: At each age, these retirement rates are a weighted average of the rates shown in Attachment to Part V for active participants eligible to retire at the age and zero for all other active participants.

General note: The table presents values rounded to fewer significant digits than used in the calculation.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for McDermott – Pre April 1, 1998 Hires

Eligibility

Completion of one year of service.

Normal retirement

Eligibility

Later of age 65 and completion of 5 years of service.

Benefit

Greatest of the following:

1. PIA Offset Formula

1-2/3% of final average monthly compensation times credited service up to 40 years, minus 1.00% of the participant's age 65 (age 62 for pilots) monthly Primary Insurance Amount under the Social Security Law in effect at retirement times credited service up to 40 years, minus the monthly profit sharing and stock bonus retirement plan offset.

2. Minimum Formula

The greater of \$125.00 or \$12.00 times credited service.

3. Frozen Grandfathered Formula

For participants in the plan on December 31, 1975, a percentage of final average monthly compensation based on credited service as of February 28, 1994 minus the same percentage of the participant's age 65 (age 62 for pilots) monthly Primary Insurance Amount under the Social Security Law in effect on July 1, 1968 minus the monthly profit sharing and stock bonus retirement offset plus the benefit determined under the above PIA offset formula for service after February 28, 1994.

Benefits under this formula were frozen as of December 31, 2015.

Early retirement

Eligibility

Later of age 50 and completion of 10 years of service.

Benefit

Accrued pension reduced by 0.6% for each month that early retirement date precedes age 60, but not less than \$12 per month for each year of credited service. If participant completed at least 6 months service in a hardship area, one month is subtracted from age 60 for each month of hardship service (maximum 10 years) to determine reductions.

Deferred vested retirement

Eligibility

Completion of 5 years of service.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for McDermott – Pre April 1, 1998 Hires (continued)

Benefit

Accrued pension deferred to Normal Termination Benefit Commencement Date (normal retirement date, or if participant completed 6 months service in hardship area, date determined by subtracting number of months hardship service (maximum 120) from normal retirement date). The accrued pension is 1-2/3% of final average monthly compensation at Date of Termination, times credited service at Date of Termination up to 40 years, minus 1.00% of the participant's age 65 (age 62 for pilots) monthly Primary Insurance Amount under the Social Security Law in effect at retirement, times credited service at normal retirement up to 40 years, multiplied by a fraction whose numerator is the credited service at termination and whose denominator is the credited service at normal retirement, minus the monthly profit sharing and stock bonus retirement plan offset, subject to the minimum benefits described under Normal Retirement determined based on service at date of termination. Benefits under this formula were frozen as of December 31, 2015.

Disability retirement

Eligibility

Completion of 15 years of service and total and permanent disability prior to normal retirement date.

Benefit

Accrued pension (including minimum).

Death benefit

Eligibility

Death in active service after completion of 5 years of service.

Death prior to Normal Retirement Date while receiving a disability pension.

Death after terminating employment with eligibility for a vested, early or normal retirement pension and prior to commencing receipt of benefits.

Benefit

The amount that would have been payable to the spouse had the member terminated from service on the date of death (if termination had not already occurred), survived to age 65, begun to receive benefits under a 50% joint and survivor annuity, and then died. The benefit to the spouse shall begin on what would have been the member's normal retirement date. However, the spouse may elect to begin receiving reduced benefits as early as the date which would have been the member's early retirement date.

Normal form of benefit

Single

Life annuity.

Married

50% joint and survivor annuity (actuarial equivalent of life annuity).

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for McDermott – Pre April 1, 1998 Hires

Optional forms

Ten year certain and life annuity.

Reduced 66 2/3% joint and last survivor annuity.

100% joint and survivor annuity.

75% joint and survivor annuity.

Additional benefits

Early deferred participants, retired participants, and beneficiaries in receipt as of April 1, 1998.

An additional monthly amount determined by the participant's postretirement medical election and life insurance coverage:

Coverage Type	Additional Monthly Benefit
Single with Life Insurance	\$ 123
Dependent with Life Insurance	\$ 229
Family with Life Insurance	\$ 335
Life Insurance Only	\$ 17

Coverage

Salaried

Salaried employees of The BWXT Company.

Barberton Hourly

Members of Locals No. 900, 902 and 903 of the International Brotherhood of Boilermakers, Iron Ship Builders, Blacksmiths, Forgers and Helpers.

Lynchburg Hourly

Hourly paid employees at the Company's Naval Nuclear Fuel Division Lynchburg Plant who are not covered by a collective bargaining agreement.

Bettis Hourly

Hourly employees at the Company's Bettis, Pennsylvania site Department 224.

Eligibility

Attainment of age 21 and completion of 1 year of service.

Normal retirement

Eligibility

Later of age 65 and completion of 5 years of service.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for BWXT– Pre April 1, 1998 Hires

Benefit

Salaried

1.25% of average annual compensation for the 5 highest paid years during the last 10 years of credited service multiplied by years of credited service.

If member has 15 or more years of service, minimum benefit is \$1,500. Proportionately less for less service.

For members affected by the \$150,000 pay limit, the fresh-start formula with extended wear away applies to the December 31, 1993 frozen accrued benefit.

Benefits under this formula were frozen as of December 31, 2015.

Barberton Hourly

For terminations/retirements occurring between	Per month of service
5/1/2003 – 4/30/2004	\$34.00
5/1/2004 – 4/30/2005	35.00
5/1/2005 – 4/30/2006	36.00
5/1/2006 – 4/30/2007	37.00
5/1/2007 – 4/30/2008	38.00
5/1/2008 – 4/30/2009	40.00
5/1/2009 – 4/30/2010	40.50
5/1/2010 – 4/30/2011	42.00
5/1/2011 – 4/30/2012	43.00
5/1/2012 – 4/30/2013	44.00
5/1/2013 – 4/30/2014	45.50
5/1/2014 – 4/30/2015	47.00
5/1/2015 – 4/30/2016	48.50
After 5/1/2016	50.00

Lynchburg and Bettis Hourly

\$44.00 a month per year of service for terminations on or after January 1, 2008.

\$45.25 a month per year of service for terminations on or after January 1, 2009.

\$46.50 a month per year of service for terminations on or after January 1, 2010.

\$47.75 a month per year of service for terminations on or after January 1, 2011.

\$49.00 a month per year of service for terminations on or after January 1, 2012.

\$50.25 a month per year of service for terminations on or after January 1, 2013.

\$51.75 a month per year of service for terminations on or after January 1, 2014.

\$52.75 a month per year of service for terminations on or after January 1, 2015.

\$54.00 a month per year of service for terminations on or after January 1, 2016.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for BWXT– Pre April 1, 1998 Hires (continued)

Apollo Parks Hourly

\$44.00 a month per year of service for terminations on or after January 1, 2008.
\$45.25 a month per year of service for terminations on or after January 1, 2009.
\$46.50 a month per year of service for terminations on or after January 1, 2010.
\$47.75 a month per year of service for terminations on or after January 1, 2011.
\$49.00 a month per year of service for terminations on or after January 1, 2012.
\$50.25 a month per year of service for terminations on or after January 1, 2013.
\$51.75 a month per year of service for terminations on or after January 1, 2014.
\$52.75 a month per year of service for terminations on or after January 1, 2015.

Early retirement

Eligibility

Salaried

Later of age 50 with completion of 15 years of service.

Hourly

Later of age 55 with completion of 15 years of service.

Benefit

Salaried

Accrued pension (excluding minimum) if age plus service equals 75; otherwise reduced by 4% times the difference between 75 and the member's age plus service.

Hourly

Accrued pension reduced by 0.4% for each month member is under age 62 plus:

An additional supplement of \$250 per month payable until age 65 for Barberton Hourly participants retiring on or after November 1, 2000.

An additional supplement of \$250 per month payable until age 65 for Lynchburg Hourly and Bettis Hourly participants retiring on or after January 1, 2002.

Special early retirement

Eligibility

Hourly

Attainment of age 62 and completion of 10 years of service or completion of 30 years of service.

Barberton Hourly layoffs with 25 or more years of service who retired by August 1, 1999, receive an unreduced benefit when they would have had 30 years of service.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for BWXT– Pre April 1, 1998 Hires (continued)

Benefit

Accrued pension plus an additional amount equal to:

An additional supplement of \$200 per month for Lynchburg Hourly and Bettis Hourly participants payable until age 62.

An additional supplement of \$250 payable until age 65 for Barberton Hourly participants retiring on or after November 1, 2000. For Barberton participants retiring on or after May 1, 2005 with 30 or more years of service, the prior supplement is replaced by the following benefit. A monthly supplement payable to age 65 in the following amounts:

Age at Retirement	Monthly Temporary Supplemental Benefit
Under age 60	\$ 250.00
At least 60 but under age 62	\$ 300.00
At least 62 but under age 64	\$ 350.00
Age 64 and older	\$ 400.00

An additional supplement for Barberton Hourly with at least 30 years of service, a supplement of \$200 per month to age 62 for retirement prior to age 58. If a participant retires at or after age 58, the supplement is paid until the earlier of age 65 or 60 months.

An additional supplement of \$250 per month payable until age 65 for Lynchburg Hourly and Bettis Hourly participants retiring on or after January 1, 2002.

Disability retirement

Eligibility

Salaried

15 years of service and permanently and totally disabled.

Hourly

Completion of 10 years of service and totally and permanently disabled.

Benefit

Salaried

Accrued pension (including minimum).

Hourly

Accrued pension plus, until the member is eligible for unreduced benefits under the Social Security Act, an additional amount equal to:

An additional supplement of \$250 per month payable until age 65 for Barberton Hourly participants retiring on or after November 1, 2000.

An additional supplement of \$250 per month payable until age 65 for Lynchburg Hourly and Bettis Hourly participants retiring on or after January 1, 2002.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for BWXT– Pre April 1, 1998 Hires (continued)

Deferred vested retirement

Eligibility

Completion of 5 years of service.

Benefit

Salaried

Accrued pension deferred to age 65 or actuarially reduced pension payable at age 50 or later if member had 15 years of service.

Hourly

Accrued pension deferred to age 65 or actuarially reduced pension at age 55 if member had 15 years of service or at age 62 if member had 10 years of service.

Death benefit

Eligibility

Salaried

Death in active service after completion of 5 years of service.

Death prior to Normal Retirement Date while receiving a disability pension.

Death after terminating employment with eligibility for a vested, early or normal retirement pension and prior to commencing receipt of benefits.

Hourly

Death in active service after completion of 5 years of service.

Death after terminating employment with eligibility for a vested, early or normal retirement pension and prior to commencing receipt of benefits.

Benefit

The amount that would have been payable to the spouse had the member terminated from service on the date of death (if termination had not already occurred), survived to age 65, begun to receive benefits under a 50% joint and survivor annuity, and then died. The benefit to the spouse shall begin on what would have been the member's normal retirement date. However, the spouse may elect to begin receiving reduced benefits as early as the date which would have been the member's early retirement date.

Normal form of benefit

Salaried

Single

Life annuity.

Married

50% joint and survivor annuity (actuarial equivalent of life annuity).

Hourly

Single

Life annuity, except if member dies between ages 65 and 70, remaining monthly payments he would have received had he lived until age 70 are paid (except in case of vested deferred retirement).

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions for BWXT– Pre April 1, 1998 Hires (continued)

Married

Reduced 50% joint and survivor annuity (actuarial equivalent of life annuity). Amounts payable for temporary periods are payable to pensioner only.

Optional forms- available for Salaried participants only

Ten year certain and life annuity.

Reduced 66 2/3% joint and last survivor annuity.

100% joint and survivor annuity.

75% joint and survivor annuity.

Additional benefits

As of April 1, 1998 for early deferred participants, retired participants, and beneficiaries in receipt at Salaried or Lynchburg Hourly locations.

Coverage Type	Additional Monthly Benefit
Single with Life Insurance	\$ 123.00
Dependent with Life Insurance	\$ 229.00
Family with Life Insurance	\$ 335.00
Life Insurance Only	\$ 17.00

As of November 1, 2000 for early deferred participants, retired participants and beneficiaries in receipt at Barberton hourly.

Coverage Type	Additional Monthly Benefit
Single with Life Insurance	\$ 49.00
Family with Life Insurance	\$ 74.00
Life Insurance Only	\$ 24.00

For Barberton hourly participants who retired prior to November 1, 2000 a monthly supplement to age 65.

Coverage Type	Additional Monthly Benefit
Single	\$ 81.00
Family	\$ 268.00

Contributions

All contributions to support the Plan are paid by the Company.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions All Post April 1, 1998 Hires

Coverage

Salaried

Salaried employees of The BWXT Company.

Barberton Hourly

Members of Locals No. 900, 902 and 903 of the International Brotherhood of Boilermakers, Iron Ship Builders, Blacksmiths, Forgers and Helpers.

Lynchburg Hourly

Hourly paid employees at the Company's Naval Nuclear Fuel Division Lynchburg Plant who are not covered by a collective bargaining agreement.

Bettis Hourly

Hourly paid employees at the Company's Bettis, Pennsylvania site Department 224.

Eligibility

Attainment of age 21 and completion of 1 year of service. As of April 1, 2006, no new salaried employees are eligible to enter the plan.

Normal retirement

Eligibility

Later of age 65 and completion of 5 years of service.

Benefit

Salaried

1.2% of final average monthly compensation up to the Social Security limit times credited service up to 35 years plus 1.65% of final average monthly compensation in excess of the Social Security Limit times credited service up to 35 years.

For salaried employees hired on or after April 1, 2001 with one year of service and are participants in the plan: Benefit is accrued benefit as of March 31, 2006, increased each year in the same percentage as increases in the Consumer Price Index, up to a maximum of 8% a year for each year they remain in the employ of the company. The increase in accrued benefit from January 1, 2013 to December 31, 2013 was 1.18%.

For employees who elected to stop accruals in the plan as of April 1, 2007: Benefit is accrued benefit as of March 31, 2007 increased each year in the same percentage as increases in the Consumer Price Index, up to a maximum of 8% a year for each year they remain in the employ of the company. The increase in accrued benefit from January 1, 2013 to December 31, 2013 was 1.18%.

Benefits under this formula were frozen as of December 31, 2015.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions All Post April 1, 1998 Hires (continued)

Barberton Hourly

For terminations/retirements occurring between	Per month of service
5/1/2003 – 4/30/2004	\$34.00
5/1/2004 – 4/30/2005	35.00
5/1/2005 – 4/30/2006	36.00
5/1/2006 – 4/30/2007	37.00
5/1/2007 – 4/30/2008	38.00
5/1/2008 – 4/30/2009	40.00
5/1/2009 – 4/30/2010	40.50
5/1/2010 – 4/30/2011	42.00
5/1/2011 – 4/30/2012	43.00
5/1/2012 – 4/30/2013	44.00
5/1/2013 – 4/30/2014	45.50
5/1/2014 – 4/30/2015	47.00
5/1/2015 – 4/30/2016	48.50
After 5/1/2016	50.00

Lynchburg Hourly and Bettis Hourly

\$44.00 a month per year of service for terminations on or after January 1, 2008.
 \$45.25 a month per year of service for terminations on or after January 1, 2009.
 \$46.50 a month per year of service for terminations on or after January 1, 2010.
 \$47.75 a month per year of service for terminations on or after January 1, 2011.
 \$49.00 a month per year of service for terminations on or after January 1, 2012.
 \$50.25 a month per year of service for terminations on or after January 1, 2013.
 \$51.75 a month per year of service for terminations on or after January 1, 2014.
 \$52.75 a month per year of service for terminations on or after January 1, 2015.
 \$54.00 a month per year of service for terminations on or after January 1, 2016.

Apollo Parks Hourly

\$44.00 a month per year of service for terminations on or after January 1, 2008.
 \$45.25 a month per year of service for terminations on or after January 1, 2009.
 \$46.50 a month per year of service for terminations on or after January 1, 2010.
 \$47.75 a month per year of service for terminations on or after January 1, 2011.
 \$49.00 a month per year of service for terminations on or after January 1, 2012.
 \$50.25 a month per year of service for terminations on or after January 1, 2013.
 \$51.75 a month per year of service for terminations on or after January 1, 2014.
 \$52.75 a month per year of service for terminations on or after January 1, 2015.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions All Post April 1, 1998 Hires (continued)

Early retirement

Eligibility

Later of age 55 and completion of 15 years of service.

Benefit

Salaried

Accrued pension reduced by 0.4% for each month that early retirement date precedes age 62

Hourly

Accrued pension reduced by 0.4% for each month member is under age 62, plus:

An additional supplement of \$250 per month payable until age 65 for Barberton Hourly participants retiring on or after November 1, 2000.

An additional supplement of \$250 per month payable until age 65 for Lynchburg Hourly and Bettis Hourly participants retiring on or after January 1, 2002.

Special early retirement

Eligibility

Hourly

Attainment of age 62 and completion of 10 years of service or completion of 30 years of service.

Barberton Hourly layoffs with 25 or more years of service who retired by August 1, 1999 and receive an unreduced benefit when they would have had 30 years of service.

Benefit

Accrued pension plus an additional amount equal to:

An additional supplement of \$200 per month for Lynchburg Hourly and Bettis Hourly participants payable until age 62.

An additional supplement of \$250 payable until age 65 for Barberton Hourly participants retiring on or after November 1, 2000. For Barberton participants retiring on or after May 1, 2005 with 30 or more years of service, the prior supplement is replaced by the following benefit. A monthly supplement payable to age 65 in the following amounts:

Age at Retirement	Monthly Temporary Supplemental Benefit
Under age 60	\$250.00
At least 60 but under age 62	\$300.00
At least 62 but under age 64	\$350.00
Age 64 and older	\$400.00

An additional supplement for Barberton Hourly with at least 30 years of service equal to \$200 per month to age 62 for retirement prior to age 58. If a participant retires at or after age 58, the supplement is paid until the earlier of age 65 or 60 months

An additional supplement of \$250 per month payable until age 65 for Lynchburg Hourly and Bettis Hourly participants retiring on or after January 1, 2002.

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions All Post April 1, 1998 Hires (continued)

Disability retirement

Eligibility

Salaried

Completion of 15 years of service and totally and permanently disabled prior to normal retirement date.

Hourly

Completion of 10 years of service and totally and permanently disabled

Benefit

Salaried

Accrued pension.

Hourly

Accrued pension plus, until the member is eligible for unreduced benefits under the Social Security Act, an additional amount equal to:

An additional supplement of \$250 per month payable until age 65 for Barberton Hourly participants retiring on or after November 1, 2000.

An additional supplement of \$250 per month payable until age 65 for Lynchburg Hourly and Bettis Hourly participants retiring on or after January 1, 2002.

Deferred vested retirement

Eligibility

Completion of 5 years of service. For salaried employees with a frozen accrued benefit as of March 31, 2006, vesting is 100% regardless of years of service.

Benefit

Salaried

Accrued pension deferred to Normal Termination Benefit Commencement Date (normal retirement date) based on final average monthly compensation and credited service as of date of termination. Benefits under this formula were frozen as of December 31, 2015.

Hourly

Accrued pension deferred to age 65 or actuarially reduced pension at age 55 if member had 15 years of service or at age 62 if member had 10 years of service.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions All Post April 1, 1998 Hires (continued)

Death benefit

Eligibility

Salaried

Death in active service after completion of 5 years of service.

Death prior to Normal Retirement Date while receiving a disability pension.

Death after terminating employment with eligibility for a vested, early or normal retirement pension and prior to commencing receipt of benefits.

Hourly

Death in active service after completion of 5 years of service

Death after terminating employment with eligibility for a vested, early or normal retirement pension and prior to commencing receipt of benefits.

Benefit

The amount that would have been payable to the spouse had the member terminated from service on the date of death (if termination had not already occurred), survived to age 65, begun to receive benefits under a 50% joint and survivor annuity, and then died. The benefit to the spouse shall begin on what would have been the member's normal retirement date. However, the spouse may elect to begin receiving reduced benefits as early as the date which would have been the member's early retirement date.

Normal form of benefit

Salaried

Single

Life annuity.

Married

50% joint and survivor annuity (actuarial equivalent of life annuity).

Hourly

Single

Life annuity, except if member dies between ages 65 and 70, remaining monthly payments he would have received had he lived until age 70 are paid (except in case of vested deferred retirement).

Married

Reduced 50% joint and survivor annuity (actuarial equivalent of life annuity). Amounts payable for temporary periods are payable to pensioner only.

Optional forms- available for Salaried participants only

Ten year certain and life annuity.

Reduced 66 2/3% joint and last survivor annuity.

100% joint and survivor annuity.

75% joint and survivor annuity.

Contributions

All contributions to support the Plan are paid by the Company.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions – Marine Mechanical Hourly

Eligibility

All hourly employees of Marine Mechanical Corporation.

Normal retirement

Eligibility

Attainment of age 65.

Benefit

If termination prior to November 1, 2008: \$30 times years of benefit service.

If termination on or after November 1, 2008: \$31 times years of benefit service.

If termination on or after January 1, 2010: \$32 times years of benefit service.

If termination on or after January 1, 2011: \$33 times years of benefit service.

If termination on or after January 1, 2012: \$34 times years of benefit service.

If termination on or after January 1, 2013: \$36 times years of benefit service.

If termination on or after January 1, 2014: \$37 times years of benefit service.

Early retirement

Eligibility

Attainment of age 55 and completion of 10 years of vesting service.

Benefit

The monthly benefit payable at Normal Retirement reduced 5% for each year that benefit commencement precedes age 62.

Supplemental early retirement

Eligibility

Certain employees of the Aircraft Workers Alliance Amalgamated, Inc. who were vested in the TRW-AWA Retirement Plan on October 20, 1986 and completion of 10 years of service.

Benefit

Supplemental benefit from actual retirement age to attainment of age 60, so that Plan benefit and Supplement benefit equal \$1,000 per month, based on normal annuity form.

Supplement benefit from age 60 (or actual retirement age if later) to attainment of age 62, so that Plan benefit plus the Supplement benefit plus the TRW benefit equal \$1,000 per month based on normal annuity form.

The Supplement benefit ceases at attainment of age 62.

Disability benefit

Eligibility

Participant is receiving long-term disability benefits or worker's compensation or on an approved sick leave.

Benefit

The participant continues to accrue vesting and benefit service under the Plan while disabled.

BWXT Retirement Plan

EIN/PN: 72-1172705 / 001

Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions – Marine Mechanical Hourly (continued)

Layoff benefit

Eligibility

Participant on layoff who returns to active employment within 36 months.

Benefit

Participant receives vesting and benefit service for the period of layoff.

Termination benefit

Eligibility

Completion of five years of vesting service.

Benefit

The Normal Retirement benefit payable at age 65 accrued as of date of termination. Benefits commencing after attainment of age 55 and prior to attainment of age 65 are reduced 6.6% for each year benefit commencement precedes age 65.

Preretirement death

Eligibility

Completion of five years of vesting service.

Benefit

The surviving spouse is eligible to receive a benefit commencing on the first day of the month following the later of the date of the Participant's death or the date the Participant would have attained age 55. The amount of the benefit is equal to the accrued benefit as of date of death which would have been payable had the Participant survived to age 65 and retired at that age under the joint and 50% survivor option.

Normal form of benefit

Single

Life annuity.

Married

50% joint and survivor annuity (actuarial equivalent of life annuity)

Optional forms

25% joint and survivor annuity.

50% joint and survivor annuity.

75% joint and survivor annuity.

100% joint and survivor annuity.

Definitions

Year of Service

One month of service is credited for each month in which an employee is credited with one or more hours of service. Credit is given for service with Argo-Tech Corporation prior to December 24, 1990.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions

Summary of Main Plan Provisions – Marine Mechanical Salaried

Eligibility

All full-time, salaried employees of Marine Mechanical Corporation hired before December 31, 2007.

Normal retirement

Eligibility

Attainment of age 65.

Benefit

1.0% of Average Compensation times years of service; plus 0.5% of Average Compensation in excess of Covered Compensation times years of service (maximum 35); minus the December 24, 1990 accrued benefit payable from the Argo-Tech Corporation Salaried Pension Plan. Benefit is not less than \$20 times years of benefit service.

For salaried employees hired on or after January 1, 2003, benefit is accrued as of December 31, 2007 increased each year in the same percentage as increases in the Consumer Price Index, up to a maximum of 8% a year for each year they remain in the employ of the company. The increase in accrued benefit from January 1, 2013 to December 31, 2013 was 1.18%.

Benefits under this formula were frozen as of December 31, 2015.

Early retirement

Eligibility

Attainment of age 55 with completion of five years of service.

Benefit

The monthly benefit payable at normal retirement reduced 5% for each of the first five years and 6.5% for each of the next two years that benefit commencement precedes age 62.

Disability benefit

Eligibility

Participant is receiving employer sponsored short-term or long-term disability benefits, worker's compensation or on an approved sick leave.

Benefit

The participant continues to accrue vesting and benefit service while disabled. Benefits under this formula were frozen as of December 31, 2015.

Termination benefit

Eligibility

Completion of five years of vesting service.

Benefit

The Normal Retirement benefit payable at age 65 accrued as of date of termination. Benefits commencing after attainment of age 55 and prior to attainment of age 65 are reduced 6.67% for each year of the first five years benefit commencement precedes age 65 and 3.33% for each of the next five years. Benefits under this formula were frozen as of December 31, 2015.

BWXT Retirement Plan

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Schedule SB, Part V - Summary of Plan Provisions (continued)

Summary of Main Plan Provisions – Marine Mechanical Salaried (continued)

Preretirement death

Eligibility

Completion of five years of vesting service.

Benefit

The surviving spouse is eligible to receive a benefit commencing on the first day of the month following the later of the date of the Participant's death or the date the Participant would have attained age 55. The amount of the benefit is equal to the accrued benefit as of date of death which would have been payable had the Participant survived to age 65 and retired at that age under the joint and 50% survivor option. Benefits under this formula were frozen as of December 31, 2015.

Normal form of benefit

Single

Life annuity.

Married

50% joint and survivor annuity (actuarial equivalent of life annuity)

Optional forms

25% joint and survivor annuity.

50% joint and survivor annuity.

75% joint and survivor annuity.

100% joint and survivor annuity.

Definitions

Average Compensation

1/12 of average annual compensation over the five consecutive years of the final ten years that produce the highest average. Annual compensation is W-2 compensation increased by qualified deferrals.

Covered Compensation

The average of Social Security Wage Bases over the 35-year period ending with the year in which the employee attains Social Security Retirement Age.

Year of Service

One month of service is credited for each month in which an employee is credited with one or more hours of service. Credit is given for service with Argo-Tech Corporation prior to December 24, 1990 to a maximum of 4 years and 2 months.

Summary of Changes from the January 1, 2015 Valuation

- The following locations had a multiplier increase:

Lynchburg and Bettis Hourly

\$54.00 per month per year of service for terminations on or after January 1, 2016.

BWXT Retirement Plan
EIN/PN: 72-1172705 / 001**Schedule SB, Line 32 - Schedule of Amortization Bases**

Type of Base	Present Value of Remaining Installments as of January 1, 2016	Date Established	Remaining Installments	Shortfall Amortization Installment
Shortfall	\$15,067,042	1/1/2016	7	\$2,489,428

BWXT Retirement Plan

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Schedule SB, Line 24 - Change in Actuarial Assumptions

Expected plan expenses added to the Target Normal Cost changed from \$5,100,000 in 2015 to \$5,700,000 in 2016 to reflect the anticipated increase in the PBGC premiums in 2016.

The assumed marriage assumption rates were updated for the 2016 plan year to reflect actual plan experience.

The non-prescribed assumption changes decreased the Funding Target by approximately \$115,000.