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

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

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.)
- [X] 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:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
RAYTHEON NONBARGAINING RETIREMENT PLAN

1b Three-digit plan number (PN) ▶ 021

1c Effective date of plan 12/18/1997

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)
RAYTHEON COMPANY

870 WINTER STREET
WALTHAM, MA 02451-1449

2b Employer Identification Number (EIN)
95-1778500

2c Plan Sponsor's telephone number
781-522-3000

2d Business code (see instructions)
335900

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.	09/10/2019	KELLY B. LAPPIN
	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

3a Plan administrator's name and address ☐ Same as Plan Sponsor

KELLY B. LAPPIN RAYTHEON COMPANY

870 WINTER STREET
WALTHAM, MA 02451-1449

3b Administrator's EIN: 95-1778500

3c Administrator's telephone number: 781-522-5821

4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:
a Sponsor's name
c Plan Name

4b EIN

4d PN

5 Total number of participants at the beginning of the plan year	**5**	34770
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	**6a(1)**	5606
a(2) Total number of active participants at the end of the plan year	**6a(2)**	4890
b Retired or separated participants receiving benefits	**6b**	14553
c Other retired or separated participants entitled to future benefits	**6c**	10507
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	29950
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	2690
f Total. Add lines **6d** and **6e**.	**6f**	32640
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	
h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
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

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)	☐	0	**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 2018 Form M-1 annual report. If the plan was not required to file the 2018 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

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

▶ **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
RAYTHEON NONBARGAINING RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 021

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
RAYTHEON COMPANY

D Employer Identification Number (EIN)
95-1778500

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2018

2 Assets:

a Market value	**2a**	6738733316
b Actuarial value	**2b**	6391467028

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	17227	3650990735	3650990735
b For terminated vested participants	11937	439275780	439275780
c For active participants	5606	1962749273	2247893281
d Total	34770	6053015788	6338159796

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**	5.43 %
6 Target normal cost	**6**	139463582

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

Date
17-07481

GRACE BARBIERI, F.S.A.
Type or print name of actuary

Most recent enrollment number
617-747-9500

MERCER
Firm name

Telephone number (including area code)

99 HIGH STREET
BOSTON, MA 02110-2320
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 [ ]

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	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of 15.69 %	0	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		577315496
	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 5.64%		32560594
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		609876090
	d Portion of (c) to be added to prefunding balance		319582083
12	Other reductions in balances due to elections or deemed elections		163309408
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	156272675

Part III Funding Percentages

14	Funding target attainment percentage	14	98.37%
15	Adjusted funding target attainment percentage	15	100.84%
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	101.43%
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
04/01/2019	39100000	0	09/03/2019	17000000	0
04/15/2019	4200000	0	01/15/2018	0	303302
05/01/2019	23540000	0	02/15/2018	0	310619
06/03/2019	27740000	0	03/15/2018	0	886548
07/01/2019	27740000	0	04/15/2018	0	307945
08/01/2019	27740000	0	05/15/2018	0	304963
			Totals ► **18(b)**	167060000	**18(c)** 4085337

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**	154915308

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 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)		
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)		
9	Amount remaining (line 7 minus line 8)		
10	Interest on line 9 using prior year's actual return of _____%		
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		
	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 _____%		
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		
	c Total available at beginning of current plan year to add to prefunding balance		
	d Portion of (c) to be added to prefunding balance		
12	Other reductions in balances due to elections or deemed elections		
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)		

Part III Funding Percentages

14	Funding target attainment percentage	14	%
15	Adjusted funding target attainment percentage	15	%
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	%
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
06/15/2018	0	294905	12/15/2018	0	322780
07/15/2018	0	290651			
08/15/2018	0	418252			
09/15/2018	0	268924			
10/15/2018	0	254502			
11/15/2018	0	121946			
			Totals ► **18(b)**		**18(c)**

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**	
	b Contributions made to avoid restrictions adjusted to valuation date	**19b**	
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	**19c**	

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:

1st segment:	2nd segment:	3rd segment:	
3.92%	5.52%	6.29%	☐ N/A, full yield curve used

b Applicable month (enter code) — **21b**: 0

22 Weighted average retirement age — **22**: 61

23 Mortality table(s) (see instructions)

Prior regulation: ☐ Prescribed - combined ☐ Prescribed - separate ☐ Substitute

Current regulation: ☐ 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**	139463582
b Excess assets, if applicable, but not greater than line 31a	**31b**	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	102965443	16809093
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**: 156272675

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement		156272675	156272675

36 Additional cash requirement (line 34 minus line 35)	**36**	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	154915308

38 Present value of excess contributions for current year (see instructions)

a Total (excess, if any, of line 37 over line 36)	**38a**	154915308
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	154915308
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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2018** **This Form is Open to Public Inspection.**

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
RAYTHEON NONBARGAINING RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 021

C Plan sponsor's name as shown on line 2a of Form 5500
RAYTHEON COMPANY

D Employer Identification Number (EIN)
95-1778500

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

CONDUENT INC.

81-2983623

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13 50	NONE	1951149	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

THE BANK OF NEW YORK MELLON

13-5160382

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 50	NONE	461259	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

DELOITTE LLP

13-6044173

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 16 50	NONE	175269	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

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

MERCER

13-2834414

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 50	NONE	150321	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

PRICEWATERHOUSECOOPERS LLP

13-4008324

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	62158	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

PRINCE COMMUNICATIONS

54 LINCOLN AVE.
PORTSMOUTH, NH 03801

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	13062	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
RAYTHEON NONBARGAINING RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 021

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

D Employer Identification Number (EIN)
95-1778500

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

a Name of MTIA, CCT, PSA, or 103-12 IE: RAYTHEON MASTER PENSION TRUST

b Name of sponsor of entity listed in (a): THE BANK OF NEW YORK MELLON

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)
04-3172773-001	M	5531734401

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
RAYTHEON NONBARGAINING RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 021

C Plan sponsor's name as shown on line 2a of Form 5500
RAYTHEON COMPANY

D Employer Identification Number (EIN)
95-1778500

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)	328600000	167060000
(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)	6419151233	5531734401
(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)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(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	6747751233	5698794401
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h	235069	0
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	20377813	0
k	Total liabilities (add all amounts in lines 1g through1j)	1k	20612882	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	6727138351	5698794401

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)	167060000	
	(B) Participants	2a(1)(B)	4085337	
	(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)		171145337
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)		-186224253
(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		-15078916
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	999130021	
(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)		999130021
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)	14135013	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		14135013
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1013265034
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-1028343950
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: PRICEWATERHOUSECOOPERS LLP **(2)** EIN: 13-4008324

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

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 4177697. (See instructions.)

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

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
RAYTHEON NONBARGAINING RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 021

C Plan sponsor's name as shown on line 2a of Form 5500
RAYTHEON COMPANY

D Employer Identification Number (EIN)
95-1778500

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

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): 13-5160382

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** 282

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

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
Stock: 24.0 % Investment-Grade Debt: 28.0 % High-Yield Debt: 1.0 % Real Estate: 6.0 % Other: 41.0 %

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):

Raytheon Non-Bargaining Retirement Plan

Financial Statements
To Accompany 2018 Form 5500
Annual Report of Employee Benefit Plan
Under ERISA of 1974
December 31, 2018 and 2017

Raytheon Non-Bargaining Retirement Plan
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Statements of Changes in Net Assets Available for Benefits for the Years Ended December 31, 2018 and 2017 4

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The supplemental schedules to the Plan's Form 5500 are not required since the Plan's assets are held in a Master Trust. Accordingly, the Plan Administrator must file detailed financial information for the Master Trust, including the supplemental schedules, separately with the Department of Labor.

Report of Independent Auditors

To the Administrator of Raytheon Non-Bargaining Retirement Plan

We have audited the accompanying financial statements of Raytheon Non-Bargaining Retirement Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2018 and December 31, 2017, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the 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.

Auditors' Responsibility

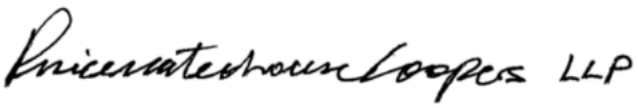
Our responsibility is to express an opinion on the financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, information regarding the Plan's net assets available for benefits as of December 31, 2018 and changes therein for the year then ended and its financial status as of December 31, 2017, and changes therein for the year then ended in accordance with accounting principles generally accepted in the United States of America.



Boston, Massachusetts
September 10, 2019

Raytheon Non-Bargaining Retirement Plan
Statements of Net Assets Available for Benefits
As of December 31, 2018 and 2017

	2018	2017
Assets		
Investments at fair value (Notes 2 and 5)		
Raytheon Master Pension Trust	$ 5,531,734,401	$ 6,419,151,233
Employer contribution receivables	167,060,000	328,600,000
Total assets	5,698,794,401	6,747,751,233
Liabilities		
Accrued administrative expenses	-	235,069
Other Liabilities	-	20,377,813
Total liabilities	-	20,612,882
Net assets available for benefits	$ 5,698,794,401	$ 6,727,138,351

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

Raytheon Non-Bargaining Retirement Plan
Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2018 and 2017

	2018	2017
Additions		
Raytheon Master Pension Trust investment income (Notes 2 and 5)	$ -	$ 886,460,396
Employer contributions	167,060,000	671,590,000
Employee contributions	4,085,337	6,143,400
Total additions	171,145,337	1,564,193,796
Deductions		
Raytheon Master Pension Trust investment loss (Notes 2 and 5)	186,224,253	-
Benefit payments	999,130,021	966,352,957
Administrative expenses	14,135,013	20,994,109
Total deductions	1,199,489,287	987,347,066
Net increase (decrease) in net assets available for benefits	(1,028,343,950)	576,846,730
Net assets available for benefits, beginning of year	6,727,138,351	6,150,291,621
Net assets available for benefits, end of year	$ 5,698,794,401	$6,727,138,351

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

1. Plan Description

The following description of the Raytheon Non-Bargaining Retirement Plan (the “Plan”) is for general information purposes only. Participants should refer to the Summary Plan Description or the Plan Document for a complete description of the Plan’s provisions.

General

The Plan was established on December 18, 1997, to provide retirement benefits to eligible non-collectively bargained employees as part of the Raytheon Company's (the "Company") merger with the defense business of Hughes Electronics (“Hughes”) on December 17, 1997. A proportionate allocation of the liabilities and assets of the preexisting Hughes Non-Bargaining Retirement Plan (the "Hughes Plan") was transferred to the Plan. Effective October 1, 2011, the Raytheon Subsidiary Retirement Plan was merged into and became a part of the Plan. Effective July 1, 2014, the Raytheon Marine Systems Retirement Plan was merged into and became a part of the Plan.

Investments are held in the Raytheon Master Pension Trust ("Master Trust"). The Plan is administered by the Plan Administrator appointed by the Company’s Vice President of Human Resources and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (“ERISA”).

Benefits, Eligibility and Vesting

The Plan is a defined benefit plan covering certain employees of the Company. The Plan provides specified benefits to be paid from the net assets available for benefits. Each employee who was a participant in the Hughes Plan on December 17, 1997, continued as a participant in the Plan with all prior service recognized. Other salaried employees working in a non-collectively bargained unit in the defense business formerly operated by Hughes generally became eligible under this Plan following completion of a year of service. The level of benefits depends upon the status of each participant as a member of a specified legacy benefit structure.

Benefits are based principally upon years of service and compensation. Annual earnings in excess of the limit provided for that year by Section 401(a)(17) of the Internal Revenue Code (“Code”) are not used in determining benefits under the Plan.

Effective January 1, 2007, employees who are either hired or rehired (after the expiration of any salary continuation payments) are not eligible to participate in the Plan. In addition, former employees who are rehired on or after March 1, 2007, and have received or are receiving payment from a Company-sponsored pension plan are not eligible to participate in the Plan.

Non-Contributory Benefit Structure

Most salaried employees of the defense businesses formerly operated by Hughes, who were hired between August 1, 1990 and September 1, 1999, participate in the non-contributory benefit structure of the Plan.

After completing five years of service under the Plan, participants are entitled to monthly pension benefits, beginning at their Social Security retirement date, defined as a percentage of their final average monthly compensation multiplied by their years of service. The non-contributory portion of the Plan provides for normal retirement, early retirement, deferred vested, and death benefits. The standard form of retirement benefit to unmarried participants is a monthly payment beginning the month following retirement and continuing until death. The standard form of benefit to married participants is a reduced monthly payment for the participant’s life and one-half of that payment for the life of the participant’s surviving spouse. Other optional forms of benefits are also available including a 10-year certain and continuous benefit, a 10- or 15-year period certain benefit, and 50%, 75%, and 100% contingent annuity.

Contributory Benefit Structure
Employees hired or rehired by Hughes on or before August 1, 1990, are eligible to participate in the contributory benefit structure of the Plan. Employees who, in 1990, chose to continue participation in the contributory benefit structure, may elect to contribute 3% of their pay to the Plan. Participants are always vested in their contributions and interest earned on the contributions.

After completing five years of service as an employee of Hughes or Raytheon Company, a participant is entitled to monthly pension benefits beginning at their normal retirement date based upon the greatest of three formulas (a career average formula, a minimum benefit formula, and a final average compensation formula). The pension under the contributory benefit may be adjusted annually to reflect changes in the cost of living (maximum annual increase or decrease of 4%). The contributory portion of the Plan provides for normal retirement, early retirement, deferred vested, and death benefits. The early retirement pension is the same as the age 65 pension for a retiree who is at least 55 at termination of employment and whose age plus continuous service (both at termination) total at least 75. The standard form of retirement benefit to unmarried participants is a monthly payment beginning the month following retirement and continuing until death. The standard form of benefit to married participants is a reduced monthly payment for the participant's life and one-half of that payment for the life of the participant's surviving spouse. Other optional forms of benefits are also available including a 5-, 10-, or 15-year certain and continuous benefit, a 5-, 10-, or 15-year period certain benefit, 5-, 10-, or 15-year temporary modified cash refund annuity, and 50%, 66 2/3%, 75%, and 100% contingent annuity, and Social Security level income options.

Benefit Structure for Former Salaried Employees of General Dynamics
Employees who are former salaried employees of General Dynamics whose employment was transferred to Hughes on August 22, 1992, are eligible to participate in the General Dynamics benefit structure of the Plan.

After completing five years of service under the General Dynamics benefit structure, participants are entitled to monthly pension benefits beginning at their normal retirement date based upon the greatest of three formulas (a career average formula, a minimum benefit formula, and a final average compensation formula). The General Dynamics portion of the Plan provides for normal retirement, early retirement, deferred vested, and death benefits. The standard form of retirement benefit to unmarried participants is a monthly payment beginning the month following retirement and continuing until death. The standard form of benefit to married participants is a reduced monthly payment for the participant's life and one-half of that payment for the life of the participant's surviving spouse. Other optional forms of benefits are also available.

Benefit Structure for Participants in the Former Raytheon Subsidiary Retirement Plan
This portion of the Plan provides for normal retirement, early retirement, deferred vested, and death benefits. Vesting occurs after a period of five years of service. The standard form of retirement benefit to unmarried participants is a monthly payment based upon 1% of compensation for each year of benefit accrual service beginning the month following retirement and continuing until death. The standard form of benefit to married participants is a reduced monthly payment for the participant's life and one-half of that payment for the life of the participant's surviving spouse. Other optional forms are also available.

Benefit Structure for Participants in the Former Raytheon Marine Systems Retirement Plan
This portion of the Plan provides for normal retirement, early retirement, deferred vested, disability, and pre-retirement death benefits. All participants with accrued benefits under this benefit structure are currently fully vested. Participants are entitled to monthly pension benefits beginning at age 65 equal to the greatest of (a) the accrued benefit available from the participant's account balance in

the cash balance portion of the Plan, (b) $39 times the years of credited service, or (c) for members of other legacy plans, the benefit under the legacy plan as of that date. In the cash balance portion of the Plan, participants earn pay credits which are determined as a percentage of eligible compensation as defined by the Plan plus a supplemental percentage for such eligible compensation exceeding the Social Security wage base. Both percentages increase with the participant's years of service. An interest credit is applied to the cash balance account based on an interest rate benchmark described in the Plan Document. Participants may elect various optional forms of benefit payment.

Contributions
The Company makes contributions to the Plan to ensure assets are sufficient to pay the benefits of the Plan. Participants in the contributory portion of the Plan, except those on inactive status, are required to contribute to the Plan.

2. Summary of Significant Accounting Policies

Basis of Presentation
The accompanying financial statements are prepared on the accrual basis of accounting.

Investment Valuation and Income Recognition
The Plan's interest in the Master Trust is stated at fair value. Net investment income (loss) from the Master Trust is allocated proportionately on a monthly basis based on the Plan's interest in the Master Trust. See Note 5 for additional information.

Contributions
Employer contributions are funded and recorded as determined by actuarial computation. See Note 4 for additional information. Participants in the contributory portion of the Plan contribute 3% of eligible compensation as defined under the Plan Document.

Benefit Payments
Benefit payments to participants are recorded when paid.

Administrative Expenses
All expenses of the Plan, which primarily consist of professional and administrative fees, are paid by the Plan. Expenses specifically related to the Plan are included in the Statements of Changes in Net Assets Available for Benefits under "Administrative expenses." Additionally, expenses paid directly by the Master Trust, which primarily consist of investment management and performance fees, are allocated proportionally on a monthly basis based on the Plan's interest in the Master Trust and are included in the Statements of Changes in Net Assets Available for Benefits under "Raytheon Master Pension Trust investment income (loss)."

Use of Estimates
The Plan's financial statements have been prepared in conformity with U.S. Generally Accepted Accounting Principles ("GAAP"). This requires the Plan Administrator to make significant estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements, the actuarial present value of accumulated plan benefits as of the benefit information date, the changes in net assets available for benefits during the reporting period, and, when applicable, the disclosures of contingent assets and liabilities at the date of the financial statements. Actual results could differ from the estimates included in the financial statements.

New Accounting Pronouncements

In August 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2018-13, *Fair Value Measurement: Disclosure Framework-Changes to the Disclosure Requirements for Fair Value Measurement ("Topic 820")*, which eliminates the disclosure requirement of the amount of and reasons for transfers between Level 1 and Level 2 of the fair value hierarchy and modifies certain disclosure requirements related to Level 3 recurring and nonrecurring fair value measurements. The new standard is effective for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2019, with early adoption permitted. The adoption of this standard is not expected to have a significant impact on the Plan's financial statements or disclosures.

In February 2017, FASB issued ASU 2017-06, *Plan Accounting: Defined Benefit Pension Plans (Topic 960)*, *Defined Contribution Pension Plans (Topic 962)*, *and Health and Welfare Benefit Plans (Topic 965) - Employee Benefit Plan Master Trust Reporting*. ASU 2017-06 amends the master trust disclosure to require additional disclosures related to the Plan's interest in the Master Trust. This ASU is effective for fiscal years beginning after December 15, 2018, and is required to be applied retrospectively for all comparative periods presented. The adoption of this standard is not expected to have a significant impact on the Plan's financial statements or disclosures.

3. Actuarial Present Value of Accumulated Pension 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 deceased employees, and (c) active employees or their beneficiaries. The level of benefits depends upon the status of each participant as either in the contributory portion or the non-contributory portion or the benefit structure applicable to former salaried employees of General Dynamics of the Plan. Benefits are based principally upon years of service and compensation. Benefits payable under all circumstances (such as retirement, death, disability, and termination of employment) are included to the extent that they are deemed attributable to employee service rendered to the valuation date.

The actuarial present value of accumulated plan benefits is determined by the Company's consulting actuary, Mercer, and is the amount which 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 retirement, death, disability, or withdrawal) between the valuation date and the expected date of payment.

The significant actuarial assumptions used in the valuation as of December 31, 2017 and 2016, are as follows:

Assumed rate of return on investments for accumulated benefits (discount rate)	7.5%
Mortality basis	As of December 31, 2017: Modified version of the RP-2014 employee/retiree no collar tables, which has the projection scale backed off to 2006 and projected future generational mortality improvement based on a modified version of the MP-2014 scale, which reflects a 10-year downgrade period for given ages, but a 15-year downgrade for birth cohorts, and an ultimate improvement rate of 1.20% at age 64 to 0% at age 115. As of December 31, 2016: Modified version of the RP-2014 employee/retiree no collar tables, which has the projection scale backed off to 2007 and projected future generational mortality improvement based on a modified version of the MP-2014 scale, which reflects a 10-year downgrade period and an ultimate improvement rate of 0.75%.
Retirement	Several rates, varying by age from 55 to 70
Post-retirement cost-of-living adjustment	2.25% for contributory participants as of December 31, 2017 2.50% for contributory participants as of December 31, 2016

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.

Assumption Changes

The changes in actuarial assumptions since the prior valuation of the Plan are as follows:

- The Pension Benefit Guaranty Corporation ("PBGC") interest rate basis for conversion to a certain only form of payment and the segmented interest rate basis were changed to reflect the current interest rate environment.
- For conversion to a certain only form of payment, generational mortality improvement was added to the 417(e) unisex mortality table based on the MP-2017 projection scale.
- The projection scale used in the mortality assumption was updated as noted above to better reflect anticipated future experience.
- The assumed rates of inflation, Social Security wage base increases, and cost-of-living adjustments were changed to reflect an update to the long-term view of inflation.
- The form of payment assumption for contributory participants retiring in the 2020-2021 plan years was updated from 20% Single Life and 80% Certain Only to 10% Single Life and 90% Certain Only based on past experience and anticipated future payment elections for these participants.

As of December 31, 2017, the most recent valuation date, the actuarial present value of accumulated plan benefits is as follows:

Vested Benefits	
Participants receiving benefits	$ 3,306,940,964
Participants with deferred benefits	358,281,080
Active participants	1,647,007,650
Total vested benefits	5,312,229,694
Nonvested benefits	258,312,723
Total actuarial present value of accumulated plan benefits	$ 5,570,542,417
Employee contributions with interest as of December 31, 2017 (2.36% interest rate)	$ 250,161,266

The following is an analysis of changes in the present value of accumulated benefits:

Actuarial present value of accumulated plan benefits as of December 31, 2016	$ 5,642,522,368
Benefits accumulated and non-investment (gains) losses	443,267,302
Increase for interest due to decrease in discount period	383,931,089
Benefits paid	(966,352,957)
Change in actuarial assumptions	67,174,615
Actuarial present value of accumulated plan benefits as of December 31, 2017	$ 5,570,542,417

4. Funding Policy

The employer's contributions are actuarially determined to fund the Plan's current normal costs on a current basis and to generally fund the existing unfunded liability related to qualified service prior to the valuation date in accordance with the amortization schedules prescribed by ERISA minimum funding requirements (as amended by the Pension Protection Act of 2006). At the Company's discretion, and to the extent allowable under maximum tax deductibility regulations, contributions above the ERISA minimum funding requirements may be made to the Plan. Contributions for the years ended December 31, 2018 and 2017, met the minimum funding requirements of ERISA.

Participants who choose the option to participate in the contributory portion of the Plan contribute 3% of their eligible compensation as defined under the Plan. Employee contributions are placed into a trust fund. If a participant does not earn a benefit under the Plan, any contributions made to the Plan plus interest, will be returned to the participant or designated beneficiary.

5. Master Trust

Summary Financial Information
The Plan's assets are held in the Master Trust, which was established for the investment of assets of the Plan and several other Company sponsored retirement plans. The assets of the Master Trust are held by the Bank of New York Mellon ("BNY Mellon", the "Trustee"). The Investment Committee, appointed by the Chairman and CEO of the Company, regularly reviews the asset allocation and performance of the investments held in the Master Trust. The investment policy, as approved by the Investment Committee, permits asset diversification to include a combination of cash and cash equivalents, publicly traded U.S. and international equity securities, private equity funds, fixed-income securities, private real estate funds, real assets, and other investments such as commingled funds, insurance contracts and derivatives.

Investment securities are exposed to various risks, such as interest rate, market, currency, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the value of investment securities will occur and such changes could materially affect the amounts reported in the Statements of Net Assets Available for Benefits.

As of December 31, 2018 and 2017, the Plan owned approximately 30% of the fair value of the Master Trust net assets. The following table includes the Statements of Net Assets for the Master Trust as of December 31, 2018 and 2017:

Assets	**2018**	**2017**
Investments at fair market value		
Interest-bearing cash	$ -	$ 800,901
U.S. government bonds	1,918,237,021	1,935,480,527
Corporate debt instruments and other fixed income securities	2,104,115,892	2,114,322,204
Corporate stock - preferred	26,107,723	21,640,432
Corporate stock - common and other equity securities	4,074,896,795	4,476,969,530
Real assets	52,850,112	110,937,221
Purchased options	-	106,386
Commingled funds	6,539,973,639	7,604,527,406
Registered investment companies	1,397,484,799	1,638,357,445
Unallocated insurance contracts	20,044,385	19,338,453
Private equity funds	1,460,825,387	1,439,076,172
Private real estate funds	803,317,080	777,927,792
	18,397,852,833	20,139,484,469
Cash	-	23,583,443
Cash held at broker due to variation margin	18,001,664	5,235,127
Receivable for futures contracts	28,680,067	3,810,129
Foreign cash	20,601,878	13,072,106
Interest and dividends receivable	54,483,623	48,557,334
Receivable for forward foreign currency contracts	23,860	138,249
Receivable for securities sold	75,453,292	62,255,876
Other assets and receivables	108,296,857	55,280,922
	18,703,394,074	20,351,417,655
Liabilities		
Payable for futures contracts	23,030,270	1,259,307
Payable for forward foreign currency contracts	98,613	186,987
Payable for securities purchased	31,050,099	79,042,815
Other payables	9,320,012	10,044,924
	63,498,994	90,534,033
Master Trust net assets	$ 18,639,895,080	$ 20,260,883,622
Plan's interest in Master Trust	$ 5,531,734,401	$ 6,419,151,233

The following table is a summary of the investment earnings and the net appreciation (depreciation) in the fair market value of the Master Trust ("Summary of Investment Earnings") for the years ended December 31, 2018 and 2017:

	2018	2017
Net appreciation (depreciation) in investments at fair market value	$ (899,218,683)	$2,487,111,045
Interest	157,132,927	137,727,456
Dividends	151,878,797	139,312,179
Other income	100,690,779	132,277,963
Total investment income	(489,516,180)	2,896,428,643
Total expenses	208,254,839	192,805,810
Net investment income	$ (697,771,019)	$2,703,622,833
Portion allocated to the Plan	$ (186,224,253)	$ 886,460,396

Fair Value Measurements
The accounting standard for fair value measurements provides a framework for measuring fair value and requires expanded disclosures regarding fair value measurements. Fair value is defined as the price that would be received for an asset or the exit price that would be paid to transfer a liability in the principal or most advantageous market in an orderly transaction between market participants on the measurement date. The accounting standard established a fair value hierarchy which requires an entity to maximize the use of observable inputs, where available. The following summarizes the three levels of inputs required:

Level 1:	Unadjusted quoted prices in active markets for identical assets or liabilities.
Level 2:	Observable inputs, other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs which are observable or have been corroborated by observable market data for substantially the full term of the related assets or liabilities.
Level 3:	Unobservable inputs supported by little or no market activity that are significant to the fair value of the assets or liabilities.

A financial instrument's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. Certain investments that are measured at fair value using the net asset value per share (or its equivalent) as a practical expedient have not been classified in the fair value hierarchy. See valuation policy section for further information.

Changes in Fair Value Levels
The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

For the years ended December 31, 2018 and December 31, 2017, there were no material transfers in or out of Levels 1, 2, or 3.

The following tables summarize the fair value of investment assets and liabilities as of December 31, 2018:

	Fair Value of Investment Assets as of December 31, 2018				
	Total	Level 1	Level 2	Level 3	Not Subject to Leveling [3]
Interest-bearing cash	$ -	$ -	$ -	$ -	$ -
U.S. government bonds	1,918,237,021	1,720,992,904	197,244,117	-	-
Corporate debt instruments and other fixed income securities [1]	2,104,115,892	-	2,104,115,892	-	-
Corporate stock - preferred	26,107,723	26,107,723	-	-	-
Corporate stock - common and other equity securities	4,074,896,795	4,070,529,471	4,367,324	-	-
Real assets [2]	52,850,112	-	-	-	52,850,112
Purchased options	-	-	-	-	-
Commingled funds	6,539,973,639	-	-	-	6,539,973,639
Registered investment companies	1,397,484,799	1,397,484,799	-	-	-
Unallocated insurance contracts	20,044,385	-	-	20,044,385	-
Private equity funds	1,460,825,387	-	-	-	1,460,825,387
Private real estate funds	803,317,080	-	-	-	803,317,080
Receivable for futures contracts	28,680,067	28,680,067	-	-	-
Receivable for forward foreign currency contracts	23,860	-	23,860	-	-
Total assets in fair value hierarchy	$ 18,426,556,760	$ 7,243,794,964	$ 2,305,751,193	$ 20,044,385	$ 8,856,966,218

	Fair Value of Investment Liabilities as of December 31, 2018				
	Total	Level 1	Level 2	Level 3	Not Subject to Leveling
Payable for futures contracts	$ 23,030,270	$ 23,030,270	$ -	$ -	$ -
Payable for forward foreign currency contracts	98,613	-	98,613	-	-
Total liabilities in fair value hierarchy	$ 23,128,883	$ 23,030,270	$ 98,613	$ -	$ -

(1) Corporate debt instruments and other fixed income securities includes $39,586,084 of asset backed securities and $111,582,507 of term loans.
(2) Real asset investments include funds which invest in physical and permanent assets, including infrastructure.
(3) In accordance with Accounting Standards Codification ("ASC") Subtopic 820-10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) as a practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets for the Master Trust.

The following tables summarize the fair value of investment assets and liabilities as of December 31, 2017:

	Fair Value of Investment Assets as of December 31, 2017				
	Total	**Level 1**	**Level 2**	**Level 3**	**Not Subject to Leveling [3]**
Interest-bearing cash	$ 800,901	$ -	$ 800,901	$ -	$ -
U.S. government bonds	1,935,480,527	1,829,081,445	106,399,082	-	-
Corporate debt instruments and other fixed income securities [1]	2,114,322,204	-	2,114,322,204	-	-
Corporate stock - preferred	21,640,432	21,640,432	-	-	-
Corporate stock - common and other equity securities	4,476,969,530	4,475,957,213	1,012,317	-	-
Real assets [2]	110,937,221	89,707,350	-	-	21,229,871
Purchased options	106,386	106,386	-	-	-
Commingled funds	7,604,527,406	-	-	-	7,604,527,406
Registered investment companies	1,638,357,445	1,638,357,445	-	-	-
Unallocated insurance contracts	19,338,453	-	-	19,338,453	-
Private equity funds	1,439,076,172	-	-	-	1,439,076,172
Private real estate funds	777,927,792	-	-	-	777,927,792
Receivable for futures contracts	3,810,129	3,810,129	-	-	-
Receivable for forward foreign currency contracts	138,249	-	138,249	-	-
Total assets in fair value hierarchy	$ 20,143,432,847	$ 8,058,660,400	$ 2,222,672,753	$ 19,338,453	$ 9,842,761,241

	Fair Value of Investment Liabilities as of 12/31/2017				
	Total	**Level 1**	**Level 2**	**Level 3**	**Not Subject to Leveling**
Payable for futures contracts	$ 1,259,307	$ 1,259,307	$ -	$ -	$ -
Payable for forward foreign currency contracts	186,987	-	186,987	-	-
Total liabilities in fair value hierarchy	$ 1,446,294	$ 1,259,307	$ 186,987	$ -	$ -

(1) Corporate debt instruments and other fixed income securities includes $30,701,828 of asset backed securities and $104,437,599 of term loans.

(2) Real asset investments include funds and $89,707,350 of publicly traded master limited partnership securities, all of which invest in physical and permanent assets, including infrastructure.

(3) In accordance with Accounting Standards Codification ("ASC") Subtopic 820-10, certain investments that are measured at fair value using the net asset value per share (or its equivalent) as a practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets for the Master Trust.

Level 3 Investments

Level 3 investments consist mainly of unallocated insurance contracts. Unallocated insurance contracts represent less than 1% of the Master Trust assets and are valued at their contract price which approximates fair value.

A reconciliation of investments with significant unobservable inputs (Level 3) has not been provided as the amounts are immaterial.

The table below summarizes the fair value measurements of the investments in certain entities that are valued using net asset value as the practical expedient as of December 31, 2018.

Category of Investment	Fair Value	Unfunded Commitments	Remaining Life	Redemption Terms	Redemption Restrictions and Terms
Real assets	$ 52,850,112	$ 250,132,993	8-14 years	Not applicable	Not applicable
Commingled funds[1]	6,539,973,639	65,225,795	Not applicable	Ranges from 1-5 days daily, 5-65 days notice monthly, 30-90 days notice quarterly, 60-90 days notice semi-annually, 90 days notice annually, 45-65 days bi-annually, 60-95 days notice only on specified dates	2% of these funds have a lockup provision greater than one year and up to ten years.
Private equity funds	1,460,825,387	1,232,305,773	0-10 years	Not applicable	Not applicable
Private real estate funds	803,317,080	493,264,161	0-11 years	Not applicable	Not applicable

[1]Approximately 18% of Commingled funds were subject to gating provisions as of December 31, 2018.

The table below summarizes the fair value measurements of the investments in certain entities that that are valued using net asset value as the practical expedient as of December 31, 2017.

Category of Investment	Fair Value	Unfunded Commitments	Remaining Life	Redemption Terms	Redemption Restrictions and Terms
Real assets	$ 21,229,871	$ 105,266,899	12 - 15 years	Not applicable	Not applicable
Commingled funds[1]	7,604,527,406	147,943,424	Not applicable	Ranges from one day daily, 5-65 days notice monthly, 30-90 days notice quarterly, 90 days notice semi-annually, 90 days notice annually, 45 days bi-annually, 60-95 days notice only on specified	7% of these funds have a lockup provision greater than one year and up to ten years.
Private equity funds	1,439,076,172	1,192,117,506	0 - 11 years	Not applicable	Not applicable
Private real estate funds	777,927,792	424,064,830	0 - 10 years	Not applicable	Not applicable

[1]Approximately 19% of Commingled funds were subject to gating provisions as of December 31, 2017.

Valuation Policy

The Plan's interest in the Master Trust is stated at fair value. The Trustee values Master Trust investments as follows:

Cash and cash equivalents, are valued at amortized cost, which approximates fair value.

Investments in equity securities (common and preferred) and equity securities sold short, if any, are valued at the exchange traded closing price if available.

Investments in fixed income securities (U.S. Government, domestic and foreign bonds, asset backed securities, and term loans) are valued by a pricing service which determines valuations for normal institutional-size trading units of such securities using methods based upon market transactions for comparable securities and various relationships between securities which are generally recognized by institutional traders, or at fair value as determined in good faith by the Trustee of the Master Trust and management.

Investments denominated in foreign currencies are translated into U.S. Dollars using the last reported exchange rate.

Investments in registered investment companies are valued at their last reported net asset value.

Investments in commingled funds, private equity funds, private real estate funds, and real asset funds are estimated at fair market value, which primarily utilizes net asset values reported by the investment manager or fund administrator. Management reviews additional valuation and pricing information from fund managers, including audited financial statements, to evaluate the net asset values.

Unallocated insurance contracts are valued at their contract price which approximates fair value.

Securities and other assets for which market quotations are not readily available or for which the above valuation procedures are deemed not to reflect fair value are valued in a manner that is intended to reflect their fair value.

Valuation policies for derivative investments are disclosed in the Derivatives Policy paragraph.

Investment Income (Loss)
The Trustee maintains separate records of each plan's proportionate share in the Master Trust's investment accounts. The Plan's share of investment income (loss) and net appreciation (depreciation) in the fair value of investments of the Master Trust is included in the Statements of Changes in Net Assets Available for Benefits as Raytheon Master Pension Trust investment income (loss). The net appreciation (depreciation) in the fair value of investments consists of the realized gains (losses) and the change in unrealized appreciation (depreciation) on those investments.

Under the Master Trust Agreement, each plan's assets are jointly invested. The Plan uses the unit participation method to calculate the Plan's interest in the Master Trust. Under this method, contributions made to and benefits paid from the Master Trust result in increases or decreases in units of participation. All Master Trust income or loss results in a change in unit value.

Dividends are recorded on the ex-dividend date and interest income is accrued as earned. All security transactions are recorded on the trade date. Premiums and discounts on debt securities are amortized to maturity. Gains or losses on sales of securities are based on average cost.

Derivatives Policy
The Master Trust enters into contractual arrangements classified as derivatives in carrying out its investment strategy, principally to: (1) hedge a portion of the Master Trust's portfolio against exposure to certain risks, (2) gain exposure to a market more rapidly or less expensively than could be accomplished through the use of the cash markets, and (3) increase investment returns by reducing the cost of structuring the portfolio or capturing value disparities between financial instruments. The Master Trust may utilize both exchange traded derivatives such as equity and fixed income futures and option contracts and over-the-counter ("OTC") derivatives such as forward contracts and swaps. Select major financial institutions are used in derivatives transactions. When engaging in OTC derivatives and forward foreign currency exchange contracts ("forward currency contracts"), there is exposure to credit loss in the event of nonperformance by the counterparties to these transactions. As needed for material exposures, the Master Trust manages these exposures through credit approvals, limits, monitoring procedures, and, to the extent possible, by restricting the period over which unpaid balances are allowed to accumulate. The Master Trust does not anticipate nonperformance by counterparties to these contracts.

The following tables present the values of derivatives (not accounted for as hedging instruments) carried on the Statement of Net Assets for the Master Trust and Summary of Investment Earnings as of and for the year ended December 31, 2018:

Effect of Derivative Instruments on the Statement of Net Assets for the Master Trust:

Assets	Credit	Equity	Foreign Exchange	Total
Options	$ -		$ -	-
Futures contracts	28,680,067	-	-	28,680,067
Forward currency contracts	-	-	23,860	23,860
	$ 28,680,067	$ -	$ 23,860	$ 28,703,927
Liabilities				
Futures contracts	$ 9,975,679	$ 13,054,591	$ -	$ 23,030,270
Forward currency contracts	-	-	98,613	98,613
	$ 9,975,679	$ 13,054,591	$ 98,613	$ 23,128,883

Effect of Derivative Instruments on the Summary of Investment Earnings:

	Net Appreciation/ (Depreciation)	Average Number of Contracts*
Options	$ (373,713)	225
Futures contracts	(22,273,344)	9,635
Forward currency contracts	(1,812,719)	80
	$ (24,459,776)	9,940

* Number of contracts represents volume of derivative activity and is based on a quarterly average.

The following tables present the values of derivatives (not accounted for as hedging instruments) carried on the Statement of Net Assets for the Master Trust and Summary of Investment Earnings as of and for the year ended December 31, 2017:

Effect of Derivative Instruments on the Statement of Net Assets for the Master Trust:

Assets	Credit	Equity	Foreign Exchange	Total
Options	$ -	$ 106,386	$ -	$ 106,386
Futures contracts	1,430,467	2,379,662	-	3,810,129
Forward currency contracts	-	-	138,249	138,249
	$ 1,430,467	$ 2,486,048	$ 138,249	$ 4,054,764
Liabilities				
Futures contracts	$ 1,259,307	$ -	$ -	$ 1,259,307
Forward currency contracts	-	-	186,987	186,987
	$ 1,259,307	$ -	$ 186,987	$ 1,446,294

Effect of Derivative Instruments on the Summary of Investment Earnings:

	Net Appreciation/ (Depreciation)	Average Number of Contracts*
Options	$ (3,788,750)	170
Futures contracts	44,887,913	5,980
Forward currency contracts	(2,345,240)	130
	$ 38,753,923	6,280

* Number of contracts represents volume of derivative activity and is based on a quarterly average.

The following is a summary of the significant accounting policies associated with the Master Trust's use of derivatives:

Forward Currency Contracts
A forward currency contract is a commitment to purchase or sell a foreign currency at a future settlement date and at a negotiated rate.

Forward currency contracts are utilized to hedge a portion of the currency exposure that results from the Master Trust's holdings of equity and fixed income securities denominated in foreign currencies.

Forward currency contracts are marked-to-market at the prevailing forward exchange rate of the underlying currencies, and the difference between contract value and market value is recorded as unrealized appreciation (depreciation) on the Statement of Net Assets for the Master Trust. When the forward exchange contract is settled, the Master Trust transfers the unrealized appreciation (depreciation) to a realized gain (loss) equal to the change in the value of the forward exchange contract when it was entered into and the value at the time it was settled or offset. Sales and purchases of forward currency contracts having the same settlement date and broker are offset, and any gain (loss) is realized on the date of offset.

Certain risks may arise upon entering into a forward currency contract from the potential inability of counterparties to meet the terms of their contracts. Additionally, when utilizing forward currency contracts to hedge, the Master Trust gives up the opportunity to profit from favorable exchange rate movements during the term of the contract.

As of December 31, 2018 and 2017, the total aggregate face value of open forward currency contracts in the Master Trust was ($12,243,177) and $2,802,732, respectively.

Futures Contracts
A futures contract is a contractual agreement to make or take delivery of a standardized quantity of a specified grade or type of commodity or financial instrument at a specified future date in accordance with terms specified by a regulated futures exchange.

The Master Trust may use equity index, fixed income, interest rate, and commodities futures contracts to manage exposure to the market. Buying futures contracts increases the Master Trust's exposure to the underlying instrument. Selling futures contracts decreases the Master Trust's exposure to the underlying instrument held or hedges the fair value of other investments held in the Master Trust.

Futures contracts are valued at the last settlement price at the end of each day on the exchange upon which they are traded. Upon entering into a futures contract, the Master Trust is required to deposit either in cash or securities an amount equal to a certain percentage of the nominal value of the contract ("initial margin"). Pursuant to the futures contract, the Master Trust agrees to receive from, or pay to, the broker an amount of cash equal to the daily fluctuation in the value of the futures contract. The accumulated balance of such receipts or payments is recorded within Cash held at broker due to variation margin on the Statement of Net Assets for the Master Trust. The Master Trust will also record an unrealized gain or loss on futures contracts, which is calculated as the difference between the notional cost and the notional market value of open futures contracts.

Futures contracts involve, to varying degrees, credit and market risks. The Master Trust enters into futures contracts on exchanges where the exchange acts as the counterparty to the transaction. Thus, credit risk on such transactions is limited to the failure of the exchange. The daily settlement on the futures contracts serves to greatly reduce credit risk. Losses in value may arise from

changes in the value of the underlying instrument or if there is an illiquid secondary market for the contracts. In addition, there is the risk that the change in the value of the futures contract may not correlate exactly with the change in value of the securities hedged.

At December 31, 2018, U.S. Government Bonds with a par value of $21,064,000 (fair value of $21,283,081) were pledged as collateral for open futures contracts. These bonds are restricted from trading until the futures contracts for which they are pledged as collateral are settled. A cash balance of $18,001,664 was pledged to cover margin requirements for open futures contracts.

At December 31, 2017, U.S. Government Bonds with a par value of $9,925,000 (fair value of $9,928,222) were pledged as collateral for open futures contracts. These bonds are restricted from trading until the futures contracts for which they are pledged as collateral are settled. A cash balance of $5,235,127 was pledged to cover margin requirements for open futures contracts.

A summary of the open futures contracts as of December 31, 2018 are presented below:

	Long Contracts		Short Contracts	
	Number of Contracts	Aggregate Face Value	Number of Contracts	Aggregate Face Value
Fixed income	4,533	676,507,781	3,053	386,031,734
Equity index	2,198	275,321,480	-	-
Interest rate	360	105,892,423	139	33,882,988
	7,091	$ 1,057,721,684	3,192	$ 419,914,722

A summary of the open futures contracts as of December 31, 2017 are presented below:

	Long Contracts		Short Contracts	
	Number of Contracts	Aggregate Face Value	Number of Contracts	Aggregate Face Value
Fixed income	3,130	$ 467,364,617	2,531	$ 334,260,391
Equity index	1,398	187,052,400	-	-
Interest rate	204	50,018,250	-	-
	4,732	$ 704,435,267	2,531	$ 334,260,391

Option Contracts

The Master Trust may invest in option contracts. An option contract is a contract in which the writer of the option contract grants the buyer of the option contract the right to purchase from ("call option"), or sell to ("put option"), the writer a designated instrument at a specified price within a specified period of time. Certain option contracts, including option contracts on indices, will require cash settlement by the Master Trust if the option contract is exercised. The Master Trust may enter into put or call option contracts in order to hedge against potential adverse price movements in the value of the portfolio assets, as a temporary substitute for selling selected investments, to lock in the purchase price of a security or currency that it expects to purchase in the near future, as a temporary substitute for the purchase of selected investments, and/or to enhance potential gain.

When the Master Trust purchases or writes an option contract, an amount equal to the premium paid or received by the Master Trust is recorded as an asset or liability and is subsequently

adjusted to the current market value of the option contract purchased or written. Option contracts purchased or written are valued at the last sale price or, in the absence of a sale, the mean between the closing bid and ask prices or at the most recent ask price (bid for purchased option contracts) if no bid and ask price are available. OTC purchased or written option contracts are valued using dealer supplied quotations. Gain and loss is recognized when the option contract expires or is settled.

If the Master Trust writes a covered call option contract, the Master Trust foregoes, in exchange for the premium, the opportunity to profit during the option contract period from an increase in the value of the underlying security above the exercise price. If the Master Trust writes a put option contract, it accepts the risk of a decline in the value of the underlying security below the exercise price. OTC option contracts have a risk of the potential inability of counterparties to meet the terms of their contracts. The Master Trust's maximum exposure to purchased option contracts is limited to the premium initially paid. In addition, certain risks may arise upon entering into option contracts and a change in value of the option contract may not correlate exactly with changes in the value of the underlying security.

As of December 31, 2018, the Master Trust was not invested in any option contracts.

As of December 31, 2017, the Master Trust had open purchased equity index option contracts with total fair value of $106,386 (390 contracts) included within Investments at fair market value on the Statement of Net Assets for the Master Trust. The premiums paid on open contracts as of December 31, 2017 were $1,198,096.

6. Termination Policies

The Company has not expressed any intent to terminate the Plan or discontinue its contributions. However, in the event the Plan is discontinued:

(a) The assets comprising the Plan, including the net income (loss) of the Plan, shall be revalued at market by the Trustee.

(b) The Plan provides that the net assets of the Plan shall be allocated among the participants and beneficiaries of the Plan in the order provided by ERISA.

(c) To the extent unfunded vested benefits exist, ERISA provides that such benefits are payable by the PBGC to participants, up to specified limitations, as described in ERISA.

Whether all participants receive their full or partial 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 for accumulated plan benefit obligations, and may also depend on the financial condition of the plan sponsor and the level of benefits guaranteed by the PBGC.

The Company may terminate the Plan in whole or in part at any time. This summary of termination priorities is provided for general information purposes only. Participants should refer to the Plan Document for more information.

7. Certain Transactions Involving Related Parties and Parties-in-Interest

BNY Mellon, as the Trustee and Custodian of the Plan, incurs expenses in connection with these services to the Plan and Master Trust, and is therefore a party-in-interest with respect to the Plan. Certain investments within the Master Trust were advised by or affiliated with BNY Mellon. The

Plan Sponsor, Raytheon Company, is a party-in-interest with respect to the Plan and incurs expenses in connection with the administration of the Plan and the Master Trust.

The following table is a summary of expenses paid to parties-in-interest for the years ended December 31, 2018 and 2017:

	Year Ended 2018	Year Ended 2017
Expenses specifically related to the Plan	$ 237,869	$ 556,164
Plan's allocation of expenses paid directly by the Master Trust	1,598,632	2,115,321

The following table is a summary of accrued expenses that have not yet been paid as of December 31, 2018 and 2017:

	As of December 31, 2018	As of December 31, 2017
Accrued expenses (included in "Accrued administrative expenses" and "Other liabilities")	$ -	$ 625,670

All of these transactions either fall outside the scope of or are exempt from ERISA's prohibited transaction rules.

8. Tax Status

The Internal Revenue Service (the "IRS") has determined and informed the Company by letter dated May 1, 2012, that the design of the Plan meets the requirements for qualification under Code section 401(a), on which the tax exemption of the Trust under Code section 501(a) is based. The Plan has been amended since receiving the determination letter. The Plan Administrator and the Company's benefits counsel believe that the current design and operation of the Plan are consistent with continued qualification of the Plan and exemption of the Trust in the context of applicable IRS procedures. The Company, on behalf of the Plan, applied for a new determination letter on January 29, 2016.

The Plan adopted the provisions of uncertain tax positions that provide criteria for the recognition, measurement, presentation and disclosure of uncertain tax positions. The Plan may from time to time hold investments that give rise to certain tax liabilities. Based upon management's assessment, the Plan has not recognized any tax liabilities at December 31, 2018 and 2017. The Plan is subject to examinations by taxing jurisdictions; however there are currently no audits for any tax period in progress. The Plan Administrator believes the Plan is no longer subject to federal tax examinations for years prior to 2015.

9. Risks and Uncertainties

The Plan financial statements are based on the application of GAAP, which require the Plan to make estimates and assumptions about future events that affect the amounts reported in financial statements and the accompanying notes.

Contributions to the Plan are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, employee compensation, and demographics. Due to the changing nature of these assumptions, it is at least reasonably possible that changes in these assumptions will occur in the near term and, due to the uncertainties inherent in setting assumptions, that the effect of such changes could be material to

the financial statements. The investments of the Plan, which are held in the Master Trust, are exposed to various risks, such as interest rate, market, and credit risks. See Note 5 for additional information with respect to investment risk.

10. Subsequent Events

The Plan has evaluated subsequent events and transactions subsequent to December 31, 2018 through the date the Plan's financial statements were available to be issued, September 10, 2019.

On June 9, 2019, Raytheon Company and United Technologies Corporation (UTC) entered into an agreement to combine in an all-stock merger of equals. The merger is expected to close in the first half of 2020, following completion by UTC of the previously announced separation of its Otis and Carrier commercial businesses, and subject to customary requirements including shareholder and regulatory approval. Upon the closing of the merger transaction, the combined company will be named Raytheon Technologies Corporation.

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
Under 25											
25–29											
30–34											
35–39		1	1	7	26						35
					109,227						
40–44	1	1	2	19	401	46					470
					134,900	153,334					
45–49		3	3	29	314	215	28				592
				120,396	135,195	150,949	152,361				
50–54	8	7	13	61	321	344	395	88	3		1,240
				123,787	136,154	148,403	159,643	145,204			
55–59	18	16	17	77	369	544	485	222	40	2	1,790
				135,476	135,988	137,931	152,516	155,869	167,199		
60–64	11	24	18	57	211	319	244	124	88	2	1,098
		76,641		128,418	128,724	130,779	136,741	137,940	145,464		
65–69	12	9	4	17	49	82	49	25	28	10	285
					131,027	133,308	139,019	137,940	118,637		
70 & up	7	4	2	4	8	30	17	12	7	5	96
						135,110					
Total	57	65	60	271	1,699	1,580	1,218	471	166	19	5,606

In each cell, the top number is the count of active and transferred participants for each age/service combination and the bottom number is average pay for 2017 limited to $270,000. Average pay is not shown for cells with fewer than 20 participants.

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

ACTUARIAL ASSUMPTIONS FOR JANUARY 1, 2018 FUNDING VALUATION

DISCOUNT RATE SPONSOR ELECTIONS			
• Segment rates or full yield curve	Segment		
• Look-back months	0		
	Stabilized	**Nonstabilized**	
• First 5 years	3.92%	1.81%	
• Next 15 years	5.52%	3.68%	
• Over 20 years	6.29%	4.53%	
Mortality sponsor elections			
• Healthy participants	Section 430(h)(3) prescribed separate static annuitant and nonannuitant mortality tables. These tables are based on the IRS-defined 2006 Base Tables with mortality improvement based on the IRS methodology and projection scale MP-2016.		
• Disabled participants	Same as healthy.		
Cash balance plans			
• Interest accumulation rate	2.00% per year for PRA participants only Rationale: Based on the assumed long-term one-year treasury rates periodically published by Mercer Investment Consulting's *Capital Market Outlook.*		
• Annuity conversion			
– Nonbargaining/PRA			
– Mortality table	1983 Group Annuity Mortality Table		
– Interest rate basis	5.00%		
– Marine			
– Mortality table	Section 417(e) mortality table for valuation year		
– Interest rate basis	Segmented interest rates of 1.93% for 5 years, 3.57% for the next 15 years and 4.36% thereafter for 2018; 2.50% for 5 years, 3.75% for the next 15 years and 4.50% thereafter for 2019; 3.25% for 5 years, 4.00% for the next 15 years and 4.50% thereafter for 2020; 3.75% for 5 years, 4.25% for the next 15 years, 4.50% thereafter for 2021; 4.50% for 5 years, 4.50% for the next 15 years and 4.50% thereafter for 2022 and beyond.		

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

<table>
<tr><th>Other economic assumptions</th><th></th></tr>
<tr><td>• Pensionable Earnings</td><td><u>Base Pay</u>
The Base Pay portion of total pensionable earnings is assumed to increase at the following rates:
<table><tr><th>Attained Age</th><th>Salary Increases</th></tr><tr><td>20</td><td>6.68%</td></tr><tr><td>25</td><td>6.55</td></tr><tr><td>30</td><td>5.99</td></tr><tr><td>35</td><td>5.08</td></tr><tr><td>40</td><td>4.45</td></tr><tr><td>45</td><td>3.94</td></tr><tr><td>50</td><td>3.62</td></tr><tr><td>55</td><td>3.34</td></tr><tr><td>60</td><td>3.16</td></tr><tr><td>65</td><td>2.94</td></tr><tr><td>70</td><td>2.94</td></tr></table>
<u>Incentive Pay</u>
The Incentive Pay portion of total pensionable earnings is assumed to increase at the same rates as shown above. The new bonus structure effective for bonuses paid in 2019 is expected to be 120.33% of the target bonus under the current structure. Based on the bonus paid in 2017 being 106% of target, in addition to the rates shown above, the 2019 projected bonus in this valuation is adjusted to be 13.5% higher.

Rationale: Based on past experience and current plan membership, and adjusted to reflect management’s expectation of future wage increases.</td></tr>
<tr><td>• Social Security wage base</td><td>3.50% per year for Raytheon Nonbargaining Retirement Plan and PRA participants only.
Rationale: Reflects long-term view of inflation and the average real wage increases for the U.S. economy as a whole.</td></tr>
<tr><td>• Inflation</td><td>2.50% per year for Raytheon Nonbargaining Retirement Plan and PRA participants only.
Rationale: Based on the inflation assumption periodically published by Mercer Investment Consulting in their Capital Markets Outlook.</td></tr>
<tr><td>• Cost-of-living adjustment (post-retirement)</td><td>2.25% per year for Raytheon Nonbargaining Retirement Plan
Rationale: The retiree cost-of-living adjustment is assumed to average 2.25% due to the fact that there is a 4% cap that is applied annually to the cost-of-living adjustment. The 25bp spread represents the expected impact of the 4% annual cap in the context of the 2.5% long-term inflation assumption.</td></tr>
</table>

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

• Expected investment return	The expected investment return is 7.50% per year but not greater than the third segment rate in effect for each year Rationale: The expected long-term return on assets assumption was developed based on the plan's current target investment allocation and a building block approach, which looked at the weighted average expected return for each asset class based on long-term capital market assumptions. The expected return for each asset class in composed of inflation plus a risk free rate of return, plus an expected risk premium for each asset class. The resulting return was then adjusted for administrative, investment management and trading expenses as well as recognition of alpha for active management.
• Expenses	$24,500,000 (added to current year target normal cost) Rationale: Based on an estimate of administrative expenses expected to be incurred in the current plan year.
• Actuarial equivalence for conversion to certain only forms of payment	The basis for valuation is based on whichever of the following bases that yields a greater lump sum value: • PBGC interest rates of 0.75% for plan year 2018, 1.25% for 2019, 1.75% for 2020, 2.25% for plan year 2021, and 2.75% thereafter and 1971 GAM Table (blended 80% males, 20% females) or • Segmented interest rates of 1.93% for 5 years, 3.57% for the next 15 years and 4.36% thereafter for 2018; 2.50% for 5 years, 3.75% for the next 15 years and 4.50% thereafter for 2019; 3.25% for 5 years, 4.00% for the next 15 years and 4.50% thereafter for 2020; 3.75% for 5 years, 4.25% for the next 15 years, 4.50% thereafter for 2021; 4.50% for 5 years, 4.50% for the next 15 years and 4.50% thereafter for 2022 and beyond. Mortality is based on current year 417(e) unisex mortality projected generationally based on the MP-2017 projection scale. Rationale (PBGC interest rates): Based on long-term historical trends in the PBGC rate which suggests a range of 40 to 200 basis points below the long government bond. The assumption for long government bond is periodically published by Mercer Investment Consulting's Capital Markets Outlook. Rationale (Segmented interest rates): Based on a long-term view of the three segment rates extrapolated by bootstrapping the forward rates from the current year's PPA full yield curve. The MP-2017 projection scale was selected to be consistent with IRS guidance regarding the development of the mandated lump sum mortality tables.
• Interest accumulation on employee contributions	5.00% per year for Raytheon Nonbargaining Retirement Plan participants only.

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

DEMOGRAPHIC ASSUMPTIONS

- Withdrawal

See tables of sample rates for 3 distinct groups of employees.

Rationale: Based on review of experience undertaken from 2012 to 2015 using data from 2012 – 2016 and the expectation that future withdrawal patterns and circumstances of the employer will not differ significantly from the period studied.

- Disability incidence

See table of sample rates: 1985 Pension Disability Mortality tables for Class 1 Occupations for males and females (PRA participants only)

Rationale: These assumptions are based on the benefit structure under the plan and the actuary's experience with similar plans. Annual review of the experience has shown that these assumptions provide similar results to the actual experience under the plan.

- Retirement age

	Percentage				
	Raytheon Nonbargaining Retirement Plan				
Attained age	Basic	Rule of 75 or Rule of 85	Former Hughes Personal Retirement Account Plant	Raytheon Subsidiary Retirement Plan	Marine Systems Retirement Plan
55	6.00%	40.00%	3.00%	6.26%	10.00%
56	6.00	20.00	3.00	5.81	10.00
57	7.00	20.00	3.00	5.37	10.00
58	8.00	20.00	3.00	5.67	10.00
59	9.00	20.00	3.00	5.99	15.00
60	11.00	20.00	3.00	7.69	15.00
61	12.00	20.00	3.00	13.90	15.00
62	20.00	20.00	20.00	22.51	15.00
63	20.00	20.00	10.00	29.69	20.00
64	20.00	35.00	10.00	42.96	20.00
65	30.00	25.00	100.00	67.76	30.00
66	30.00	25.00	100.00	48.66	30.00
67	30.00	25.00	100.00	44.99	30.00
68	30.00	25.00	100.00	63.96	30.00
69	30.00	25.00	100.00	99.99	30.00
70 and above	100.00	100.00	100.00	100.00	100.00

Rationale: Based on review of experience undertaken from 2012 to 2015 using data from 2012 – 2016 and the expectation that future withdrawal patterns and circumstances of the employer will not differ significantly from the period studied.

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

• Benefit commencement age for Former Hughes Personal Retirement Account, Subsidiary and Marine					
– Future vested deferred	65				
– Current vested deferred	65				
• Benefit commencement age for Nonbargaining					
– Future vested deferred	64				
– Current Rule of 75 eligible contributory vested deferred	59				
– Current contributory vested deferred	64				
– Current vested deferred retirement eligible at termination	62				
– Current non-contributory vested deferred	64				
• Spouse assumptions	**Male participants**		**Female participants**		
– Percentage married	85%		75%		
– Spouse age difference	3 years younger		3 years older		
Form of payment — Nonbargaining participants	**Single life**	**5-year Certain only**	**10-year Certain only**	**50% J&S**	**100% J&S**
• Active retirements (contributory for 2018-2021 plan year)	10%	90%	N/A	N/A	N/A
• Active retirements (contributory thereafter)	20%	80%	N/A	N/A	N/A
• Active retirements (noncontributory)	50%	N/A	50%	N/A	N/A
• Future vested deferred	100%	N/A	N/A	N/A	N/A
• Future deaths pre-retirement eligibility	N/A	N/A	N/A	100%	N/A
• Future deaths post-retirement eligibility	N/A	N/A	N/A	N/A	100%
• Current Noncontributing vested deferred	100%	N/A	N/A	N/A	N/A
• Current Contributing vested deferred	N/A	100%	N/A	N/A	N/A
PRA participants	100%	N/A	N/A	N/A	N/A
Subsidiary participants	100%	N/A	N/A	N/A	N/A

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

Marine participants	
• Active retirements	Assumed to elect payment in the form of a single life temporary annuity with lump sum at age 62
• Future deaths	100% Lump sum
Terminated vested participants over age 65	It is assumed that 40% of participants with deferred benefits over age 65 will be located and will commence benefits.
Unpredictable contingent event assumptions	Not applicable.

Table of Sample Rates

ATTAINED AGE	RAYTHEON NONBARGAINING RETIREMENT PLAN			
	CONTRIBUTORY WITHDRAWAL		NON-CONTRIBUTORY WITHDRAWAL	
	MALE	FEMALE	MALE	FEMALE
20	11.90%	23.50%	11.90%	23.50%
25	9.50%	17.20%	9.50%	17.20%
30	7.10%	11.90%	3.00%	3.00%
35	5.40%	7.70%	3.00%	3.00%
40	3.70%	4.90%	3.00%	3.00%
45	2.30%	2.90%	3.00%	3.00%
50	1.50%	1.50%	3.00%	3.00%
55	0.90%	0.90%	0.00%	0.00%
60	0.00%	0.00%	0.00%	0.00%
65	0.00%	0.00%	0.00%	0.00%
70	0.00%	0.00%	0.00%	0.00%

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

ATTAINED AGE	FORMER HUGHES PERSONAL RETIREMENT ACCOUNT PLAN		
		DISABILITY INCIDENCE	
	WITHDRAWAL	MALE	FEMALE
20	21.50%	0.03%	0.03%
25	16.50%	0.04%	0.05%
30	10.40%	0.05%	0.08%
35	8.10%	0.07%	0.14%
40	6.30%	0.12%	0.21%
45	5.20%	0.20%	0.32%
50	3.90%	0.36%	0.53%
55	2.20%	0.72%	0.95%
60	0.00%	1.26%	1.16%
65	0.00%	1.75%	1.36%
70	0.00%	0.00%	0.00%

ATTAINED AGE	RAYTHEON SUBSIDIARY RETIREMENT PLAN
	WITHDRAWAL
20	7.15%
25	5.00%
30	3.90%
35	3.20%
40	2.65%
45	2.10%
50	0.90%
55	0.40%
60	0.10%
65	0.00%
70	0.00%

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

ATTAINED AGE	MARINE SYSTEM RETIREMENT PLAN WITHDRAWAL
20	10.16%
25	8.46%
30	6.75%
35	5.04%
40	4.14%
45	3.24%
50	1.62%
55	0.00%
60	0.00%
65	0.00%

As further allowance for heavy turnover in the early years of employment, the following additional turnover is based on years of service.

SERVICE	PERCENT TERMINATING
1	15.0%
2	11.0%
3	7.0%
4	5.0%
5	3.0%

ACTUARIAL METHODS FOR FUNDING

Asset Methods

The asset valuation method is an average of the adjusted market value for each year during the last 24 months preceding the valuation date. The adjusted market value is the market value at each determination date adjusted to the valuation date based on actual cash flows and expected interest at the lesser of the expected rate of return and the third segment rate. This amount is adjusted to be no greater than 110% and no less than 90% of the fair market value, as defined in IRC Section 430.

A characteristic of this asset method is that, over time, it is slightly more likely to produce an actuarial value of assets that is less than the market value of assets than an actuarial value that is greater than the market value.

Participant Methods

Participants or former participants are included or excluded from the valuation as described below:

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

- **Participants included:** Conduent, Inc. provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.

- **Participants excluded:** No actuarial liability is included for nonvested participants who terminated prior to the valuation date. In addition, for retirees who have elected a contingent annuitant form of payment and for whom no beneficiary data was provided, one-third of future beneficiaries are assumed to die prior to receiving benefits.

- **Insurance contracts**: The plan does not have any insurance contracts.

Minimum Funding Methods

The funding target for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- The plan's valuation date is the beginning of the plan year.

- An individual's **funding target** is the present value of future benefits based on credited service and average pay as of the beginning of the plan year, and an individual's **target normal cost** is the present value of the benefit expected to accrue in the plan year. If multiple decrements are used, the funding target and the target normal cost for an individual are the sum of the component funding targets and target normal costs associated with the various anticipated separation dates.

- The plan's **target normal cost** is the sum of the individual target normal costs, and the plan's **funding target** is the sum of the individual funding targets for all participants under the plan.

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

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

▶ **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
RAYTHEON NONBARGAINING RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 021

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
RAYTHEON COMPANY

D Employer Identification Number (EIN)
95-1778500

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2018

2 Assets:

a Market value	**2a**	6,738,733,316
b Actuarial value	**2b**	6,391,467,028

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	17,227	3,650,990,735	3,650,990,735
b For terminated vested participants	11,937	439,275,780	439,275,780
c For active participants	5,606	1,962,749,273	2,247,893,281
d Total	34,770	6,053,015,788	6,338,159,796

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**	5.43%
6 Target normal cost	**6**	139,463,582

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 GRACE BARBIERI GB — SEPTEMBER 5, 2019

Signature of actuary — Date

GRACE BARBIERI, F.S.A. — 1707481

Type or print name of actuary — Most recent enrollment number

MERCER — 617-747-9500

Firm name — Telephone number (including area code)

99 HIGH STREET

BOSTON MA 02110-2320

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 [ ]

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	0
8	Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9	Amount remaining (line 7 minus line 8)	0	0
10	Interest on line 9 using prior year's actual return of 15.69%	0	0
11	Prior year's excess contributions to be added to prefunding balance:		
	a Present value of excess contributions (line 38a from prior year)		577,315,496
	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 5.64%		32,560,594
	b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
	c Total available at beginning of current plan year to add to prefunding balance		609,876,090
	d Portion of (c) to be added to prefunding balance		319,582,083
12	Other reductions in balances due to elections or deemed elections		163,309,408
13	Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	0	156,272,675

Part III Funding Percentages

14	Funding target attainment percentage	14	98.37%
15	Adjusted funding target attainment percentage	15	100.84%
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	101.43%
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
04/01/2019	39,100,000	0	01/15/2018	0	303,302
04/15/2019	4,200,000	0	02/15/2018	0	310,619
05/01/2019	23,540,000	0	03/15/2018	0	886,548
06/03/2019	27,740,000	0	04/15/2018	0	307,945
07/01/2019	27,740,000	0	05/15/2018	0	304,963
08/01/2019	27,740,000	0	06/15/2018	0	294,905
09/03/2019	17,000,000	0	07/15/2018	0	290,651
			08/15/2018	0	418,252
			09/15/2018	0	268,924
			10/15/2018	0	254,502
			11/15/2018	0	121,946
			12/15/2018	0	322,780
		Totals ►	18(b)	167,060,000	18(c) 4,085,337

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	154,915,308

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:

	1st segment:	2nd segment:	3rd segment:	
a Segment rates:	3.92 %	5.52 %	6.29%	☐ N/A, full yield curve used

b Applicable month (enter code)	**21b**	0
22 Weighted average retirement age	**22**	61

23 Mortality table(s) (see instructions)

Prior regulation: ☐ Prescribed - combined ☐ Prescribed - separate ☐ Substitute

Current regulation: ☐ 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**	139,463,582
b Excess assets, if applicable, but not greater than line 31a	**31b**	0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment	102,965,443	16,809,093
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**	156,272,675

	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement		156,272,675	156,272,675

36 Additional cash requirement (line 34 minus line 35)	**36**	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	**37**	154,915,308
38 Present value of excess contributions for current year (see instructions)		
a Total (excess, if any, of line 37 over line 36)	**38a**	154,915,308
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	**38b**	154,915,308
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

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire at each potential retirement age is shown below. The average retirement age is 60.83 (75% * 61.83 + 25% * 57.84).

Basic Rates

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	6.00%	10,000	600	33,000
56	6.00%	9,400	564	31,584
57	7.00%	8,836	619	35,256
58	8.00%	8,217	657	38,129
59	9.00%	7,560	680	40,144
60	11.00%	6,880	757	45,406
61	12.00%	6,123	735	44,820
62	20.00%	5,388	1,078	66,813
63	20.00%	4,311	862	54,313
64	20.00%	3,448	690	44,140
65	30.00%	2,759	828	53,795
66	30.00%	1,931	579	38,236
67	30.00%	1,352	406	27,171
68	30.00%	946	284	19,303
69	30.00%	662	199	13,711
70	100.00%	464	464	32,456
Total				618,277
Average				61.83

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Rule of 75

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	40.00%	10,000	4,000	220,000
56	20.00%	6,000	1,200	67,200
57	20.00%	4,800	960	54,720
58	20.00%	3,840	768	44,544
59	20.00%	3,072	614	36,250
60	20.00%	2,458	492	29,491
61	20.00%	1,966	393	23,986
62	20.00%	1,573	315	19,504
63	20.00%	1,258	252	15,854
64	20.00%	1,007	201	12,885
65	35.00%	805	282	18,321
66	25.00%	523	131	8,637
67	25.00%	393	98	6,576
68	25.00%	294	74	5,005
69	25.00%	221	55	3,809
70	100.00%	166	166	11,594
Total				578,376
Average				57.84

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Subsidiary

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	6.26%	10,000	626	34,430
56	5.81%	9,374	545	30,499
57	5.37%	8,829	474	27,026
58	5.67%	8,355	474	27,477
59	5.99%	7,881	472	27,854
60	7.69%	7,409	570	34,187
61	13.90%	6,840	951	57,993
62	22.51%	5,889	1,326	82,187
63	29.69%	4,563	1,355	85,355
64	42.96%	3,208	1,378	88,215
65	67.76%	1,830	1,240	80,605
66	48.66%	590	287	18,949
67	44.99%	303	136	9,131
68	63.96%	167	107	7,247
69	99.99%	60	60	4,143
70	100.00%	0	0	0
Total				615,300
Average				61.53

Schedule SB, line 22 — Description of Weighted Average Retirement Age

Marine

(A) Retirement age	(B) Retirement Percent	(C) Lx	(D) Number of employees expected to retire (B) x (C)	(E) (A) x (D)
55	10.0%	10,000	1,000	55,000
56	10.0%	9,000	900	50,400
57	10.0%	8,100	810	46,170
58	10.0%	7,290	729	42,282
59	15.0%	6,561	984	58,065
60	15.0%	5,577	837	50,192
61	15.0%	4,740	711	43,374
62	15.0%	4,029	604	37,472
63	20.0%	3,425	685	43,154
64	20.0%	2,740	548	35,071
65	30.0%	2,192	658	42,743
66	30.0%	1,534	460	30,380
67	30.0%	1,074	322	21,588
68	30.0%	752	226	15,337
69	30.0%	526	158	10,894
70	100.0%	368	368	25,788
Total				607,909
Average				60.79

Schedule SB, line 22 — Description of Weighted Average Retirement Age

All Plans (Weighted by Active Headcount)

Plan Name	(A) Average Retirement Age	(B) Active Headcount	[(A) x (B)]
Raytheon Nonbargaining Retirement Plan	60.83	5,566	338,579.78
Raytheon Subsidiary Retirement Plan	61.53	1	61.53
Marine Systems Retirement Plan	60.79	39	2,370.81
Former Hughes Personal Retirement Account	N/A	N/A	N/A
Total		**5,606**	**341,012**
Average			**60.83**

Schedule SB, Part V — Summary of Plan Provisions

SUMMARY OF MAJOR PLAN PROVISIONS – NONBARGAINING RETIREMENT PLAN

Effective date and plan year	Original plan: December 17, 1997 when Raytheon Company acquired the Defense Business of Hughes Electronics Corporation. Effective December 1, 2000, the Hughes Personal Retirement Account Plan merged into the Raytheon Nonbargaining Retirement Plan. Restated plan: January 16, 2015 Plan year: January 1
Status of the plan	The plan has ongoing benefit accruals but is closed to new entrants.
Significant events that occurred during the year	None
DEFINITIONS	
• Covered employees	Employees hired before the date on which payroll processing functions are transferred to Raytheon's payroll center.
• Participation	Completion of 12 months of Vesting Service.
• Employee contributions	3.0% of pay if covered under the formula for contributing participants.
• Vesting service	Continuous service from the employee's date of hire.
• Credited service	Total service accrued monthly from first of the month eligibility commenced.
• Pensionable earnings	Basic compensation subsequent to the effective date of the plan and prior to retirement date, including regular pay, bonuses, results-sharing, overtime pay, shift differential, sick leave pay, workers' compensation, vacation and holiday pay, and bereavement or leave pay, but excluding any other extraordinary compensation.
• Final average earnings	The aggregate Compensation prior to separation from service attributed to the five highest twelve month periods in the last ten years, or all twelve-month periods if less than five, in which a Participant had at least one hour of Benefit Accrual Service each month, divided by the applicable number of twelve-month periods. For General Dynamics salaried employees, the highest twelve month periods must be consecutive.
• Primary Social Security benefit	Estimated social security benefit, calculated using actual earnings when available, and estimating prior historical earnings using a 6% salary scale.

Schedule SB, Part V — Summary of Plan Provisions

• Social Security normal retirement age	(i) For a participant born prior to 1938, the first day of the calendar month coincident with or next following his/her sixty-fifth (65th) birthday, (ii) For a participant born after 1937 and before 1955, the first day of the calendar month coincident with or next following his/her sixty-sixth (66th) birthday, and (iii) For a participant born after 1954, the first day of the calendar month coincident with or next following his/her sixty-seventh (67th) birthday.
• Actuarial equivalence	**Contributing and noncontributing participants**: Interest rate used by the PBGC for valuing immediate annuities on the October 1 (or December 1, if less) preceding the plan year including the annuity start date and the 1971 Group Annuity Mortality Table 80% males, 20% females. **General Dynamics salaried employees**: • For nondecreasing annuities – 7% and the 1984 Uninsured Pension Mortality Table (including specified setbacks) • Other forms of payment – Interest rate used by the PBGC for valuing immediate annuities on the January 1 of the calendar year in which distributions commence and the 1984 Uninsured Pension Mortality Table (including specified setbacks) Actuarial equivalence is also subject to the “applicable interest rate” and “applicable mortality table” pursuant to 417(e)(3)(A)(ii) of the Internal Revenue Code for benefits that are not payable in the form of a nondecreasing annuity.
NORMAL RETIREMENT	
• Eligibility	First of the month coinciding with or next following the attainment of age 65.
• Benefit	**Contributing participants**: The benefit is the greatest of (i), (ii), or (iii) below: (i) Accrued benefit through December 31, 1975 plus 1% of the first $3,600 of compensation and 2% of compensation in excess of $3,600, for all compensation received after December 31, 1975. (ii) The product of (1) and (2): (1) Benefit Accrual Service (2) $156 plus 0.5% of Final Average Compensation (iii) The result of (1) minus (2): (1) The product of Benefit Accrual Service and 1.75% of Final Average Compensation (2) The product of Benefit Accrual Service projected to age 65 (maximum 33-1/3 years) and 1.5% of the reduced Primary Insurance Amount, multiplied by the ratio of Benefit Accrual Service to Benefit Accrual Service projected to age 65.

Schedule SB, Part V — Summary of Plan Provisions

	Noncontributing participants: Benefit A offset by Benefit B, where: (i) Benefit A equals the sum of: (1) 1.5% of Final Average Compensation multiplied by years of Benefit Accrual Service (not in excess of 35 years) (2) 0.5% of Final Average Compensation multiplied by years of Benefit Accrual Service in excess of 35 years (ii) Benefit B equals 0.6% of Final Average Compensation (not in excess of Covered Compensation) multiplied by years of Benefit Accrual Service (not in excess of 35 years). **General Dynamics salaried employees**: The monthly benefit is the greatest of (i), (ii), or (iii) below: (i) Accrued benefit through December 31, 1998, plus 1.75% (2.00% for Benefit Accrual Service in excess of 35 years) of the first $23,400 in base pay plus 2.00% of base pay in excess of $23,400 for all compensation received after December 31, 1998 (ii) The product of Benefit Accrual Service and 1.3333% of Final Average Compensation (iii) The product of Benefit Accrual Service and $312. **General Dynamics Hourly employees**: The monthly benefit is equal to the product of Benefit Accrual Service and: (i) $120 for NAPI and Fort Defiance participants (ii) $216 for Camden participants.
EARLY RETIREMENT	
• Eligibility	Age 55 and 5 years of vesting service.
• Benefit	**Contributing participants**: Actuarial equivalent of Normal Retirement benefit unless eligible for unreduced benefit under Rule of 75 (sum of attained age and continuous service is at least 75). **Noncontributing participants**: Accrued benefit reduced based on Actuarial Equivalence or 6% per year prior to Social Security Normal Retirement Age, whichever produces a greater amount. Unreduced early retirement available three years prior to Social Security Normal Retirement Age with ten years of continuous service.

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	General Dynamics salaried employees: If eligible for unreduced final average pay benefit (10 years of continuous service), accrued benefit reduced 2.5% per year prior to age 62. If eligible for unreduced career average pay benefit (satisfaction of required points based on sum of attained age and continuous service), accrued benefit reduced by the lesser of 2.5% per year prior to Normal Retirement and 2.5% times excess of required over actual points. Otherwise, Actuarial Equivalent of Normal Retirement benefit.
LATE RETIREMENT	
• Benefit	Normal Retirement Benefit determined as of actual retirement date.
DEFERRED VESTED	
• Eligibility	Termination for reasons other than death or retirement after completing five years of vesting service.
• Benefit	Benefit accrued to date of termination payable at age 65 or the Actuarial Equivalent, as described in the “Early Retirement” section above, payable for commencement after age 55 and prior to age 65 (prior to SSNRA for Noncontributing participants).
PRE-RETIREMENT DEATH	
• Eligibility	5 years of vesting service.
• Benefit	Benefit accrued to date of death, calculated as if the participant had retired at the earliest retirement age and elected the 50% contingent annuitant option or, if already eligible for early retirement, elected to retire and had elected the 100% contingent annuitant option on the day before death. The benefit is actuarially reduced with benefit payments to the spouse commencing on the date when the participant would have become eligible for retirement benefits.
UNPREDICTABLE CONTINGENT EVENT BENEFITS	Not applicable.
FORM OF BENEFITS	
• Automatic form for unmarried participants	Single life annuity
• Automatic form for married participants	Actuarially equivalent 50% Joint & Survivor Annuity

Schedule SB, Part V — Summary of Plan Provisions

• Optional forms	50% Joint & Survivor Annuity 66-2/3% Joint & Survivor Annuity 75% Joint & Survivor Annuity 100% Joint & Survivor Annuity 5,10 or 15 year Certain Only 5,10 or 15 year Certain & Life Single life annuity Temporary modified cash refund Social Security leveling options
• Optional form conversion factors	See Actuarial Equivalence section above
MISCELLANEOUS	
• Cost of Living	Automatic cost-of-living adjustments of up to 4.0% are payable on retirement benefits after age 55 for contributing participants.
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2018, the limit is $275,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2018, the limit is $220,000.

Schedule SB, Part V — Summary of Plan Provisions

SUMMARY OF MAJOR PLAN PROVISIONS – FORMER HUGHES PERSONAL RETIREMENT ACCOUNT

DEFINITIONS	
• Former Singer Employee	An employee with the Singer Company on August 22, 1988 and subsequently hired by Hughes on or before July 1, 1990.
• Participation	Age 21 after completing 1 year of service. Former Singer Employees are eligible on the later of March 31, 1989 or the date of employment with Hughes. As of December 1, 1995, no new employees will be eligible to participate in the Plan.
• Vesting service	Service measured on an elapsed time basis from date of hire with Hughes. For Former Singer employees, all periods of service with the Singer Company, including periods during which required contributions were not made to the Singer Plan and including the period prior to the May 1, 1986 Allen acquisition date.
• Credited service	100% of the service with the Singer Company credited to the employee through August 31, 1988 during the time the employee made required contributions to the Singer Plan. Service measured on an elapsed time basis from the later of September 1, 1988 or date of hire with Hughes
• Pensionable earnings	Regular or base salary or wages (excluding overtime or bonus), including 401(k) salary deferrals. There is a $200,000 limit, indexed each year beginning in 2002 ($270,000 for 2017), on compensation used for benefit accrual purposes.
Estimated Singer Accrued Benefit	The estimated accrued benefit, whether or not fully vested, determined as of August 22, 1988 using the provisions of the Singer Plan payable at age 65 under the normal form of payment.
Account Balance	The notional value assigned to a participant's account based on the participant's initial account balance, pay-based credits (3% of Compensation before age 40 and 4% of Compensation after age 40) and increases based upon the Periodic Adjustment Percentage or Minimum Adjustment Percentage (a factor equal to 1/12th of the applicable annual rate of interest set forth in the plan document). As of November 30, 1995 (Training Systems employees) or June 30, 1996 (other employees), no additional pay credits will be made to a participant’s account, and interest adjustments will be based solely on the Minimum Adjustment Percentage.
Periodic Adjustment Percentage	The three-year average of the yield on one-year treasury constant maturities for October through December, as published in the Wall Street Journal, subject to plan maximums.

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Accrued Benefit	A monthly amount of benefit, payable in the form of a straight life annuity commencing at the participant's Normal Retirement Date (NRD) equal to one-twelfth of the amount determined in accordance with the formula [$(A/F)*(1+M)^n$] where: • A equals the participant's Account Balance; • F equals the Actuarial Factor (GAM-83 mortality and the plan's annuity purchase rate) at the later of the determination date and the participant's NRD; • M equals the Minimum Adjustment Percentage as of the determination date; • N equals the number of months, if any, from the determination date until the participant's NRD. The plan's annuity purchase rate is set each year and equals the yield on 10-year Treasury notes plus 100 basis points.
NORMAL RETIREMENT	
• Eligibility	First of the month coincident with or next following attainment of age 65 with 5 years of vesting service.
• Benefit	The Accrued Benefit payable at Normal Retirement.
EARLY RETIREMENT	
• Eligibility	Age 55 and 5 years of vesting service.
• Benefit	Actuarial equivalent based on the 10-year Treasury rate + 1% and the 1983 Group Annuity Mortality Table.
LATE RETIREMENT	
• Eligibility	Retirement after Normal Retirement eligibility.
• Benefit	The Accrued Benefit calculated as of late retirement.
DEFERRED VESTED	
• Eligibility	5 years of vesting service.
• Benefit	Accrued Benefit payable at age 65 or the actuarial equivalent, as described in the “Early Retirement” section above, of the participant's Account Balance as of the determination date.
DISABILITY	
• Eligibility	First of the month coincident with or next following Total and Permanent Disability provided the employee has at least 15 years of Vesting Service. Total and Permanent Disability means disability as determined by the Social Security Administration.
• Benefit	Accrued Benefit payable at Normal Retirement. Interest and pay-based credits continue to accrue during a participant's Disability Retirement until Normal Retirement, or, if earlier until recovery from disability. Accruals for all employees ceased as of the applicable freeze date, as described under Account Balance.

Schedule SB, Part V — Summary of Plan Provisions

PRE-RETIREMENT DEATH	
• Eligibility	If a vested married participant dies prior to Normal Retirement eligibility, the surviving spouse is entitled to a lifetime benefit as described below.
• Benefit	The actuarial equivalent of the participant's Account Balance, or if greater, 50% of the amount which would have been payable to the spouse had the participant terminated or retired on the first day of the month in which death occurred, having elected a 50% joint and survivor annuity. Benefits begin immediately if the participant was at least age 55. Otherwise, benefits begin on the first of the month when the participant would have attained the age of 55.
UNPREDICTABLE CONTINGENT EVENT BENEFITS	Not applicable.
FORM OF BENEFITS	
• Automatic form for unmarried participants	Single life annuity
• Automatic form for married participants	Actuarially equivalent 50% Joint & Survivor Annuity
• Optional forms	50% Joint & Survivor Annuity 75% Joint & Survivor Annuity 100% Joint & Survivor Annuity Lump Sum Single life annuity
• Optional form conversion factors	See Actuarial Equivalence section above.
MISCELLANEOUS	
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2018, the limit is $275,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2018, the limit is $220,000.

Schedule SB, Part V — Summary of Plan Provisions

SUMMARY OF MAJOR PLAN PROVISIONS – RAYTHEON SUBSIDIARY RETIREMENT PLAN

Effective date and plan year	Original plan: December 17, 1997 Restated plan: January 31, 2011 Plan year: January 1
Status of the plan	The plan has ongoing benefit accruals but is closed to new entrants.
Significant events that occurred during the year	None
NORMAL RETIREMENT	
• Eligibility	First of the month coinciding with or next following the attainment of age 65.
• Benefit	1.0% of Compensation during each period of Benefit Accrual Service.
EARLY RETIREMENT	
• Eligibility	Age 55 and 5 years of Vesting Service.
• Benefit	Actuarial equivalent of the Normal Retirement Benefit. Actuarial equivalence for this purpose is based on the interest rate used by the PBGC for valuing immediate annuities for the October 1st preceding the plan year including the annuity start date and the 1971 Group Annuity Mortality Table blended 80% males, 20% females.
LATE RETIREMENT	
• Benefit	Normal Retirement Benefit determined as of actual retirement date.
DEFERRED VESTED	
• Eligibility	Termination for reasons other than death or retirement after completing 5 years of Vesting Service
• Benefit	Benefit accrued to date of termination payable at age 65 or the actuarial equivalent, as described in the “Early Retirement” section above, payable for commencement after age 55 and prior to age 65.
PRE-RETIREMENT DEATH	
• Eligibility	5 years of Vesting Service.
• Benefit	Benefit accrued to date of death, calculated as if the Participant had retired at the earliest retirement age and elected the 50% contingent annuitant option or, if already eligible for early retirement, elected to retire and had elected the 100% contingent annuitant option on the day before death. The benefit is actuarially reduced with benefit payments to the spouse commencing on the date when the Participant would have become eligible for retirement benefits.

Schedule SB, Part V — Summary of Plan Provisions

UNPREDICTABLE CONTINGENT EVENT BENEFITS	Not applicable.
FORM OF BENEFITS	
• Automatic form for unmarried participants	Single life annuity
• Automatic form for married participants	Actuarially equivalent 50% Joint & Survivor Annuity
• Optional forms	75% Joint & Survivor Annuity 100% Joint & Survivor Annuity 10 or 15 year Certain Only
• Optional form conversion factors	Optional forms are based on actuarial equivalence, i.e., the interest rate used by the PBGC for valuing immediate annuities for the October 1 preceding the plan year including the annuity start date and the 1971 Group Annuity Mortality Table blended 80% males, 20% females.
MISCELLANEOUS	
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2018, the limit is $275,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2018, the limit is $220,000.

Schedule SB, Part V — Summary of Plan Provisions

SUMMARY OF MAJOR PLAN PROVISIONS – MARINE SYSTEMS RETIREMENT PLAN

Effective date and plan year	February 28, 1997. Amended and restated as of April 30, 2007. Plan year: January 1
Status of the plan	The plan has ongoing benefit accruals but it is closed to new entrants
Significant events that occurred during the year	None
DEFINITIONS	
• Account balance	The actuarial equivalent of the participant's accrued benefit on April 1, 1992, plus pay and interest credits. Pay, credits are made monthly based on the following table: **Credited Service** / **Percent of compensation** / **Percent of compensation in Excess of the Social Security Wage Base** 0-4 / 3.5% / 3.5% 5-9 / 4.5% / 4.5% 10-14 / 5.5% / 5.5% 15-19 / 6.5% / 5.5% 20-24 / 7.5% / 5.5% 25+ / 8.5% / 5.5% Interest is credited monthly on the account balance based on the average rate for one year Treasury Bills constant maturities for the 12 months ending September 30.
• Accrued Benefit	Account balance divided by an appropriate factor as described in plan document: 225.0 for increasing life annuity, or an age 65 immediate annuity factor determined using applicable mortality and interest under Code section 417(e) for fixed life annuity.
• Actuarial equivalent	Based on 417(e) applicable interest and mortality. For purposes of determining the actuarial equivalent of the minimum or grandfathered benefits, the actuarial equivalent is determined using the grandfathered early retirement factor (see below) multiplied by an immediate annuity factor. For the minimum benefit, this cannot be less than the deferred annuity factor.

Schedule SB, Part V — Summary of Plan Provisions

<table>
<tr><td>• Grandfathered early retirement factor</td><td>Rule of 85: For Participants at least age 55 at termination and the sum of age plus credited service is at least 85, an amount computed as for normal retirement, reduced by the factor derived from the following for the straight life annuity for commencement before age 60:
1- .036 * (60 – Participant’s Age)

Age 55 with 10 years of credited service: For Participants at least age 55 at termination with 10 years of credited service, an amount computed as for normal retirement, reduced by the factor derived from the following for the straight life annuity:
1-.036 * (65 – Participant’s Age)

Other early commencement: An amount computed as of normal retirement, multiplied by the factor derived from the following table for the straight life annuity:

<table><tr><th>Age at Benefit Commencement</th><th>Factor</th></tr><tr><td>55</td><td>36.53%</td></tr><tr><td>56</td><td>40.05%</td></tr><tr><td>57</td><td>43.98%</td></tr><tr><td>58</td><td>48.38%</td></tr><tr><td>59</td><td>53.31%</td></tr><tr><td>60</td><td>58.86%</td></tr><tr><td>61</td><td>65.13%</td></tr><tr><td>62</td><td>72.22%</td></tr><tr><td>63</td><td>80.28%</td></tr><tr><td>64</td><td>89.48%</td></tr><tr><td>65</td><td>100%</td></tr></table></td></tr>
<tr><td>• Compensation</td><td>Total wages for federal income tax reporting, excluding expense reimbursement and fringe benefits.</td></tr>
<tr><td>• Credited service</td><td>The elapsed time of employment with the Company.</td></tr>
<tr><td>NORMAL RETIREMENT</td><td></td></tr>
<tr><td>• Eligibility</td><td>Age 65 with one year of credited service.</td></tr>
</table>

Schedule SB, Part V — Summary of Plan Provisions

• Benefit	The greater of (1) or (2) below. (1) The accrued benefit available from the participant's account balance (2) Actuarial equivalent of minimum monthly benefit equal to $39 times years of service of credited service. Participants whose age plus service totaled 50 or more on April 1, 1992 are guaranteed to receive at least the actuarial equivalent of their prior plan benefit.
EARLY RETIREMENT	
• Eligibility	Age 55 with 5 years of credited service.
• Benefit	An amount computed as for normal retirement, reduced by the factor derived from the following for the straight life annuity: 1- .009 * (65 – Participant's Age)
DEFERRED VESTED	
• Eligibility	5 years of vesting service.
• Benefit	An amount computed as for normal retirement, reduced by factors described in the plan document.
PRE-RETIREMENT DEATH	
• Eligibility	Completion of 5 years of service but not yet receiving retirement benefits.
• Benefit	100% of the value of the participant's account balance.
UNPREDICTABLE CONTINGENT EVENT BENEFITS	Not applicable.
FORM OF BENEFITS	
• Automatic form for unmarried participants	The equivalent increasing life annuity
• Automatic form for married participants	The equivalent increasing 50% Joint & Survivor Annuity
• Optional forms	Benefits are optionally available in the following forms: • Life annuity • Increasing life annuity • Social Security level income option • 50% or 100% joint and survivor • Increasing 50% or 100% • Lump sum at 65 • Lump sum at 62 (retirees only) • Annuity with lump sum at 62 (retirees only)

Schedule SB, Part V — Summary of Plan Provisions

MISCELLANEOUS	
• Maximum compensation	Compensation for any 12-month period used to determine accrued benefits may not exceed the limits in IRC Section 401(a)(17) for the calendar year in which the 12-month period begins. This limit is indexed annually. For 2018, the limit is $275,000.
• Maximum benefits	Annual benefits may not exceed the limits in IRC Section 415. This limit is indexed annually. For 2018, the limit is $220,000.

Benefits Included or Excluded

Unless noted below, all benefits provided by the plan, as restated effective January 16, 2015, are included in this valuation.

- **Most recent plan amendments included:** Not applicable.
- **Plan amendments excluded:** None.
- **Late retirement increases:**
  - *Active participants:* Current active participants are assumed to receive a suspension of benefits notice at their normal retirement date. After age 71, they are valued with both continuing accruals and the late retirement actuarial increase.
  - *Deferred vested participants:* Current deferred vested participants over normal retirement age are valued with retroactive payments from age 65.
- **Internal Revenue Code limitations:** The limitations of Internal Revenue Code Section 415(b) and 401(a)(17) have been incorporated into our calculations.
- **IRC Section 416 rules for top-heavy plans:** We did not test whether this plan is top-heavy (when the present value of benefits for key employees equals or exceeds 60% of the present value for all participants). However, we expect that the plan is not top-heavy due to the large number of rank-and-file participants; therefore, the funding target and target normal cost do not reflect any liability for top-heavy benefit accruals.

PLAN PROVISIONS SPECIFIC TO FUNDING

Additional Benefits Included or Excluded

- **IRC Section 436 benefit restrictions:**
  - *Unpredictable contingent event benefits:* N/A
  - *Plan amendments:* See above.
  - *Prohibited payments:* Limitations on prohibited benefits (if any) are reflected for annuity starting dates before the valuation date but are ignored for annuity starting dates on or after the valuation date.

Schedule SB, Part V — Summary of Plan Provisions

  - *Benefit accruals:* The plan's funding target does not reflect any limitation on benefit accruals. The target normal cost does not reflect any limitation on benefit accruals.

- **Unpredictable contingent event benefits:** The plan does not have any unpredictable contingent event benefits.

PLAN PROVISION CHANGES SINCE PRIOR VALUATION

Maximum compensation amounts and maximum benefit amounts under IRS rules were updated from 2017 to 2018.

Schedule SB, line 32 — Schedule of Amortization Bases

The total shortfall amortization charge is the sum of the individual shortfall amortization installment for each plan year covered under PPA. Although an individual shortfall amortization installment can be negative, the combined shortfall amortization charge cannot be less than $0.

SHORTFALL BASES					
YEAR ESTABLISHED		OUTSTANDING BALANCE	YEARS REMAINING		2018 INSTALLMENT
2018	$	102,965,443	7	$	16,809,093
Total	$	102,965,443		$	16,809,093

Schedule SB, line 24 — Change in Actuarial Assumptions

ACTUARIAL ASSUMPTION CHANGES SINCE PRIOR VALUATION

Funding

- Mortality and interest rates were updated from 2017 to 2018 in accordance with PPA.
- Expense load on the normal cost increased from $15,800,000 to $24,500,000 to reflect our best estimate of the current plan year's expenses.
- The PBGC interest basis for conversion to certain only form of payment was changed from 1.75% for 2018, 2.25% for 2019, and 2.75% thereafter to 0.75% for plan year 2018, 1.25% for 2019, 1.75% for 2020, 2.25% for plan year 2021, and 2.75% thereafter.
- The segmented interest rate basis was changed from 3.00% for 5 years, 4.25% for the next 15 years and 5.00% thereafter for 2018; 4.25% for 5 years, 4.75% for the next 15 years and 5.25% thereafter for 2019; 5.25% for 5 years, 5.25% for the next 15 years and 5.25% thereafter for 2020 and beyond to 1.93% for 5 years, 3.57% for the next 15 years and 4.36% thereafter for 2018; 2.50% for 5 years, 3.75% for the next 15 years and 4.50% thereafter for 2019; 3.25% for 5 years, 4.00% for the next 15 years and 4.50% thereafter for 2020; 3.75% for 5 years, 4.25% for the next 15 years, 4.50% thereafter for 2021; 4.50% for 5 years, 4.50% for the next 15 years and 4.50% thereafter for 2022 and beyond.
- For conversion to certain only forms of payment, generational mortality improvement was added to the 417(e) unisex mortality table based on the MP-2017 projection scale.
- Social Security wage base was updated from 3.75% to 3.50%.
- The inflation rate was updated from 3.00% to 2.50%.
- The cost-of-living adjustment was updated from 2.50% to 2.25%.
- Form of payment was updated for contributing active retirements from 10% single life annuity and 90% certain only for the years 2018 – 2019 with 20% single life annuity and 80% certain only thereafter to 10% single life annuity and 90% certain only for the years 2018 – 2021 with 20% single life annuity and 80% certain only thereafter.
- For the incentive pay portion of the pensionable earnings assumption, an additional adjustment was added to the projected bonus paid in 2019 to account for the anticipated target bonus under the company's new bonus structure.