

HARRIS CORP /DE/  
Form 11-K  
June 27, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 11-K**

(Mark One)

**ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT  
OF 1934**

**For the fiscal year ended December 31, 2011**

**OR**

**TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

Commission file number 1-3863

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

**Harris Corporation Retirement Plan**

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Harris Corporation

1025 West NASA Blvd.

Melbourne, Florida 32919



**HARRIS CORPORATION**

**RETIREMENT PLAN**

**Audited Financial Statements and Supplemental Schedule**

**As of December 31, 2011 and 2010**

**and for the Year Ended December 31, 2011**

**HARRIS CORPORATION RETIREMENT PLAN**

December 31, 2011 and 2010

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**REPORT OF INDEPENDENT REGISTERED CERTIFIED PUBLIC ACCOUNTING FIRM**

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

Harris Corporation Retirement Plan

We have audited the accompanying statements of net assets available for benefits of the Harris Corporation Retirement Plan as of December 31, 2011 and 2010, and the related statement of changes in net assets available for benefits for the year ended December 31, 2011. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2011 and 2010, and the changes in its net assets available for benefits for the year ended December 31, 2011, in conformity with U.S. generally accepted accounting principles.

Our audits were conducted for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2011 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management. The information has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

/s/ Ernst & Young LLP

Boca Raton, Florida

June 27, 2012

**HARRIS CORPORATION RETIREMENT PLAN**

## Statements of Net Assets Available for Benefits

	December 31, 2011	December 31, 2010
<b>ASSETS</b>		
<b>Investments at fair value:</b>		
Interest bearing cash	\$ 7,457,049	\$ 9,069,510
Preferred stocks	1,604,219	1,523,197
Common stocks	524,726,978	578,815,864
Registered investment companies	225,362,651	239,412,745
Common/collective trust funds	2,038,542,850	1,945,143,543
Synthetic guaranteed investment contract wrappers	333,759	2,017,934
<b>Total investments at fair value</b>	<b>2,798,027,506</b>	<b>2,775,982,793</b>
<b>Receivables:</b>		
Accrued interest and dividends	639,106	503,370
Notes receivable from participants	46,289,594	43,121,494
Transfers in		18,549,367
Due from broker for securities sold	1,187,100	113,197
<b>Total receivables</b>	<b>48,115,800</b>	<b>62,287,428</b>
<b>Total assets</b>	<b>2,846,143,306</b>	<b>2,838,270,221</b>
<b>LIABILITIES</b>		
Accrued administrative expenses	446,867	449,386
Due to broker for securities purchased	1,605,819	351,447
<b>Total liabilities</b>	<b>2,052,686</b>	<b>800,833</b>
<b>Net assets available for benefits at fair value</b>	<b>2,844,090,620</b>	<b>2,837,469,388</b>
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(19,665,573)	(12,169,928)
<b>Net assets available for benefits</b>	<b>\$ 2,824,425,047</b>	<b>\$ 2,825,299,460</b>

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

**HARRIS CORPORATION RETIREMENT PLAN**

## Statement of Changes in Net Assets Available for Benefits

For the year ended December 31, 2011

<b>Additions to net assets attributed to:</b>	
Investment income/(loss):	
Net depreciation in fair value of investments	\$ (16,300,383)
Dividends	10,506,208
<b>Total</b>	<b>(5,794,175)</b>
Contributions:	
Participant rollovers	8,591,406
Employer matching	58,816,893
Participant (other than rollovers)	113,765,042
<b>Total contributions</b>	<b>181,173,341</b>
Interest on notes receivable from participants	2,031,386
Transfers into the Plan from another plan	4,085,428
<b>Total additions, including net investment loss</b>	<b>181,495,980</b>
<b>Deductions from net assets attributed to:</b>	
Benefits paid to participants	178,133,050
Administrative expenses	4,237,343
<b>Total deductions</b>	<b>182,370,393</b>
<b>Net decrease</b>	<b>(874,413)</b>
<b>Net assets available for benefits:</b>	
Beginning of year	2,825,299,460
End of year	\$ 2,824,425,047

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

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## HARRIS CORPORATION RETIREMENT PLAN

Notes to the Financial Statements

December 31, 2011 and 2010

### NOTE 1 DESCRIPTION OF PLAN

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

- A. **General** The Plan is a defined contribution plan with a 401(k) feature covering substantially all eligible employees of Harris Corporation and certain of its subsidiaries (collectively, the Company or Employer) as defined in the Plan document. The Plan Administrator is the Harris Corporation Employee Benefits Committee comprised of persons appointed by Harris Corporation. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).
- B. **Contributions** Participants may contribute a percentage of both pre-tax and after-tax eligible compensation, as defined in the Plan document and subject to Internal Revenue Code (the Code) limitations. After-tax contributions may be made either on a regular after-tax basis or on a designated Roth after-tax basis. Participants age 50 and older by the end of the calendar year can contribute an additional amount above the annual pre-tax/designated Roth after-tax limitation, as defined in the Plan document and subject to Code limitations. The Company matches up to 50% or 100% (depending on business unit) of pre-tax and after-tax contributions subject to a limit of 4%, 5% or 6% (depending on business unit) of eligible compensation for any eligible employee who has completed the Plan's service requirement (either six months or one year, depending on business unit). Full-time regular participants who make no election with respect to their contribution percentage are deemed to have elected deferment of 6% of eligible compensation on a pre-tax basis. The Company may make discretionary profit sharing contributions to the Plan in an amount determined by the Company, allocated to eligible participants based on eligible compensation as defined in the Plan document. For the year ended December 31, 2011, no profit sharing contributions were made; instead, the Company's cash-based Performance Reward Plan (or similar plan) permitted each participant eligible for such plan to elect a special, unmatched pre-tax contribution to the Plan of 0%, 50% or 100% of the amount, otherwise payable to the participant by the Company in cash under the Performance Reward Plan (or similar plan), subject to Code limitations. In addition, participants may rollover amounts to the Plan from other qualified plans.
- C. **Payments of Benefits** Prior to termination of employment, a participant may withdraw all or any portion of his or her regular after-tax account balance or rollover balance. A participant may also receive a distribution while employed for financial hardship, as defined in the Plan document, upon attainment of age 59 1/2 or in certain cases, in connection with active military duty. Upon retirement or other termination of employment, a participant may elect to receive either a lump-sum amount equal to all or a portion of the participant's vested account, or installments of his or her vested account over a future period.
- D. **Participant Loans** The participant loan program permits participants to borrow against their pre-tax, regular after-tax, designated Roth after-tax and rollover contributions. A participant may borrow in increments of \$100 from a minimum of \$500 to a maximum of 50% of the vested portion of the participant's account or \$50,000 whichever is lower, within certain limitations established by the Plan document. Payback periods range from one to five years unless the loan is to be used for the purchase of a principal residence, in which case the payback period may not exceed ten years. Interest rates are established by the Company based on market rates. Loans are paid back ratably through payroll deductions (or, if the participant is not receiving paychecks, then they are paid back by personal, certified or cashier's check, money order or electronic transfer). The outstanding loans have been established as a separate fund.
- E. **Participant Accounts** Each participant's account is credited with the participant's contribution, including the contribution, if any, in respect of the participant's election under the Company's cash-based Performance Reward Plan (or similar plan), and allocations of (a) the Company's matching contribution, (b) the Company's discretionary profit sharing contribution, if any, and (c) Plan earnings, and is charged with an allocation of Plan losses and administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.





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

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

However, certain vesting schedules applicable to assets merged into the Plan have been preserved, as legally required, and may result in the vesting of Employer contributions more quickly than described above.

A participant also becomes 100% vested in Employer contributions upon his or her termination of employment after attaining age 55 or on account of his or her death or disability.

- G. **Forfeitures** A terminated participant who is not 100% vested will forfeit the non-vested portion of the Company's contributions unless the participant returns to employment within five years. The forfeited contributions are used first, to restore the accounts of recently located missing participants, as defined in the Plan document; next, to restore the accounts of participants who are reemployed prior to incurring a break in service of five consecutive years; next, to fund any matching or profit sharing contributions to be allocated to participants who are reemployed after a period of qualified military service, as defined in the Plan document; and finally, to reduce future contributions to the Plan by the Company. Forfeited amounts included in Plan assets at December 31, 2011 and 2010 were \$883,294 and \$1,050,569, respectively. For the years ended December 31, 2011 and 2010, Company contributions to the Plan were reduced by \$1,143,000 and \$770,900, respectively, from forfeited non-vested accounts.

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

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

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

## NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**Basis of Accounting** The accounting records of the Plan are maintained on the accrual basis. Certain prior year data have been reclassified to conform to the presentation for the year ended December 31, 2011.

**Presentation of Prior Period Investment** For 2010, the Company revised the Statement of Net Assets Available for Benefits and certain related disclosures to correct an error in the classification of an investment. As a result, an investment of approximately \$175,000,000 in the Principal Global Fund is presented in the classification of common/collective trust funds, as opposed to its original classification of registered investment companies. The change had no effect on the valuation of the investment, the total Net Assets Available for Benefits or the Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2010.

**Recent Accounting Pronouncements**

*Fair Value Measurement* In May 2011, the Financial Accounting Standards Board issued Accounting Standards Update No. 2011-04, Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs. This update was issued to provide a consistent definition of fair value and ensure that the fair value measurement and disclosure requirements are similar between U.S. generally accepted accounting principles and International Financial Reporting Standards. This update changes certain fair value measurement principles and enhances the disclosure requirements particularly for Level 3 fair value measurements. This update is effective for reporting periods beginning on or after December 15, 2011, with early adoption prohibited, and requires prospective application. The Plan is currently evaluating the impact this update will have on the Plan's net assets available for benefits or changes in net assets available for benefits.

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

**Notes Receivable from Participants** Notes receivable from participants represent participant loans recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2011 or 2010. If a participant ceases to make loan repayments and the Plan Administrator deems the participant loan to be a distribution, the participant loan balance is reduced and a benefit payment is recorded.

**Synthetic Guaranteed Investment Contracts** During 2011 and 2010, the Plan held synthetic guaranteed investment contracts ( synthetic GICs ) in its Stable Value Fund (the Fund ). A corresponding contract wrapper with the issuer of the synthetic GICs was also held in order to provide a variable rate of return on the cost of the investment. The fair value of the synthetic GICs was determined using a discounted cash flow method or quoted market prices of underlying investments. The fair value of the contract wrapper was based on the present value of the difference between the current fee and fee re-bids provided by the issuers and was \$333,759 and \$2,017,934 at December 31, 2011 and 2010, respectively. The Plan values all investments at fair value. See Note 7 Financial Instruments for further discussion of fair value measurements.

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

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

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

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

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

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

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

The average yield based on actual earnings was approximately 1.68% at December 31, 2011 and 2.44% at December 31, 2010. The average yield based on interest rate credited to participants was approximately 2.57% at December 31, 2011 and 2.95% at December 31, 2010.

**Use of Estimates** The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts, disclosures, and schedules. Accordingly, actual results may differ from those estimates.

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

### NOTE 3 INVESTMENTS

For the year ended December 31, 2011, the Plan's investments (including investments bought, sold and held during such period) appreciated or depreciated in value as follows:

Net appreciation (depreciation) in fair value as determined by quoted market prices:	
Preferred stocks	\$ (703,251)
Common stocks	(31,272,119)
Registered investment companies	78,766,265
Net appreciation (depreciation) in fair value as determined by investee company/trustee:	
Common/collective trust funds	(63,091,278)
Total net change in fair value	\$ (16,300,383)

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

	December 31, 2011	December 31, 2010
MFB NT Collective Russell 1000 Index Fund Non Lending	\$ 219,990,819	\$ 235,701,276
MFB NT Collective Aggregate Bond Index Fund Non Lending	293,784,830	266,849,987
MFO Prin Global Invs COLTV Invt TR Diversified Intl Eqty FD 50 BP Fee CL	147,318,002	175,198,638
Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund F	210,685,581	268,651,480
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	201,623,074	206,810,467

**NOTE 4 RELATED-PARTY TRANSACTIONS**

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

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

	December 31, 2011		December 31, 2010	
	Shares	Fair Value	Shares	Fair Value
<b>Common stock</b>				
Harris Corporation common stock	2428447	\$ 87,521,230	2423236	\$ 109,772,591
<b>Common/collective trust funds</b>				
MFB NT Collective Russell 1000 Index Fund Non Lending	17833238	219,990,819	19392898	235,701,276
MFB NT Collective Aggregate Bond Index Fund Non Lending	2413216	293,784,830	2365125	266,849,987
MFB NT Collective Extended Equity Index Fund Non Lending	714930	98,059,751	758476	108,062,347
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	53133	201,623,074	55654	206,810,467
NTGI Coltv Govt STIF Registered	2713403	2,713,403	2834041	2,834,040

During 2011, the Plan made the following purchases and sales of related party investments:

	Purchases	Sales
<b>Common stock</b>		
Harris Corporation common stock	\$ 12,516,334	\$ 11,776,029
<b>Common/collective trust funds</b>		
MFB NT Collective Russell 1000 Index Fund Non Lending	62,525,985	82,813,193
MFB NT Collective Extended Equity Index Fund Non Lending	25,358,442	31,456,428
MFB NT Collective		
Aggregate Bond Index Fund Non Lending	58,360,988	53,397,444
NT Collective S&P 500 Index Fund-DC-Non Lending (Tier J)	30,619,135	40,490,393
NTGI Coltv		
Govt STIF Registered	*	*

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

On April 4, 2011, Harris Corporation, the Plan sponsor, acquired Carefx Corporation ( Carefx ). Prior to the acquisition, Carefx employees participated in the ADP Total Source Retirement Plan, a multiple employer retirement plan. Harris did not acquire the multiple employer plan, instead, assets in the ADP Plan attributable to Carefx employees were transferred to the Plan. As described in Note 9 Transfers Into The Plan, the fair value of assets of the ADP Plan attributable to the Carefx employees totaling \$4,085,428 were transferred into the Plan on September 2, 2011.

#### NOTE 5 INCOME TAX STATUS

The Plan has received a determination letter from the Internal Revenue Service dated April 21, 2004, stating that the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the Internal Revenue Service, the Plan has been restated. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan sponsor believes the Plan is being operated in compliance with the applicable requirements of the Code and therefore believes the Plan, as restated, is qualified and the related trust is exempt from taxation. On January 25, 2011, a request was filed with the Internal Revenue Service for a favorable determination that the Plan continues to be qualified under Section 401(a) of the Code and that the related trust continues to be exempt from taxation. The Plan has not received a response from the Internal Revenue Service with respect to this request.

Accounting principles generally accepted in the United States require plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the Internal Revenue Service. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2009.

**NOTE 6 CREDIT RISKS AND UNCERTAINTIES**

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

**NOTE 7 FINANCIAL INSTRUMENTS**

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

Level 1 inputs are based upon unadjusted quoted prices for identical instruments traded in active markets.

Level 2 inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 inputs are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models and similar techniques for which some or all significant assumptions are not observable.

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

In general, and where applicable, the Plan uses quoted prices in active markets for identical assets to determine fair value. This pricing methodology applies to the Plan's Level 1 assets which include interest bearing cash, preferred stocks, common stocks and registered investment companies. If quoted prices in active markets for identical assets are not available to determine fair value, then the Plan uses quoted prices for similar assets or inputs other than the quoted prices that are observable either directly or indirectly. These assets are included in Level 2 and consist of preferred stocks, common stocks, common/collective trust funds and synthetic guaranteed investment contract wrappers. Assets for which fair value is determined by management using assumptions that market participants would use in pricing assets are included in Level 3. As of December 31, 2011 and 2010, there were no Level 3 assets held by the Plan.



**Assets Measured at Fair Value on a Recurring Basis**

Assets measured at fair value on a recurring basis at December 31, 2011 are as follows:

	Level 1	Level 2	Level 3	Total
<b>Assets</b>				
Interest bearing cash	\$ 7,457,049	\$	\$	\$ 7,457,049
Preferred stocks	1,327,188	277,031		1,604,219
Common stocks:				
Information technology	176,260,372			176,260,372
Industrial	47,255,403			47,255,403
Consumer	89,026,674			89,026,674
Financial	56,686,572			56,686,572
Energy	53,885,299			53,885,299
Health care	45,252,579			45,252,579
Other	55,709,355	650,724		56,360,079
Total common stocks	524,076,254	650,724		524,726,978
Registered investment companies:				
Small company funds	85,576,425			85,576,425
U.S. Government securities money market funds	72,824,202			72,824,202
Technology funds	60,630,325			60,630,325
Other funds	6,331,699			6,331,699
Total registered investment companies	225,362,651			225,362,651
Common/collective trust funds (a):				
International equity funds		147,318,002		147,318,002
Index funds		1,135,928,803		1,135,928,803
Fixed income funds		752,582,641		752,582,641
Other funds		2,713,404		2,713,404
Total common/collective trust funds (a)		2,038,542,850		2,038,542,850
Synthetic guaranteed investment contract wrappers		333,759		333,759
<b>Total Assets Measured at Fair Value</b>	\$ 758,223,142	\$ 2,039,804,364	\$	\$ 2,798,027,506

Assets measured at fair value on a recurring basis at December 31, 2010 are as follows:

	Level 1	Level 2	Level 3	Total
<b>Assets</b>				
Interest bearing cash	\$ 9,069,510	\$	\$	\$ 9,069,510
Preferred stocks	1,523,197			1,523,197
Common stocks:				
Information technology	195,827,925			195,827,925
Industrial	50,288,305			50,288,305
Consumer	92,921,314			92,921,314
Financial	77,175,362			77,175,362
Energy	61,507,061			61,507,061
Health care	40,232,910			40,232,910
Other	60,862,987			60,862,987
Total common stocks	578,815,864			578,815,864
Registered investment companies:				
Small company funds	93,267,064			93,267,064

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U.S. Government securities money market funds	68,290,989		68,290,989
Technology funds	68,974,653		68,974,653
Other funds	8,880,039		8,880,039
<b>Total registered investment companies</b>	<b>239,412,745</b>		<b>239,412,745</b>
<b>Common/collective trust funds (a):</b>			
Index funds		1,256,218,541	1,256,218,541
Fixed income funds		675,818,875	675,818,875
Other funds		13,106,127	13,106,127
<b>Total common/collective trust funds (a)</b>		<b>1,945,143,543</b>	<b>1,945,143,543</b>
Synthetic guaranteed investment contract wrappers		2,017,934	2,017,934
<b>Total Assets Measured at Fair Value</b>	<b>\$ 828,821,316</b>	<b>\$ 1,947,161,477</b>	<b>\$ 2,775,982,793</b>

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

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

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

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

	December 31, 2011	December 31, 2010
Net assets available for benefits per the financial statements	\$ 2,824,425,047	\$ 2,825,299,460
Benefits due to participants	(1,690,270)	(292,145)
Adjustment to fair value from contract value for fully benefit-responsive investment contracts	19,665,573	12,169,928
Net assets available for benefits per the Form 5500	\$ 2,842,400,350	\$ 2,837,177,243

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the year ended December 31, 2011:

Benefits paid to participants per the financial statements	\$ 178,133,050
Add: benefits due but unpaid at December 31, 2011	1,690,270
Less: benefits due but unpaid at December 31, 2010	(292,145)
Total benefit payments, corrective distributions and deemed distributions per the Form 5500	\$ 179,531,175

The following is a reconciliation of investment income per the financial statements to the Form 5500 for the year ended December 31, 2011:

Net change in Plan assets per the financial statements	\$ (874,413)
Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2010	(12,169,928)
Adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2011	19,665,573
Benefits due but unpaid at December 31, 2011	(1,690,270)
Benefits due but unpaid at December 31, 2010	292,145
Net income and transfers in per the Form 5500	\$ 5,223,107

**NOTE 9 TRANSFERS INTO THE PLAN**

During 2011 the Plan received \$4,085,428 in transfers into the Plan in connection with the Company's acquisition of Carefx. Prior to the acquisition, Carefx participated in a multiple employer retirement plan. The Company did not adopt or become a participating employer in the multiple employer retirement plan. However, the fair value of assets in the multiple employer retirement plan attributable to the Carefx employees were transferred to the Plan effective September 1, 2011.

## SUPPLEMENTAL INFORMATION

## Harris Corporation Retirement Plan

E.I.N. 34-0276860

Plan Number 015

Schedule H, Line 4(i)

## Schedule of Assets (Held at End of Year)

December 31, 2011

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value (In Shares/Par Value Except Notes Receivable from Participants)	(d) Cost	(e) Value
<b>Value of Interest in Interest Bearing Cash</b>				
	Interest bearing cash	7457049		\$ 7,457,049
	<b>Total Value of Interest in Interest Bearing Cash</b>			<b>\$ 7,457,049</b>
<b>Value of Interest in Preferred Stocks</b>				
	LIVING SOCIAL INC PFD STK SER F	6726		\$ 51,723
	GENERAL MOTORS CO JR PFD CONV SER B 4.75%	38750		1,327,188
	ZYNGA INC SERIES C PFD	16060		225,308
	<b>Total Value of Interest in Preferred Stocks</b>			<b>\$ 1,604,219</b>
<b>Value of Interest in Common Stocks</b>				
	1ST HORIZON NATL CORP COM	186664		\$ 1,493,312
	3M CO COM	41700		3,408,141
	ACXIOM CORP COM	139118		1,698,631
	ADR ASML HOLDING NV NY REGISTERED SHS	71000		2,967,090
	ADR BAIDU INC SPONSORED ADR	14700		1,712,109
	ADR BP P L C SPONSORED ADR	40556		1,733,363
	ADR PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR	21800		541,730

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ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	67200	4,911,648
AKAMAI TECHNOLOGIES INC COM STK	4800	154,944
ALEXION PHARMACEUTICALS INC COM	54700	3,911,050
ALLERGAN INC COM	33000	2,895,420
ALLSTATE CORP COM	88300	2,420,303
ALTERA CORP COM	5900	218,890
AMAZON COM INC COM	42221	7,308,455
AMERICAN EXPRESS CO	97300	4,589,641

AMGEN INC COM	33100	2,125,351
ANADARKO PETRO CORP COM	36700	2,801,311
ANALOG DEVICES INC COM	47700	1,706,706
AOL INC COM STK	122707	1,852,876
APPLE INC COM STK	31800	12,879,000
APPLIED MATERIALS INC COM	125200	1,340,892
ARCHER-DANIELS-MIDLAND CO COM	62900	1,798,940
ASSOCTD BANC-CORP COM	96905	1,082,429
AT&T INC COM	150841	4,561,432
ATMEL CORP COM	255223	2,067,306
AUTODESK INC COM	18200	552,006
AVERY DENNISON CORP COM	31100	891,948
AVON PRODUCTS INC COM USD0.25	93300	1,629,951
BANK NEW YORK MELLON CORP COM STK	67500	1,343,925
BANK OF AMERICA CORP	283264	1,574,948
BAXTER INTL INC COM	14000	692,720
BEAM INC	39500	2,023,585
BIOGEN IDEC INC COM STK	7200	792,360
BLOCK H & R INC COM	34000	555,220
BOEING CO COM	57100	4,188,285
BORG WARNER INC COM	6073	387,093
BRISTOL MYERS SQUIBB CO COM	67700	2,385,748
BROADCOM CORP CL A	46700	1,371,112
C H ROBINSON WORLDWIDE INC COM NEW COM	21000	1,465,380
CABLEVISION SYS CORP CL A COM STK	59600	847,512
CALPINE CORP COM NEW STK	119786	1,956,105
CAMPBELL SOUP CO COM	43400	1,442,616
CAP 1 FNCL COM	32600	1,378,654
CARNIVAL CORP COM PAIRED	40600	1,325,184

CDN PAC RY LTD COM CDN PAC RY LTD	6900	466,923
CELGENE CORP COM	21500	1,453,400
CENTURYLINK INC COM	39475	1,468,470
CHEVRON CORP COM	66678	7,094,539
CHIPOTLE MEXICAN GRILL INC COM STK	2700	911,898
CHUBB CORP COM	16900	1,169,818
CIMAREX ENERGY CO COM	16100	996,590
CISCO SYSTEMS INC	110700	2,001,456
CLOROX CO COM	36800	2,449,408
COACH INC COM	33000	2,014,320
COMCAST CORP NEW-CL A	63500	1,505,585
COMM BANCSHARES INC COM	9284	353,906
COMPASS MINERALS INTL INC COM	27567	1,897,988
COMPUTER SCI CORP COM	67300	1,595,010
CONAGRA FOODS INC	62200	1,642,080
CONCHO RES INC COM STK	14160	1,327,500
CONOCOPHILLIPS COM	19200	1,399,104
COOPER INDUSTRIES PLC NEW IRELAND COM	39100	2,117,265
CORNING INC COM	90600	1,175,988
CROWN CASTLE INTL CORP COM STK	46200	2,069,760
DANAHER CORP COM	52452	2,467,342
DENBURY RES INC HLDG CO COM NEW	93543	1,412,499
DENTSPLY INTL INC NEW COM	15900	556,341
DIAMOND OFFSHORE DRILLING INC COM	31500	1,740,690
DST SYS INC COM	20962	954,190
DU PONT E I DE NEMOURS & CO COM STK	27300	1,249,794
DUKE ENERGY CORP NEW COM STK	72200	1,588,400
EBAY INC COM USD0.001	24100	730,953
EDWARDS LIFESCIENCES CORP COM	9200	650,440
EHEALTH INC COM STK	49083	721,520

EMC CORP COM	59800	1,288,092
EMERSON ELECTRIC CO COM	37100	1,728,489
ENTERGY CORP NEW COM	41900	3,060,795
EOG RESOURCES INC COM	13300	1,310,183
EURONET WORLDWIDE INC COM	71733	1,325,626
EXELIS INC	25700	232,585
EXELON CORP COM	67000	2,905,790
EXPRESS SCRIPTS INC COM	21800	974,242
EXXON MOBIL CORP COM	69026	5,850,644
F5 NETWORKS INC COM STK	28000	2,971,360
FACEBOOK INC COM B	15087	469,915
FACEBOOK INC COM A	5805	180,809
FASTENAL CO COM	15700	684,677
FIRST SOLAR INC COM	4000	135,040
FIRSTENERGY CORP COM	26035	1,153,351
FMC TECHNOLOGIES INC COM	65600	3,426,288
FORTUNE BRANDS HOME & SEC INC COM	36700	625,001
FOSSIL INC COM	7000	555,520
FRACTIONAL FIRST HORIZON NAT L CORP	53820	
FRKLN RES INC COM	12626	1,212,854
GAMESTOP CORP NEW CL A	96796	2,335,687
GEN MTRS CO COM	24500	496,615
GENERAL ELECTRIC CO	351200	6,289,992
GENUINE PARTS CO COM	22200	1,358,640
GENWORTH MI CANADA COM NPV	43650	878,787
GILEAD SCIENCES INC	14500	593,485
GOOGLE INC CL A CL A	14968	9,667,831
GRAINGER W W INC COM	15000	2,807,850
GROUPE AEROPLAN IN COM NPV	171100	2,006,319



GROUPON INC	23500	484,805
GUESS INC COM	36167	1,078,500
HARLEY DAVIDSON COM USD0.01	30700	1,193,309
HARMAN INTL INDS INC NEW COM STK USD0.01	37061	1,409,800
*HARRIS CORP COM	2428447	87,521,230
HERSHEY CO FORMERLY HERSHEY FOODS CORP TO 04/19/2005 COM	2800	172,984
HEWLETT PACKARD CO COM	84000	2,163,840
HOME DEPOT INC COM	82000	3,447,280
HONEYWELL INTL INC COM STK	50200	2,728,370
HUMAN GENOME SCIENCES INC COM	27400	202,486
ILL TOOL WKS INC COM	57600	2,690,496
ILLUMINA INC COM	61000	1,859,280
INFORMATICA CORP COM	15600	576,108
INGERSOLL-RAND PLC COM STK	30700	935,429
INTEGRATED DEVICE TECHNOLOGY INC COM	232500	1,269,450
INTERCONTINENTALEXCHANGE INC COM	20000	2,411,000
INTL FLAVORS & FRAGRANCES INC COM	23300	1,221,386
INTL PAPER CO COM	99596	2,948,042
INTUITIVE SURGICAL INC COM NEW STK	7000	3,241,070
ITT CORPORATION W/I	14600	282,218
JOHNSON & JOHNSON COM USD1	52700	3,456,066
JPMORGAN CHASE & CO COM	164624	5,473,748
JUNIPER NETWORKS INC COM	110579	2,256,917
KIMBERLY-CLARK CORP COM	40300	2,964,468
KINDER MORGAN MGMT	59042	
KOHL'S CORP COM	26000	1,283,100
LAREDO PETROLEUM HOLDINGS IN	17027	379,702
LAS VEGAS SANDS CORP COM STK	90500	3,867,065
LEGG MASON INC COM	65500	1,575,275

LIBERTY INTERACTIVE CORP INTERACTIVE COMSER A	59000	956,685
LINCOLN NATL CORP COM	57323	1,113,213
LINKEDIN CORP CL A	3700	233,137
LOCKHEED MARTIN CORP COM	17000	1,375,300
LOEWS CORP COM	13400	504,510
MACYS INC COM STK	43000	1,383,740
MAGELLAN HLTH SVCS INC COM NEW	14644	724,439
MARRIOTT INTL INC NEW COM STK CL A	34647	1,010,653
MARRIOT INTL FRAC CUSIP ORD REG	165249	
MARSH & MCLENNAN CO S INC COM	88000	2,782,560
MASCO CORP COM	85300	893,944
MASTERCARD INC CL A	5700	2,125,074
MATTEL INC COM	81400	2,259,664
MC CORMICK & CO INC COM NON-VTG	21400	1,078,988
MCGRAW-HILL COS COM USD1	51600	2,320,452
MCKESSON CORP	24900	1,939,959
MEADWESTVACO CORP COM	46800	1,401,660
MERCK & CO INC NEW COM	75400	2,842,580
MICROSOFT CORP COM	122200	3,172,312
MOLSON COORS BREWING CO CL B CL B	22000	957,880
MONEYGRAM INTL INC COM NEW COM NEW	42202	749,086
MONSANTO CO NEW COM	36300	2,543,541
MORGAN STANLEY COM STK USD0.01	43400	656,642
MURPHY OIL CORP COM	53000	2,954,220
MYRIAD GENETICS INC COM	74014	1,549,853
NATIONAL OILWELL VARCO COM STK	39000	2,651,610
NETAPP INC COM STK	24700	895,869
NETFLIX INC COM STK	15000	1,039,350
NEW GOLD INC CDA COM	150278	1,514,802

NEW YORK TIMES CO CL A ISIN #US6501111073	82800	640,044
NIKE INC CL B	31000	2,987,470
NISOURCE INC COM	115000	2,738,150
NORTHERN TR CORP COM	48200	1,911,612
NUANCE COMMUNICATIONS INC COM	40300	1,013,948
NUCOR CORP COM	61700	2,441,469
NYSE EURONEXT COM STK	41000	1,070,100
OCH-ZIFF CAP MGMT GROUP CL A SHS CL A	15100	126,991
OPENTABLE INC COM	13500	528,255
PALL CORP COM	5900	337,185
PARAMETRIC TECHNOLOGY CORP COM NEW	67123	1,225,666
PEABODY ENERGY CORP COM STK	33900	1,122,429
PEPSICO INC COM	34400	2,282,440
PEYTO EXPL & DEV CORP NEW COM	64320	1,540,648
PFIZER INC COM	139747	3,024,125
PINNACLE W. CAP CORP COM	28000	1,349,040
PNC FINANCIAL SERVICES GROUP COM STK	35700	2,058,819
PPL CORP COM ISIN US69351T1060	33900	997,338
PRAXAIR INC COM	39200	4,190,480
PRECISION CASTPARTS CORP COM	8600	1,417,194
PRICELINE COM INC COM NEW STK	10400	4,864,184
PROGRESS ENERGY INC COM	36100	2,022,322
QUALCOMM INC COM	124000	6,782,800
QUEST DIAGNOSTICS INC COM	24100	1,399,246
QUESTAR CORP COM	70600	1,402,116
RALPH LAUREN CORP CL A CL A	2500	345,200
RANGE RES CORP COM	13600	842,384
RED HAT INC COM	18800	776,252
REDWOOD TR INC COM	62700	638,286

REGENERON PHARMACEUTICALS INC COM	16000	886,880
REGIONS FINL CORP NEW COM	125900	541,370
SALESFORCE COM INC COM STK	52300	5,306,358
SANDISK CORP COM	22900	1,126,909
SCHLUMBERGER LTD COM COM	61314	6,831,956
SCHWAB CHARLES CORP COM NEW	145000	1,632,700
SIRONA DENTAL SYS INC COM STK	29452	1,297,066
SLM CORP COM	112700	1,510,180
SOUTHWESTERN ENERGY CO COM	54000	1,724,760
SPECTRA ENERGY CORP COM STK	42000	1,291,500
STANCORP FINL GROUP INC COM	42671	1,568,159
STAPLES INC COM	111800	1,552,902
STARBUCKS CORP COM	109500	5,038,095
STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	30300	1,453,491
STRYKER CORP	16300	810,273
SUN LIFE FINANCIAL INC.	47000	870,440
SUN TR BANKS INC COM	83400	1,476,180
SUSQUEHANNA BANCSHARES INC PA COM STK	9395	78,730
TECO ENERGY INC COM	27800	532,092
TELEFONICA SA EUR1	51304	891,445
TEXAS INSTRUMENTS INC COM	26400	768,504
THE MADISON SQUARE GARDEN COMPANY	21750	622,920
THERMO FISHER CORP	45300	2,037,141
TIFFANY & CO COM	3100	205,406
TIME WARNER INC USD0.01	98100	3,545,334
TORCHMARK CORP COM	38145	1,655,112
UNION PAC CORP COM	16900	1,790,386
UNITED PARCEL SVC INC CL B	54800	4,010,812
UNITED TECHNOLOGIES CORP COM	10700	782,063

UNITEDHEALTH GROUP INC COM	23600	1,196,048
US BANCORP	140600	3,803,230
USG CORP COM NEW	36000	365,760
VALEANT PHARMACEUTICALS INTERNATIONAL INC COMMON STOCK	11500	536,935
VCA ANTECH INC COM STK	61700	1,218,575
VERIZON COMMUNICATIONS COM	57834	2,320,300
VISA INC COM CL A STK	69000	7,005,570
VODAFONE GROUP ORD USD0.11428571	423000	1,176,061
VULCAN MATERIALS CO COM	51800	2,038,330
WALT DISNEY CO	76000	2,850,000
WASTE CONNECTIONS INC COM	45933	1,522,220
WELLS FARGO & CO NEW COM STK	148000	4,078,880
WEYERHAEUSER CO COM	49745	928,739
WHIRLPOOL CORP COM	38900	1,845,805
WHOLE FOODS MKT INC COM	7300	507,934
WPP PLC ORD GBP0.10	74500	782,097
XCEL ENERGY INC COM	66700	1,843,588
XYLEM INC W/I	29200	750,148
YAHOO INC COM	28600	461,318
ZYNGA INC	17000	159,970

<b>Total Value of Interest in Common Stocks</b>		<b>\$ 524,726,978</b>
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**Value of Interest in Registered Investment Companies**

MFO ALLIANZ FDS RCM TECHNOLOGY FD INSTL CL	1373591	\$ 60,630,325
MFO HARTFORD SER FD INC SMALL CO HLS FD CL IA	5013264	85,576,425
MFO MONEY MKT OBLIGS TR FEDT GOVT OBLIGSFD INSTL SHS	72824202	72,824,202
MFO RESV INVT FDS INC	6331699	6,331,699

<b>Total Value of Interest in Registered Investment Companies</b>		<b>\$ 225,362,651</b>
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Value of Interest in Common/Collective Trust Funds		
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND A	5689428	\$ 128,857,586
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND B	2718711	55,394,827
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND D	9638939	116,791,169
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND F	16268654	210,685,581
GALLIARD CAPITAL MANAGEMENT WELLS		
FARGO BANK NA FIXED INCOME FUND G	88481665	88,481,665
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND K	5536883	64,039,880
GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND L	8042393	88,331,933
*MFB NT COLLECTIVE AGGREGATE BOND INDEX FUND-NON LENDING	2413216	293,784,830
*MFB NT COLLECTIVE EXTENDED EQUITY INDEX FUND - NON LENDING	714930	98,059,751
*MFB NT COLLECTIVE RUSSELL 1000 INDEX FUND - NON LENDING	17833238	219,990,819
MFO BLACKROCK LIFEPATH INDEX 2015 NL F	2673252	38,441,360
MFO BLACKROCK LIFEPATH INDEX 2020 NL F	3660559	53,920,032
MFO BLACKROCK LIFEPATH INDEX 2025 NL F	3899497	58,765,422
MFO BLACKROCK LIFEPATH INDEX 2030 NL F	2911706	44,578,226
MFO BLACKROCK LIFEPATH INDEX 2035 NL F	2017696	31,415,526
MFO BLACKROCK LIFEPATH INDEX 2040 NL F	1774990	28,027,097
MFO BLACKROCK LIFEPATH INDEX 2045 NL F	1562320	25,043,983
MFO BLACKROCK LIFEPATH INDEX 2050 NL F	1063409	17,259,135
MFO BLACKROCK LIFEPATH INDEX 2055 NL F	50904	587,431
MFO BLACKROCK LIFEPATH INDEX RETMT NL F	1769161	24,432,118
MFO PRIN GLOBAL INVS COLTV INVT TR DIVERSIFIED INTL EQTY FD 50 BP FEE CL	963440	147,318,002
* NT COLLECTIVE S&P500 INDEX FUND-DC-NON LENDING (TIER J)	53133	201,623,074

*NTGI COLTV GOVT STIF REGISTERED	2713403	2,713,403
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**Total Value of Interest in Common/Collective**

<b>Trust Funds</b>		<b>\$ 2,038,542,850</b>
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**Value of Interest in Synthetic Guaranteed Investment Contract Wrappers**

GIC NATIXIS FINANCIAL PRODUCTS CONTRACT NUMBER 1121-03 RATE 1.98% MATURITY 00/00/0000 SYNTHETIC WRAPPER		\$
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JP MORGAN CHASE BANK NA CONTRACT NUMBER AHARRIS-01 RATE 2.71% MATURITY 00/00/0000 SYNTHETIC WRAPPER		208,142
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STATE STREET BANK AND TRUST CO CONTRACT NUMBER 105004 RATE 2.03% MATURITY 00/00/0000 SYNTHETIC WRAPPER		17,845
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PACIFIC LIFE INSURANCE CO. CONTRACT NUMBER G- 27236.01.0001 RATE 3.44% MATURITY 00/00/0000 SYNTHETIC WRAPPER		
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PRUDENTIAL LIFE INS. CO. CONTRACT NUMBER

GA-62487 RATE 3.54% MATURITY 00/00/0000

SYNTHETIC WRAPPER

MONUMENTAL LIFE INSURANCE CO. CONTRACT NUMBER MDA00946TR RATE 3.28% MATURITY 00/00/000 SYNTHETIC WRAPPER		24,546
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MONUMENTAL LIFE INSURANCE CO. CONTRACT NUMBER MDA01077TR RATE 3.31% MATURITY 00/00/000 SYNTHETIC WRAPPER		83,226
---	--	--------

UNITED OF OMAHA LIFE INS CONTRACT

NUMBER SVW-16176 RATE 2.72% MATURITY

00/00/0000 SYNTHETIC WRAPPER

<b>Total Value of Interest in Synthetic Guaranteed Investment Contract Wrappers</b>		<b>\$ 333,759</b>
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**Value of Interest in Notes Receivable from Participants**

*NOTES RECEIVABLE FROM PARTICIPANTS	3.25% TO 9.25%		
	Maturing through 2026	\$	46,289,594

<b>Total Value of Interest in Notes Receivable from Participants</b>		<b>\$ 46,289,594</b>
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<b>Total Investments including Notes Receivable from Participants</b>		<b>\$ 2,844,317,100</b>
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Note: Cost information has not been included in column (d) because all investments are participant-directed.

\* Party-in-interest to the Plan





**SIGNATURE**

*The Plan.* Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on their behalf by the undersigned hereunto duly authorized.

Harris Corporation Retirement Plan

Employee Benefits Committee,

as Plan Administrator

By: /s/ Brenda D. Sheets  
Brenda D. Sheets, Chairperson

Date: June 27, 2012