

HARRIS CORP /DE/
Form 11-KT
June 29, 2010

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**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**

OR

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

For the transition period from July 4, 2009 to December 31, 2009

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

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**HARRIS CORPORATION
RETIREMENT PLAN
Audited Financial Statements and Supplemental Schedule
As of December 31, 2009 and July 3, 2009 and
for the Period from July 4, 2009 to December 31, 2009**

HARRIS CORPORATION RETIREMENT PLAN

December 31, 2009 and July 3, 2009

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

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

We have audited the accompanying statements of net assets available for benefits of Harris Corporation Retirement Plan as of December 31, 2009 and July 3, 2009, and the related statement of changes in net assets available for benefits for the period from July 4, 2009 to December 31, 2009. 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, 2009 and July 3, 2009, and the changes in its net assets available for benefits for the period from July 4, 2009 to December 31, 2009, in conformity with U.S. generally accepted accounting principles.

Our audits were performed 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, 2009 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. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule 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
Independent Certified Public Accountants

Boca Raton, Florida
June 29, 2010

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Statements of Net Assets Available for Benefits at December 31, 2009 and July 3, 2009

| | December 31, 2009 | July 3, 2009 |
|--|-------------------------|-------------------------|
| ASSETS | | |
| Investments at fair value: | | |
| Interest bearing cash | \$ 6,501,387 | \$ 5,317,038 |
| Preferred stocks | 534,114 | 589,225 |
| Common stocks | 524,342,000 | 375,924,133 |
| Registered investment companies | 365,705,896 | 293,674,583 |
| Common/collective trust funds | 1,405,166,256 | 1,278,465,558 |
| Synthetic guaranteed investment contract wrappers | 301,449 | 138,918 |
| Corporate bonds and debentures | 46,671,974 | 44,490,995 |
| Municipal and provincial bonds | 522,047 | 840,514 |
| Foreign bonds | 4,725,899 | 4,214,604 |
| U.S. Government securities | 137,560,171 | 132,842,712 |
| Participant loans | 39,452,348 | 36,636,578 |
| Total investments at fair value | 2,531,483,541 | 2,173,134,858 |
| Receivables: | | |
| Contributions receivable: | | |
| Employer | | 1,050,389 |
| Participants | | 8,484,687 |
| Accrued interest and dividends | 2,152,870 | 2,087,647 |
| Due from broker for securities sold | 5,573,726 | 12,375,906 |
| Total receivables | 7,726,596 | 23,998,629 |
| Total assets | 2,539,210,137 | 2,197,133,487 |
| LIABILITIES | | |
| Accrued expenses | 417,466 | 338,572 |
| Due to broker for securities purchased | 4,909,940 | 23,751,743 |
| Total liabilities | 5,327,406 | 24,090,315 |
| Net assets available for benefits at fair value | 2,533,882,731 | 2,173,043,172 |
| Adjustment from fair value to contract value for fully benefit-responsive investment contracts | 8,865,730 | 26,928,225 |
| Net assets available for benefits | \$ 2,542,748,461 | \$ 2,199,971,397 |

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

Table of Contents**HARRIS CORPORATION RETIREMENT PLAN**

Statement of Changes in Net Assets Available for Benefits
For the Period from July 4, 2009 to December 31, 2009

Additions to net assets attributed to:

Investment income:

| | |
|---|----------------|
| Net appreciation in fair value of investments | \$ 338,265,582 |
|---|----------------|

| | |
|----------|-----------|
| Interest | 5,697,404 |
|----------|-----------|

| | |
|-----------|-----------|
| Dividends | 4,494,065 |
|-----------|-----------|

| | |
|-------|-------------|
| Total | 348,457,051 |
|-------|-------------|

Contributions:

| | |
|-----------------------|-----------|
| Participant rollovers | 9,502,628 |
|-----------------------|-----------|

| | |
|-------------------|------------|
| Employer matching | 25,532,861 |
|-------------------|------------|

| | |
|------------------------------------|------------|
| Participant (other than rollovers) | 46,158,347 |
|------------------------------------|------------|

| | |
|---------------------|------------|
| Total contributions | 81,193,836 |
|---------------------|------------|

| | |
|---|-----------|
| Transfers into the Plan from another plan | 8,367,896 |
|---|-----------|

| | |
|------------------------|--------------------|
| Total additions | 438,018,783 |
|------------------------|--------------------|

Deductions from net assets attributed to:

| | |
|-------------------------------|------------|
| Benefits paid to participants | 93,500,785 |
|-------------------------------|------------|

| | |
|-------------------------|-----------|
| Administrative expenses | 1,740,934 |
|-------------------------|-----------|

| | |
|-------------------------|-------------------|
| Total deductions | 95,241,719 |
|-------------------------|-------------------|

| | |
|---------------------|--------------------|
| Net increase | 342,777,064 |
|---------------------|--------------------|

Net assets available for benefits:

| | |
|---------------------|---------------|
| Beginning of period | 2,199,971,397 |
|---------------------|---------------|

| | |
|---------------|------------------|
| End of period | \$ 2,542,748,461 |
|---------------|------------------|

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, 2009 and July 3, 2009

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 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% 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 compensation as defined in the Plan document. With respect to the period from July 4, 2009 to December 31, 2009, no profit sharing contributions were made; instead, the Company's cash-based Performance Reward 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, if any, otherwise payable to the participant by the Company in cash under the Performance Reward 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 59½ 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 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, 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,

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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, 2009 and July 3, 2009 were \$931,697 and \$406,710, respectively. For the period from July 4, 2009 through December 31, 2009 and for the fiscal year ended July 3, 2009, Employer contributions were reduced by \$0 and \$573,127, 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 Employer 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 investment options are fully described in the Employer Summary Plan Description, which is available to all participants. In the event no investment option is selected by the participant, the default investment option for contributions is the LifeCycle Fund that is age-appropriate for the participant. Elections to change funds 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 Employer 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 transition period from July 4, 2009 to December 31, 2009.

Fiscal Year Change Effective December 31, 2009, the Plan changed from a fiscal year end corresponding to the Company's fiscal year ending to a calendar year ending. As such, these financial statements represent the transition period from July 4, 2009 to December 31, 2009 which precedes the beginning of the new calendar year fiscal cycle.

Recent Accounting Pronouncements

Fair Value Measurements In April and September 2009, the Financial Accounting Standards Board (FASB) issued guidance which (i) provided additional guidance for estimating fair value when the volume and level of activity for the asset or liability have significantly decreased, (ii) provided guidance on identifying circumstances that indicate a transaction is not orderly, (iii) permitted, as a practical expedient, entities to measure the fair value of certain investments based on the net asset value per share and (iv) expanded the required disclosures about fair value measurements. The Plan's adoption of this guidance did not have a material effect on the Plan's net assets available for benefits or the changes in net assets available for benefits.

Subsequent Events In May 2009 and February 2010, the FASB issued guidance which established general standards of accounting for, and disclosure of, events that occur after the balance sheet date but before financial statements are issued or are available to be issued. In particular, this guidance established (i) the period after the balance sheet date during which management of a reporting entity should evaluate events or transactions that may occur for potential recognition or disclosure, (ii) the circumstances under which an entity should recognize events or transactions occurring after the balance sheet date and (iii) the disclosures that an entity should make about events or transactions that occurred after the balance sheet date. The plan's adoption of this guidance did not have a material effect on the Plan's net assets available for benefits or the changes in net assets available for benefits.

FASB Codification In June 2009, the FASB issued new codification standards which represent the source of authoritative U.S. generally accepted accounting principles (GAAP) recognized by the FASB to be applied by non-governmental entities. Rules and interpretive releases of the Securities and Exchange Commission (SEC) under authority of federal securities laws are also sources of authoritative GAAP for SEC registrants. The codification supersedes all non-SEC accounting and reporting standards which existed prior to the codification. All other non-grandfathered, non-SEC accounting literature not included in the codification is non-authoritative. The new codification standards were effective for 2009.

Fair Value Disclosures In January 2010, the FASB issued guidance which expanded the required disclosures about fair value measurements. In particular, this guidance requires (i) separate disclosure of the amounts of significant transfers in and out of Level 1 and Level 2 fair value measurements along with the reasons for such transfers, (ii) information about purchases, sales, issuances and settlements to be presented separately in the reconciliation for Level 3 fair value measurements, (iii) fair value measurement disclosures for each class of assets and liabilities and (iv) disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements for fair value measurements that fall in either Level 2 or Level 3. This guidance is effective for annual reporting periods beginning after December 15, 2009 except for (ii) above which is effective for fiscal years beginning after December 15, 2010. The Plan is currently evaluating the impact that this guidance will have on the Plan's financial statement disclosures.

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 values are not available are stated at fair values as reported by the trustee or investee company. Participant loans are valued at their outstanding balances, which approximate fair value. See Note 7 Financial Instruments for further information on the valuation of investments.

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Synthetic Guaranteed Investment Contracts During the period from July 4, 2009 to December 31, 2009 and for the period ended July 3, 2009, 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 value 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 \$301,449 and \$138,918 at December 31, 2009 and July 3, 2009, 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 within 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 3.65% at December 31, 2009 and 4.49% at July 3, 2009. The average yield based on interest rate credited to participants was approximately 2.99% at December 31, 2009 and 2.61% at July 3, 2009.

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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 and disclosures. Accordingly, actual results may differ from those estimates.

Administrative Expenses Unless otherwise elected by Harris Corporation, 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

During the period from July 4, 2009 to December 31, 2009, 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 | \$ 169,863 |
| Common stocks | 140,646,271 |
| Registered investment companies | 54,288,098 |
| Corporate bonds and debentures | 2,628,147 |
| Municipal and provincial bonds | (15,549) |
| Foreign bonds | 338,123 |
| U.S. Government securities | (629,112) |
| | 197,425,841 |
| Net appreciation in fair value as determined by investee company/trustee: | |
| Common/collective trust funds | 140,839,741 |
| | |
| Total net appreciation in fair value | \$ 338,265,582 |

The fair value of individual investments that represent 5% or more of Plan net assets at December 31, 2009 and July 3, 2009 is as follows:

| | December 31, 2009 | July 3, 2009 |
|---|----------------------|-----------------|
| MFB NTGI-QM Collective Daily Russell 1000 Index Fund | \$204,983,028 | \$140,768,383 |
| MFO Prin Global Invs COLTV Invt TR Diversified Intl Eqty FD 50 BP Fee CL | 165,617,701 | 130,518,412 |
| Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund A | * | 111,711,375 |
| Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund D | 128,076,521 | 124,245,294 |
| Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund E | * | 111,368,009 |
| Galliard Capital Management Wells Fargo Bank NA Fixed Income Fund F | 282,397,785 | 271,924,287 |

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

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Certain Plan investments are shares of common stock of Harris Corporation and balances in a common/collective trust fund 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) at December 31, 2009 and July 3, 2009 are as follows:

| | December 31, 2009 | | July 3, 2009 | |
|--|-------------------|----------------|--------------|---------------|
| | Shares | Fair Value | Shares | Fair Value |
| Common stock | | | | |
| Harris Corporation common stock | 2481219 | \$ 117,981,963 | 2526121 | \$ 72,221,799 |
| Common/collective trust funds | | | | |
| NTGI-QM Collective Daily Russell 1000 Index Fund | 19576261 | 204,983,028 | 16964134 | 140,768,383 |
| NTGI-QM Collective Daily Aggregate BD Index | 358274 | 37,922,198 | 164636 | 16,840,160 |
| NTGI-QM Collective Daily Aggregate Bond Fund Tier H | 40675 | 16,407,031 | 62965 | 24,421,175 |
| NTGI-QM Collective Daily Extended Equity Market Index Fund Lending | 62449 | 14,962,853 | 322066 | 59,797,291 |
| NTGI-QM Coltv Daily Russell 1000 Equity Index Fund Lending | 43713 | 6,676,328 | 358976 | 43,316,609 |
| NTGI-QM Coltv Daily Russell 2000 Growth Equity Index Fund Lending | 10658 | 1,898,007 | 103294 | 14,787,929 |
| NTGI-QM Coltv Daily S&P 500 Equity Index Fund Lending | 24696 | 79,359,268 | 36936 | 94,289,113 |
| NTGI-QM Coltv Daily S&P 500 Index Fund | 35376 | 114,242,730 | 24136 | 62,024,458 |
| NTGI-QM Coltv Government Short Term Investment Fund | 6331521 | 6,331,521 | 17043278 | 17,043,287 |

During the period from July 4, 2009 to December 31, 2009, the Plan made the following purchases and sales of related party investments:

| | Purchases | Sales |
|---|--------------|--------------|
| Common stock | | |
| Harris Corporation common stock | \$ 5,447,712 | \$ 6,617,066 |
| Common/collective trust funds | | |
| NTGI-QM Collective Daily Russell 1000 Index Fund | 76,781,907 | 61,819,121 |
| NTGI-QM Collective Daily Aggregate BD Index | 29,916,346 | 18,508,992 |
| NTGI-QM Collective Daily Aggregate Bond Fund Tier H | 309,967 | 10,147,225 |

| | | |
|--|------------|------------|
| NTGI-QM Collective Daily Extended Equity Market Index Fund Lending | 89,665,889 | 68,930,172 |
| NTGI-QM Coltv Daily Russell 1000 Equity Index Fund Lending | 76,781,907 | 95,897,451 |
| NTGI-QM Coltv Daily Russell 2000 Growth Equity Index Fund Lending | 1,169,337 | 18,800,697 |
| NTGI-QM Coltv Daily S&P 500 Equity Index Fund Lending | 63,301,170 | 65,363,135 |
| NTGI-QM Coltv Daily S&P 500 Index Fund | 56,384,070 | 58,446,035 |
| NTGI-QM Coltv Government Short Term Investment Fund | * | * |

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

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 amended and restated on multiple occasions and further amended. 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 amended and restated and further amended, is qualified and the related trust is exempt from taxation.

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.

Table of Contents**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, registered investment companies, U.S. Government securities, corporate bonds and debentures, municipal and provincial bonds and foreign bonds. 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 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 and consist of loans to participants.

Assets Measured at Fair Value on a Recurring Basis

Assets measured at fair value on a recurring basis at December 31, 2009, are as follows:

| | Level 1 | Level 2 | Level 3 | Total |
|----------------------------------|--------------|---------|---------|--------------|
| Assets | | | | |
| Interest bearing cash | \$ 6,501,387 | \$ | \$ | \$ 6,501,387 |
| Preferred stocks | 534,114 | | | 534,114 |
| Common stocks: | | | | |
| Information technology | 144,537,873 | | | 144,537,873 |
| Industrial | 89,683,609 | | | 89,683,609 |
| Consumer | 80,448,698 | | | 80,448,698 |
| Financial | 72,967,211 | | | 72,967,211 |
| Energy | 42,307,358 | | | 42,307,358 |
| Health care | 30,999,678 | | | 30,999,678 |
| Other | 63,397,573 | | | 63,397,573 |
| Total common stocks | 524,342,000 | | | 524,342,000 |
| Registered investment companies: | | | | |
| International equity funds | 165,617,701 | | | 165,617,701 |
| Small company funds | 73,158,777 | | | 73,158,777 |
| | 71,197,387 | | | 71,197,387 |

| | | | | |
|---|-------------------------|-------------------------|----------------------|-------------------------|
| U.S. Government securities money market funds | | | | |
| Technology funds | 50,194,140 | | | 50,194,140 |
| Other funds | 5,537,891 | | | 5,537,891 |
| Total registered investment companies | 365,705,896 | | | 365,705,896 |
| Common/collective trust funds (a): | | | | |
| Index funds | | 718,915,295 | | 718,915,295 |
| Fixed income funds | | 663,512,409 | | 663,512,409 |
| Other funds | | 22,738,552 | | 22,738,552 |
| Total common/collective trust funds (a) | | 1,405,166,256 | | 1,405,166,256 |
| Synthetic guaranteed investment contract wrappers | | 301,449 | | 301,449 |
| Corporate bonds and debentures | 46,671,974 | | | 46,671,974 |
| Municipal and provincial bonds | 522,047 | | | 522,047 |
| Foreign bonds | 4,725,899 | | | 4,725,899 |
| U.S. Government securities | 137,560,171 | | | 137,560,171 |
| Participant loans | | | 39,452,348 | 39,452,348 |
| Total Assets Measured at Fair Value | \$ 1,086,563,488 | \$ 1,405,467,705 | \$ 39,452,348 | \$ 2,531,483,541 |

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Assets measured at fair value on a recurring basis at July 3, 2009, are as follows:

| | Level 1 | Level 2 | Level 3 | Total |
|--|-----------------------|-------------------------|----------------------|-------------------------|
| Assets | | | | |
| Interest bearing cash | \$ 5,317,038 | \$ | \$ | \$ 5,317,038 |
| Preferred stocks | 589,225 | | | 589,225 |
| Common stocks: | | | | |
| Information technology | 95,305,125 | | | 95,305,125 |
| Industrial | 58,496,865 | | | 58,496,865 |
| Consumer | 57,564,373 | | | 57,564,373 |
| Financial | 55,588,730 | | | 55,588,730 |
| Energy | 34,569,922 | | | 34,569,922 |
| Health care | 28,004,317 | | | 28,004,317 |
| Other | 46,394,801 | | | 46,394,801 |
| Total common stocks | 375,924,133 | | | 375,924,133 |
| Registered investment companies: | | | | |
| International equity funds | 130,518,412 | | | 130,518,412 |
| Small company funds | 43,879,091 | | | 43,879,091 |
| U.S. Government securities money market funds | 80,396,070 | | | 80,396,070 |
| Technology funds | 33,350,171 | | | 33,350,171 |
| Other funds | 5,530,839 | | | 5,530,839 |
| Total registered investment companies | 293,674,583 | | | 293,674,583 |
| Common/collective trust funds (a): | | | | |
| Index funds | | 567,358,579 | | 567,358,579 |
| Fixed income funds | | 619,248,965 | | 619,248,965 |
| Other funds | | 91,858,014 | | 91,858,014 |
| Total common/collective trust funds (a) | | 1,278,465,558 | | 1,278,465,558 |
| Synthetic guaranteed investment contract wrappers | | 138,918 | | 138,918 |
| Corporate bonds and debentures | 44,490,995 | | | 44,490,995 |
| Municipal and provincial bonds | 840,514 | | | 840,514 |
| Foreign bonds | 4,214,604 | | | 4,214,604 |
| U.S. Government securities | 132,842,712 | | | 132,842,712 |
| Participant loans | | | 36,636,578 | 36,636,578 |
| Total Assets Measured at Fair Value | \$ 857,893,804 | \$ 1,278,604,476 | \$ 36,636,578 | \$ 2,173,134,858 |

(a) Common/collective trust funds share the common goal of first growing then later preserving principal and

contain a mix of U.S. common 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.

Summary of changes in the fair value of the Plan's Level 3 assets as of December 31, 2009:

| | Participant loans |
|--|------------------------------|
| Balance as of July 3, 2009 | \$ 36,636,578 |
| Issuances, repayments and settlements, net | 2,815,770 |
| Balance as of December 31, 2009 | \$ 39,452,348 |

Summary of changes in the fair value of the Plan's Level 3 assets for the fiscal year ended July 3, 2009:

| | Participant Loans |
|--|------------------------------|
| Balance as of June 28, 2008 | \$ 33,500,965 |
| Issuances, repayments and settlements, net | 3,135,613 |
| Balance as of July 3, 2009 | \$ 36,636,578 |

The fair value of participant loans is based on the collective face value of all participant loans outstanding at the end of the applicable period, in accordance with the terms in the respective loan agreements. Income from participant loan investments is included in interest income in the Statement of Changes in Net Assets Available for Benefits.

Table of Contents**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 at December 31, 2009 and July 3, 2009:

| | December 31, 2009 | July 3, 2009 |
|--|----------------------|------------------|
| Net assets available for benefits per the financial statements | \$ 2,542,748,461 | \$ 2,199,971,397 |
| Benefits due to participants | (702,072) | (133,366) |
| Adjustment to fair value from contract value for fully benefit-responsive investment contracts | (8,865,730) | (26,928,225) |
| Net assets available for benefits per the Form 5500 | \$ 2,533,180,659 | \$ 2,172,909,806 |

The following is a reconciliation of benefits paid to participants per the financial statements to the Form 5500 for the period from July 4, 2009 to December 31, 2009:

| | |
|---|---------------|
| Benefits paid to participants per the financial statements | \$ 93,500,785 |
| Add: benefits due but unpaid at December 31, 2009 | 702,072 |
| Less: benefits due but unpaid at July 3, 2009 | (133,366) |
| Total benefit payments, corrective distributions and deemed distributions per the Form 5500 | \$ 94,069,491 |

The following is a reconciliation of investment income per the financial statements to the Form 5500 for the period from July 4, 2009 to December 31, 2009:

| | |
|---|----------------|
| Net increase in Plan assets per the financial statements | \$ 342,777,064 |
| Add: adjustment from fair value to contract value for fully benefit-responsive investment contracts at July 3, 2009 | 26,928,225 |
| Less: adjustment from fair value to contract value for fully benefit-responsive investment contracts at December 31, 2009 | (8,865,730) |
| Benefits due but unpaid at December 31, 2009 | (702,072) |
| Benefits due but unpaid at July 3, 2009 | 133,366 |
| Net income and transfers in per the Form 5500 | \$ 360,270,853 |

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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, 2009

| (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 <i>(In Shares/Par Value except Participant Loans)</i> | (d) Cost | (e) Current Value |
|-----|---|--|-------------|-------------------------|
| | Value of Interest in Preferred Stocks | | | |
| | ADR PETROLEO BRASILEIRO SA PETROBRAS SPONSORED ADR NON VTG | 12600 | | \$ 534,114 |
| | Total Value of Interest in Preferred Stocks | | | \$ 534,114 |
| | Value of Interest in Interest Bearing Cash | | | |
| | Interest bearing cash | 6501387 | | \$ 6,501,387 |
| | Total Value of Interest in Interest Bearing Cash | | | \$ 6,501,387 |
| | Value of Interest in Common Stocks | | | |
| | 1ST HORIZON NATL CORP COM | 58920 | | \$ 789,528 |
| | 1ST NIAGARA FINL GROUP INC NEW COM | 46241 | | 643,212 |
| | 3M CO COM | 51700 | | 4,274,039 |
| | ACCENTURE PLC SHS CL A NEW | 30023 | | 1,245,955 |
| | ACI WORLDWIDE INC COM STK | 74680 | | 1,280,762 |
| | ADR ALLIED IRISH BKS P L C SPONSORED ADRREPSTG ORD | 40400 | | 141,804 |
| | ADR ASML HOLDING NV NY REGISTERED SHS | 22900 | | 780,661 |
| | ADR BAIDU INC SPONSORED ADR | 800 | | 328,984 |
| | ADR BP P L C SPONSORED ADR | 52456 | | 3,040,874 |
| | ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS | 79300 | | 4,766,723 |
| | AFFILIATED MANAGERS GROUP INC COM STK | 8977 | | 604,601 |
| | ALCOA INC COM STK | 69700 | | 1,123,564 |

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| | | |
|-------------------------------------|--------|-----------|
| ALLEGHENY TECHNOLOGIES INC COM | 22414 | 1,003,475 |
| ALLERGAN INC COM | 16800 | 1,058,568 |
| ALLERGAN INC COM | 56000 | 3,528,560 |
| AMAZON COM INC COM | 39000 | 5,246,280 |
| AMAZON COM INC COM | 16621 | 2,235,857 |
| AMER MOVIL SAB DE C V SPONSORED ADR | | |
| REPSTG SER L SHS | 41000 | 1,926,180 |
| AMERICAN EXPRESS CO | 131000 | 5,308,120 |
| AMERICAN TOWER CORP CL A | 50522 | 2,183,056 |
| AMGEN INC COM | 24800 | 1,402,936 |
| ANADARKO PETRO CORP COM | 41000 | 2,559,220 |
| ANALOG DEVICES INC COM | 72000 | 2,273,760 |
| APPLE INC | 24500 | 5,166,070 |
| APPLE INC | 18200 | 3,837,652 |

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| (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 <i>(In Shares/Par Value except Participant Loans)</i> | (d) Cost | (e) Current Value |
|-----|---|--|-------------|-------------------------|
| | APPLIED MATERIALS INC COM | 62700 | | 874,038 |
| | ASSOCTD BANC-CORP COM | 55817 | | 614,545 |
| | ASSURANT INC COM | 27360 | | 806,573 |
| | AT&T INC COM | 174941 | | 4,903,596 |
| | ATMEL CORP COM | 135969 | | 626,817 |
| | AVERY DENNISON CORP COM | 45200 | | 1,649,348 |
| | BANK NEW YORK MELLON CORP COM STK | 96900 | | 2,710,293 |
| | BANK OF AMERICA CORP | 348464 | | 5,247,868 |
| | BAXTER INTL INC COM | 12700 | | 745,236 |
| | BED BATH BEYOND INC COM | 67100 | | 2,592,073 |
| | BED BATH BEYOND INC COM | 22200 | | 857,586 |
| | BJ SERVICES CO | 35100 | | 652,860 |
| | BLACK STK MRGR STANLEY BLACK & DECKER INC REORG COM #2058894 03/12/2010 | 17500 | | 1,134,525 |
| | BLOCK H & R INC COM | 19500 | | 441,090 |
| | BOEING CO COM | 44800 | | 2,425,024 |
| | BORG WARNER INC COM | 31084 | | 1,032,610 |
| | BRISTOL MYERS SQUIBB CO COM | 83000 | | 2,095,750 |
| | BROADCOM CORP CL A | 41500 | | 1,305,175 |
| | BROADCOM CORP CL A | 22800 | | 717,060 |
| | BROADRIDGE FINL SOLUTIONS INC COM STK | 35232 | | 794,834 |
| | CABLEVISION NY GROUP CL A COM | 69400 | | 1,791,908 |
| | CALPINE CORP COM NEW STK | 66034 | | 726,374 |
| | CAP 1 FNCL COM | 44200 | | 1,694,628 |
| | CAREER ED CORP COM | 39373 | | 917,785 |
| | CARTER INC FORMERLY CARTER HLDGS INC TO 09/13/2003 COM | 17256 | | 452,970 |
| | CELGENE CORP COM | 19700 | | 1,096,896 |
| | CENTERPOINT ENERGY INC COM | 30700 | | 445,457 |
| | CHEVRON CORP COM | 82778 | | 6,373,078 |
| | CHUBB CORP COM | 20700 | | 1,018,026 |
| | CISCO SYSTEMS INC | 42100 | | 1,007,874 |
| | CME GROUP INC COM STK | 5000 | | 1,679,750 |
| | COINSTAR INC COM | 54600 | | 1,516,788 |
| | COMM BANCSHARES INC COM | 20716 | | 802,124 |

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| | | |
|--|--------|-----------|
| COMPASS MINERALS INTL INC COM | 17413 | 1,169,979 |
| COMPUTER SCI CORP COM | 41500 | 2,387,495 |
| COMVERSE TECHNOLOGY INC COM PAR \$0.10 COM PAR \$0.10 | 136004 | 1,285,238 |
| CONCHO RES INC COM STK | 21380 | 959,962 |
| CONOCOPHILLIPS COM | 20900 | 1,067,363 |
| CONSOL ENERGY INC COM | 4300 | 214,140 |
| CONSTELLATION ENERGY GROUP INC MARYLAND COM | 34600 | 1,216,882 |
| COOPER COS INC COM NEW | 31088 | 1,185,075 |
| COOPER INDUSTRIES PLC NEW IRELAND COM STK | 35800 | 1,526,512 |
| CORINTHIAN COLLEGES INC COM STK | 45011 | 619,801 |
| CROWN CASTLE INTL CORP COM STK | 32300 | 1,260,992 |
| D R HORTON INC COM | 41900 | 455,453 |
| DANAHER CORP COM | 33876 | 2,547,475 |
| DEERE & CO COM | 45600 | 2,466,504 |
| DELL INC COM STK | 89500 | 1,285,220 |
| DENBURY RES INC HLDG CO COM NEW | 86912 | 1,286,298 |
| DIONEX CORP COM | 7460 | 551,070 |
| DU PONT E I DE NEMOURS & CO COM STK | 61900 | 2,084,173 |

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| (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 Participant Loans) | (d) Cost | (e) Current Value |
|-----|---|---|-------------|-------------------------|
| | DUFF & PHELPS CORP NEW CL A COM STK | 24597 | | 449,141 |
| | DUKE ENERGY CORP NEW COM STK | 96500 | | 1,660,765 |
| | EATON CORP COM | 13900 | | 884,318 |
| | EBAY INC COM | 62700 | | 1,475,958 |
| | EHEALTH INC COM STK | 10869 | | 178,578 |
| | ELECTR ARTS COM | 52900 | | 938,975 |
| | ELI LILLY & CO COM | 60700 | | 2,167,597 |
| | EMC CORP COM | 37000 | | 646,390 |
| | ENTERGY CORP NEW COM | 23500 | | 1,923,240 |
| | EOG RESOURCES INC COM | 12200 | | 1,187,060 |
| | EURONET WORLDWIDE INC COM | 55892 | | 1,226,829 |
| | EXELON CORP COM | 17500 | | 855,225 |
| | EXPEDIA INC DEL COM | 38950 | | 1,001,405 |
| | EXPEDITORS INTL WASH INC COM | 35000 | | 1,215,550 |
| | EXXON MOBIL CORP COM | 82726 | | 5,641,086 |
| | FASTENAL CO COM | 3600 | | 149,904 |
| | FEI CO COM | 33700 | | 787,232 |
| | FIRST AMERN CORP CALIF COM | 26094 | | 863,972 |
| | FIRST SOLAR INC COM | 2100 | | 284,340 |
| | FIRSTENERGY CORP COM | 20335 | | 944,561 |
| | FIRSTMERIT CORP COM | 25661 | | 516,813 |
| | FLIR SYS INC COM | 38000 | | 1,243,360 |
| | FMC TECHNOLOGIES INC COM | 42500 | | 2,458,200 |
| | FORTUNE BRANDS INC COM STK | 69200 | | 2,989,440 |
| | FRKLN RES INC COM | 10426 | | 1,098,379 |
| | GENERAL ELECTRIC CO | 365500 | | 5,530,015 |
| | GENUINE PARTS CO COM | 27100 | | 1,028,716 |
| | GENZYME CORP COM | 58000 | | 2,842,580 |
| | GILEAD SCIENCES INC | 32568 | | 1,409,543 |
| | GOLDMAN SACHS GROUP INC COM | 7550 | | 1,274,742 |
| | GOOGLE INC CL A CL A | 6318 | | 3,917,034 |
| | GOOGLE INC CL A CL A | 7400 | | 4,587,852 |
| | HARLEY DAVIDSON INC COM | 48300 | | 1,217,160 |
| | HARMAN INTL INDS INC NEW COM STK | | | |
| | USD0.01 | 21600 | | 762,048 |
| | *HARRIS CORP COM | 2481219 | | 117,981,963 |
| | HENRY JACK & ASSOC INC COM | 57127 | | 1,320,776 |

| | | |
|---|--------|-----------|
| HERSHEY CO FORMERLY HERSHEY FOODS CORP TO 04/19/2005 COM | 86800 | 3,106,572 |
| HOME DEPOT INC COM | 134500 | 3,891,085 |
| HONEYWELL INTL INC COM STK | 59600 | 2,336,320 |
| ILL TOOL WKS INC COM | 66100 | 3,172,139 |
| ILLUMINA INC COM | 32869 | 1,007,435 |
| IMMUCOR INC COM STK | 47549 | 962,392 |
| INTEL CORP COM | 70900 | 1,446,360 |
| INTERCONTINENTALEXCHANGE INC COM | 25000 | 2,807,500 |
| INTERNATIONAL BUSINESS MACHS CORP COM | 7000 | 916,300 |
| INTERPUBLIC GROUP COMPANIES INC COM | 600 | 4,428 |
| INTL FLAVORS & FRAGRANCES INC COM | 48700 | 2,003,518 |
| INTL PAPER CO COM | 122596 | 3,283,121 |
| INTUITIVE SURGICAL INC COM NEW STK | 1700 | 515,644 |
| INTUITIVE SURGICAL INC COM NEW STK | 14000 | 4,246,480 |
| IRON MTN INC COM STK | 30000 | 682,800 |
| JOHNSON & JOHNSON COM | 35400 | 2,280,114 |
| JPMORGAN CHASE & CO COM | 196524 | 8,189,155 |

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| (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 <i>(In Shares/Par Value except Participant Loans)</i> | (d) Cost | (e) Current Value |
|-----|---|--|-------------|-------------------------|
| | JPMORGAN CHASE & CO COM | 29700 | | 1,237,599 |
| | JUNIPER NETWORKS INC COM | 85979 | | 2,293,060 |
| | KAR AUCTION SVCS INC COM STK | 35800 | | 493,682 |
| | KEY ENERGY SVCS INC | 90612 | | 796,479 |
| | KEYCORP NEW COM | 133700 | | 742,035 |
| | KIMBERLY-CLARK CORP COM | 28300 | | 1,802,993 |
| | KOHL'S CORP COM | 11848 | | 638,963 |
| | KRAFT FOODS INC CL A | 65700 | | 1,785,726 |
| | LAS VEGAS SANDS CORP COM STK | 84000 | | 1,254,960 |
| | LEGG MASON INC COM | 61300 | | 1,848,808 |
| | LINCOLN NATL CORP COM | 70323 | | 1,749,636 |
| | LIONS GATE ENTMT CORP COM NEW | 84189 | | 489,138 |
| | LIVE NATION ENTERTAINMENT INC | 51461 | | 437,933 |
| | LOCKHEED MARTIN CORP COM | 19600 | | 1,476,860 |
| | LOWES COS INC COM | 36500 | | 853,735 |
| | MACYS INC COM STK | 48600 | | 814,536 |
| | MAGELLAN HLTH SVCS INC COM NEW | 37567 | | 1,530,104 |
| | MARRIOTT INTL INC NEW COM STK CL A | 46212 | | 1,259,277 |
| | MARRIOTT INTL INC NEW COM STK CL A | 60847 | | 1,658,081 |
| | MARSH & MCLENNAN CO S INC COM | 111300 | | 2,457,504 |
| | MARSHALL & ILSLEY CORP NEW COM STK | 56800 | | 309,560 |
| | MARSHALL & ILSLEY CORP NEW COM STK | 73700 | | 401,665 |
| | MARVELL TECH GROUP COM USD0.002 | 76250 | | 1,582,188 |
| | MASCO CORP COM | 118500 | | 1,636,485 |
| | MASTERCARD INC CL A | 4600 | | 1,177,508 |
| | MATTEL INC COM | 84900 | | 1,696,302 |
| | MC CORMICK & CO INC COM NON-VTG | 27700 | | 1,000,801 |
| | MCDERMOTT INTL INC COM STK \$1 PAR | 21900 | | 525,819 |
| | MCGRAW HILL COMPANIES INC COM | 79300 | | 2,657,343 |
| | MCKESSON CORP | 15300 | | 956,250 |
| | MF GLOBAL HOLDINGS LTD | 126621 | | 880,016 |
| | MEADWESTVACO CORP COM | 56700 | | 1,623,321 |
| | MEDCO HEALTH SOLUTIONS INC COM | 37500 | | 2,396,625 |
| | MERCK & CO INC NEW COM | 77500 | | 2,831,850 |
| | MGM MIRAGE COM | 64700 | | 590,064 |
| | MGM MIRAGE COM | 51400 | | 468,768 |
| | MICROSOFT CORP COM | 57247 | | 1,745,461 |

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| | | |
|--|--------|-----------|
| MICROSOFT CORP COM | 131500 | 4,009,435 |
| MONEYGRAM INTL INC COM | 167413 | 482,149 |
| MONSANTO CO NEW COM | 6900 | 564,075 |
| MONSANTO CO NEW COM | 33000 | 2,697,750 |
| MORGAN STANLEY COM STK USD0.01 | 26200 | 775,520 |
| MURPHY OIL CORP COM | 51700 | 2,802,140 |
| NATIONAL OILWELL VARCO COM STK | 84000 | 3,703,560 |
| NBTY INC COM | 6767 | 294,635 |
| NEW YORK TIMES CO CL A ISIN #US6501111073 | 103800 | 1,282,968 |
| NIKE INC CL B | 28000 | 1,849,960 |
| NISOURCE INC COM | 142800 | 2,196,264 |
| NRG ENERGY INC COM NEW | 24600 | 580,806 |
| NUCOR CORP COM | 56000 | 2,612,400 |
| NYSE EURONEXT COM STK | 48100 | 1,216,930 |
| O REILLY AUTOMOTIVE INC COM | 13600 | 518,432 |
| OCWEN FINL CORP COM NEW COM NEW | 87358 | 836,016 |
| PALL CORP COM | 13600 | 492,320 |

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| (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 <i>(In Shares/Par Value except Participant Loans)</i> | (d) Cost | (e) Current Value |
|-----|---|--|-------------|-------------------------|
| | PEABODY ENERGY CORP COM STK | 9990 | | 451,648 |
| | PEPSICO INC COM | 19300 | | 1,173,440 |
| | PFIZER INC COM STK \$.11 1/9 PAR | 54447 | | 990,391 |
| | PG& E CORP COM | 34500 | | 1,540,425 |
| | PINNACLE W. CAP CORP COM | 34200 | | 1,251,036 |
| | PPL CORP COM ISIN US69351T1060 | 31100 | | 1,004,841 |
| | PRAXAIR INC COM | 14400 | | 1,156,464 |
| | PRECISION CASTPARTS CORP COM | 5600 | | 617,960 |
| | PROCTER & GAMBLE CO COM | 12800 | | 776,064 |
| | PROGRESS ENERGY INC COM | 45000 | | 1,845,450 |
| | PROGRESS SOFTWARE CORP COM | 21428 | | 625,912 |
| | PROGRESSIVE CORP OH COM | 55200 | | 993,048 |
| | QUALCOMM INC COM | 78500 | | 3,631,410 |
| | QUALCOMM INC COM | 46500 | | 2,151,090 |
| | QWEST COMMUNICATIONS INTL INC COM | 339300 | | 1,428,453 |
| | REDWOOD TR INC COM | 21735 | | 314,288 |
| | REGIONS FINL CORP NEW COM | 126100 | | 667,069 |
| | ROCKWELL AUTOMATION | 14300 | | 671,814 |
| | S.W. AIRL CO COM | 126300 | | 1,443,609 |
| | SALESFORCE COM INC COM STK | 45000 | | 3,319,650 |
| | SALESFORCE COM INC COM STK | 7500 | | 553,275 |
| | SANDISK CORP COM | 13100 | | 379,769 |
| | SCHLUMBERGER LTD COM STK | 22914 | | 1,491,472 |
| | SCHLUMBERGER LTD COM STK | 46000 | | 2,994,140 |
| | SCHLUMBERGER LTD COM STK | 45000 | | 2,929,050 |
| | SCHWAB CHARLES CORP COM NEW | 52000 | | 978,640 |
| | SCHWAB CHARLES CORP COM NEW | 37800 | | 711,396 |
| | SCIENTIFIC GAMES CORP | 80284 | | 1,168,132 |
| | SEI INVTS CO COM | 28219 | | 494,397 |
| | SLM CORP COM | 139400 | | 1,571,038 |
| | SPECTRA ENERGY CORP COM STK | 51700 | | 1,060,367 |
| | SPRINT NEXTEL CORP | 154100 | | 564,006 |
| | STAPLES INC COM | 56000 | | 1,377,040 |
| | STARBUCKS CORP COM | 77000 | | 1,775,620 |
| | STARBUCKS CORP COM | 31300 | | 721,778 |
| | STRYKER CORP | 14400 | | 725,328 |
| | STRYKER CORP | 8258 | | 415,955 |

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|--------------------------------|--------|-----------|
| SUN LIFE FINANCIAL INC. | 56000 | 1,608,320 |
| SUN TR BANKS INC COM | 76100 | 1,544,069 |
| SUNCOR ENERGY INC NEW COM STK | 20800 | 734,448 |
| SUNOCO INC COM | 44100 | 1,151,010 |
| SUNPOWER CORP COM CL B STK | 13400 | 280,730 |
| TECO ENERGY INC COM | 33400 | 541,748 |
| TIFFANY & CO COM | 33400 | 1,436,200 |
| TIME WARNER INC USD0.01 | 111200 | 3,240,368 |
| TORCHMARK CORP COM | 12234 | 537,684 |
| TRAVELERS COS INC COM STK | 17849 | 889,951 |
| UNITED PARCEL SVC INC CL B | 43200 | 2,478,384 |
| US BANCORP | 158600 | 3,570,086 |
| USG CORP COM NEW | 43800 | 615,390 |
| VARIAN MEDICAL SYSTEMS INC | 38000 | 1,780,300 |
| VERIZON COMMUNICATIONS COM | 72634 | 2,406,364 |
| VERTEX PHARMACEUTICALS INC COM | 8300 | 355,655 |
| VISA INC COM CL A STK | 12200 | 1,067,012 |

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|--|--|--|-------------|-------------------------|
| | VISA INC COM CL A STK | 43500 | | 3,804,510 |
| | VMWARE INC CL A COM CL A COM | 23000 | | 974,740 |
| | VODAFONE GROUP ORD USD0.11428571 | 423000 | | 981,588 |
| | VULCAN MATERIALS CO COM | 37000 | | 1,948,790 |
| | WAL-MART STORES INC COM | 35500 | | 1,897,475 |
| | WAL-MART STORES INC COM | 17000 | | 908,650 |
| | WALT DISNEY CO | 90000 | | 2,902,500 |
| | WALT DISNEY CO | 26100 | | 841,725 |
| | WELLPOINT INC COM | 20700 | | 1,206,603 |
| | WELLS FARGO & CO NEW COM STK | 171200 | | 4,620,688 |
| | WELLS FARGO & CO NEW COM STK | 54000 | | 1,457,460 |
| | WESTERN ALLIANCE BANCORPORATION COM | 36664 | | 138,590 |
| | WESTERN UNION CO | 27800 | | 524,030 |
| | WEYERHAEUSER CO COM | 20400 | | 880,056 |
| | WHIRLPOOL CORP COM | 31000 | | 2,500,460 |
| | WHITNEY HLDG CORP COM | 77400 | | 705,114 |
| | WILLIAMS CO INC COM | 24500 | | 516,460 |
| | WPP PLC ORD GBP0.10 | 74500 | | 733,267 |
| | XCEL ENERGY INC COM | 82700 | | 1,754,894 |
| | XILINX INC COM | 36672 | | 919,000 |
| | XL CAP LTD COM STK | 35355 | | 648,057 |
| | YUM BRANDS INC COM | 19300 | | 674,922 |
| | Total Value of Interest in Common Stocks | | | \$ 524,342,000 |
| Value of Interest in Corporate Bonds and Debentures | | | | |
| | 3M CO MEDIUM TERM 5.7% DUE 03-15-2037 | 100000 | | \$ 104,359 |
| | 5TH 3RD BK CIN OH MEDIUM TE TRANCHE # SR00014 4.2 DUE 02-23-2010 BEO | 250000 | | 250,992 |
| | AEGON N V 4.75% DUE 06-01-2013 | 385000 | | 387,104 |
| | AEP TEX CENT 5.3063% DUE 07-01-2020 | 100000 | | 105,504 |
| | ALABAMA PWR CO 5.7% DUE 02-15-2033 | 130000 | | 130,975 |
| | ALCAN INC FORMERLY ALCAN ALUM LTD TO 3/1/01 ALCAN INC 6.45 DUE 3-15-11 BE | 105000 | | 110,161 |

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|---|--------|---------|
| ALCOA INC 5.87% DUE 02-23-2022 | 400000 | 371,434 |
| ALLSTATE CORP 5% DUE 08-15-2014 | 350000 | 368,607 |
| ALTRIA GROUP INC NT 9.7% DUE 11-10-2018 BEO | 320000 | 395,573 |
| AMERADA HESS CORP 7.875% DUE 10-01-2029 | 95000 | 113,939 |
| AMERN EXPRESS CO 7% DUE 03-19-2018 | 225000 | 247,786 |
| ANADARKO PETE CORP 5.95% DUE 09-15-2016 | 225000 | 243,382 |
| AOL TIME WARNER INC 6.875 DUE 05-01-2012BEO | 460000 | 503,582 |
| APPALACHIAN PWR CO 5% DUE 06-01-2017 | 165000 | 163,055 |
| ARIZONA PUB SVC CO 6.375% DUE 10-15-2011 | 175000 | 187,335 |
| AT&T CORP USD SR NT VAR RATE DUE 11-15-2031/11-14-2031 BEO | 185000 | 225,796 |
| AT&T WIRELESS SVCS 7.875% DUE 03-01-2011 | 420000 | 451,246 |
| BAXTER INTL INC 5.375% DUE 06-01-2018 | 160000 | 169,813 |
| BEAR STEARNS COS 5.3% DUE 10-30-2015 | 245000 | 259,126 |
| BELLSOUTH CORP 6.55% DUE 06-15-2034 | 80000 | 82,059 |
| BHP BILLITON FIN 4.8% DUE 04-15-2013 | 280000 | 298,034 |

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|-----|---|---|-------------|-------------------------|
| | BK AMER CORP 5.375 DUE 06-15-2014 BEO | 380000 | | 393,578 |
| | BK AMER CORP MED TRM NTS SER L BK FDIC GTD TRNCHE # TR 00007 2.1 DUE 04-30-12 | 565000 | | 164,840 |
| | BOTTLING GROUP LLC 4.625% DUE 11-15-2012 | 350000 | | 375,193 |
| | BRISTOL MYERS 5.875% DUE 11-15-2036 | 160000 | | 166,289 |
| | BURL NORTHN SANTA 7.95% DUE 08-15-2030 | 210000 | | 259,194 |
| | CAMPBELL SOUP CO 4.875 DUE 10-01-2013 BEO | 225000 | | 243,093 |
| | CATERPILLAR INC 7.3% DUE 05-01-2031 | 145000 | | 173,606 |
| | CISCO SYS INC SR NT 5.9 DUE 02-15-2039 REG | 150000 | | 151,663 |
| | CITIGROUP INC CITIGROUP INC NOTE 6.125% DUE 11-21-2017 BEO | 280000 | | 282,233 |
| | CITIGROUP INC NT GLOBAL 6 DUE 02-21-2012 BEO | 835000 | | 881,510 |
| | CITIGROUP INC FDIC GTD TLGP GTD NT 2.125 DUE 04-30-2012 REG | 660000 | | 317,248 |
| | CITIGROUP INC SUB NT 6.125% DUE 08-25-2036 BEO | 200000 | | 171,519 |
| | CMO BANC AMER COML MTG INC SER 2005-1 CLA4 DUE 11-10-2042 REG | 260000 | | 265,573 |
| | CMO BANC AMER COML MTG TR 2006 5 5.41400003433% DUE 09-10-2047 BEO | 300000 | | 281,774 |
| | CMO BEAR STEARNS COML MTG SECS INC 2003-TOP12 CL A4 VAR 08-13-39 COML MTG | 575000 | | 575,887 |
| | CMO BEAR STEARNS INC COML MTG PSTRU CTF CL A-2 2001-TOP2 6.48 4-15-11 BE | 474968 | | 491,613 |
| | CMO CITIGROUP COML MTG TR 2006-C4 VAR RT PTHRU CTF CL A-3 DUE 3-15-49 REG | 150000 | | 143,657 |
| | CMO CITIGROUP/DEUTSCHE BANK COMMERCIAL MORTG SER 2006-CD2 CL A4 1-15-2046 BEO | 200000 | | 191,174 |

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|---|--------|---------|
| CMO CSFB MTG SECS CORP 2001-CK3 COML MTGPASSTHRU CTF CL A-4 6.53 6-15-34 BE | 354229 | 368,098 |
| CMO CSFB MTG SECS CORP COML MTG PASSTHRUCTF 2000-C1 CL A-2 7.545 04-15-2062 | 111947 | 112,922 |
| CMO DLJ COML MTG CORP COML MTG PASSTHRU CTF 00-CKP1 CL A-1B 7.18 11-10-2033 BEO | 946855 | 964,504 |
| CMO GE CAP COML MTG CORP 2002-1 MTG PASSTHRU CTF CL A-3 6.269 12-10-2035 | 900000 | 948,370 |
| CMO GMAC COML MTG SECS INC SER 2000-C2 A2 DUE 08-16-2033 BEO | 27580 | 27,980 |
| CMO J P MORGAN CHASE COML MTG SECS CORP 2004-LN2 MTG CL A-2 5.115 07-15-41 | 410000 | 399,263 |
| CMO J P MORGAN CHASE COML MTG SECS TR 2007-L DUE 02-15-2051 REG | 450000 | 389,669 |
| CMO LB-UBS COML MTG TR SER 2003-C3 CL A44.166% DUE 05-15-2032 REG | 860000 | 852,158 |

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|-----|---|---|-------------|-------------------------|
| | CMO MERRILL LYNCH MTG TR 2005-CKI1 COML MTG PASSTHRU CTF A6 DUE 11-12-2037 REG | 725000 | | 717,677 |
| | CMO MORGAN STANLEY CAP TR I 2007-HQ12 DUE 04-12-2049 REG | 400000 | | 352,415 |
| | CMO MORGAN STANLEY D/WITTER CAP TR 2002 MTG P/THRU CTF CL A-2 5.98 DUE 1-15-39 | 450000 | | 471,244 |
| | CMO MORGAN STANLEY DEAN WITTER CAP I TR SER 2001-TOP1 CL-A4 6.66 02-15-33 BEO | 22405 | | 23,066 |
| | CMO WACHOVIA BK COML MTG TR COML MTG PASS-TH MTG CTF CL A-3 5.679 10-15-48 COCA COLA 6.95% DUE 11-15-2026 | 650000 290000 | | 614,879 326,882 |
| | COMCAST CORP NEW NT 5.7% DUE 05-15-2018 BEO | 400000 | | 420,500 |
| | CONOCO INC 6.95% DUE 04-15-2029 | 225000 | | 255,048 |
| | CONS EDISON CO N Y 5.3% DUE 03-01-2035 | 140000 | | 131,825 |
| | CONSTELLATION ENERGY GROUP INC 7 DUE 04-01-2012 BEO | 420000 | | 455,713 |
| | COVIDIEN INTL FIN 6% DUE 10-15-2017 | 180000 | | 194,555 |
| | COX COMMUNICATIONS 7.125% DUE 10-01-2012 | 400000 | | 444,334 |
| | CREDIT SUISSE USA INC CS 5.375 20160302 5.375% DUE 03-02-2016 BEO | 270000 | | 282,553 |
| | DAIMLERCHRYSLER N 6.5% DUE 11-15-2013 | 410000 | | 449,456 |
| | DEUTSCHE BK AG 6% DUE 09-01-2017 | 210000 | | 228,947 |
| | DEUTSCHE TELEKOM STEP CPN 8.75% DUE 06-15-2030 | 150000 | | 192,917 |
| | DEVON FING CORP U 7.875% DUE 09-30-2031 | 255000 | | 319,493 |
| | DIAGEO FINANCE PLC 5.3% DUE 10-28-2015 | 235000 | | 253,549 |
| | DISNEY WALT CO NEW MEDIUM TERM NTS BOOK TRANCHE # TR 00046 6.375 DUE 03-01-2012 | 265000 | | 289,462 |
| | DOMINION RES INC 5.15% DUE 07-15-2015 | 290000 | | 306,928 |

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|--|---------|-----------|
| DOW CHEM CO 6.125% DUE 02-01-2011 | 350000 | 364,864 |
| DU PONT E I DE 5.25% DUE 12-15-2016 | 235000 | 248,380 |
| DUKE ENERGY CORP 6.25% DUE 01-15-2012 | 85000 | 91,895 |
| DUKE ENERGY CORP SR NT SER A 6 DUE 12-01-2028 BEO | 130000 | 133,844 |
| ENERGY TRANSFER 6.7% DUE 07-01-2018 | 215000 | 230,201 |
| ERP OPER LTD 5.375% DUE 08-01-2016 | 190000 | 186,801 |
| EXELON CORP 4.9% DUE 06-15-2015 | 150000 | 154,740 |
| FIRSTENERGY CORP 6.45% DUE 11-15-2011 | 15000 | 16,084 |
| FIRSTENERGY CORP 7.375% DUE 11-15-2031 | 175000 | 189,683 |
| FL PWR & LT CO 1ST MTG BD 5.65 DUE 02-01-2035 REG | 80000 | 80,629 |
| FORD MTR CO DEL SR NT CONV 4.25 DUE 12-15-2036 REG | 1389000 | 1,746,668 |
| FRANCE TELECOM SA NT STEP UP 03-01-2031 02-28-2031 | 15000 | 19,962 |
| GEN ELEC CAP CORP MED TERM NTS BO TRANCHE # TR 00811 5.625 DUE 05-01-2018 | 195000 | 199,825 |

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|-----|--|---|-------------|-------------------------|
| | GEN ELEC CAP CORP MEDIUM TERM NTS BO TRANCHE # TR 00575 5.45 DUE 01-15-2013 | 350000 | | 372,080 |
| | GENERAL ELEC CAP CORP MEDIUM TERM NTS BOOK ENTRY 5.875% DUE 01-14-2038 BEO | 210000 | | 194,435 |
| | GENERAL ELEC CAP CORP TRANCHE # TR 005286.75% DUE 03-15-2032/03-20-2002 | 175000 | | 178,424 |
| | GENERAL ELEC CO 5.25% DUE 12-06-2017 | 230000 | | 235,029 |
| | GLAXOSMITHKLINE 5.65% DUE 05-15-2018 | 380000 | | 409,865 |
| | GOLDMAN SACHS 6.125% DUE 02-15-2033 | 105000 | | 105,444 |
| | GOLDMAN SACHS 6.6% DUE 01-15-2012 | 715000 | | 777,304 |
| | GOLDMAN SACHS 6.75% DUE 10-01-2037 | 260000 | | 267,251 |
| | HALLIBURTON CO 7.45% DUE 09-15-2039 | 100000 | | 123,726 |
| | HEWLETT PACKARD CO 5.5% DUE 03-01-2018 | 225000 | | 239,252 |
| | HOME DEPOT INC 5.4% DUE 03-01-2016 | 250000 | | 261,715 |
| | HONEYWELL INTL INC 6.125% DUE 11-01-2011 | 330000 | | 359,738 |
| | HRPT PPTYS TR 6.5% DUE 01-15-2013 | 35000 | | 35,173 |
| | HSBC FIN CORP 5.5% DUE 01-19-2016 | 200000 | | 209,816 |
| | HSBC HLDGS PLC 6.5% DUE 05-02-2036 | 100000 | | 104,882 |
| | HSBC HLDGS PLC SUB NT 6.5% DUE 09-15-2037 BEO | 130000 | | 135,823 |
| | INTL BUSINESS 7% DUE 10-30-2025 | 210000 | | 240,744 |
| | INTL LEASE FIN CORP 4.75 DUE 01-13-2012 BEO | 420000 | | 354,594 |
| | INTL PAPER CO 7.95% DUE 06-15-2018 | 200000 | | 230,682 |
| | JEFFERIES GROUP 6.45% DUE 06-08-2027 | 80000 | | 68,179 |
| | JPMORGAN CHASE & CO FORMERLY J P MORGAN 5.15 DUE 10-01-2015 BEO | 595000 | | 616,149 |
| | JPMORGAN CHASE & 3.125% DUE 12-01-2011 | 650000 | | 259,171 |
| | JPMORGAN CHASE CAP 6.55% DUE 09-29-2036 | 130000 | | 119,145 |
| | KINDER MORGAN 7.3% DUE 08-15-2033 | 185000 | | 201,774 |
| | KRAFT FOODS INC 6.125% DUE 02-01-2018 | 200000 | | 210,308 |
| | KRAFT FOODS INC NT 6.25% DUE 06-01-2012 BEO | 305000 | | 328,708 |
| | KROGER CO 7.5% DUE 04-01-2031 | 140000 | | 162,958 |

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|--|--------|---------|
| LAUDER ESTEE COS 6% DUE 01-15-2012 | 175000 | 187,125 |
| LOCKHEED MARTIN CORP NT 6.15% DUE 09-01-2036 | 105000 | 111,128 |
| MARSH & MCLENNAN COS INC MARSH & MCLENNAN 5.875 8/1/33 | 175000 | 155,359 |
| MCDONALDS CORP 6.3% DUE 10-15-2037 | 55000 | 59,649 |
| MERCANTILE 4.625% DUE 04-15-2013 | 120000 | 121,453 |
| MERRILL LYNCH & CO INC MEDIUM TERM NTS BOOK ENTRY MTN 6.4% DUE 08-28-2017 | 190000 | 199,952 |
| MERRILL LYNCH & CO INC TR # 00642 6.05 MTN 08-15-2012 REG | 255000 | 273,164 |
| MERRILL LYNCH & CO INC TRANCHE # TR 00677 6.875% DUE 04-25-2018 | 450000 | 484,847 |
| METLIFE INC 5% DUE 11-24-2013 | 425000 | 447,407 |
| MICROSOFT CORP 5.2% DUE 06-01-2039 | 80000 | 78,344 |
| MORGAN STANLEY FOR 5.75% DUE 10-18-2016 | 200000 | 207,512 |

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|-----|---|---|-------------|-------------------------|
| | MORGAN STANLEY GLOBAL MEDIUM TERM NT SERF 6.625% DUE 04-01-2018/04-01-2008 | 300000 | | 324,350 |
| | MORGAN STANLEY MTN 5.45% DUE 01-09-2017/01-09-2007 | 200000 | | 202,143 |
| | MOTOROLA INC 7.625% DUE 11-15-2010 | 175000 | | 181,303 |
| | NEWS AMER HLDGS 7.75% DUE 12-01-2045 | 130000 | | 145,116 |
| | NEXEN INC 5.875% DUE 03-10-2035 | 245000 | | 231,295 |
| | NORFOLK SOUTHN CORP 7.05 NT DUE 05-01-2037 PUTTABLE | | | |
| | 5-1-2004 @ PAR | 75000 | | 88,449 |
| | NORSK HYDRO A S 7.75% DUE 06-15-2023 | 45000 | | 55,291 |
| | NORTHROP GRUMMAN 7.75% DUE 03-01-2016 | 220000 | | 260,072 |
| | NSTAR ELEC CO 4.875% DUE 10-15-2012 | 70000 | | 74,748 |
| | OESTERREICHISCHE KONTROLLBANK A G GLOBALNT DTD 02/09/06 4.875 02-16-16 REG | 320000 | | 336,647 |
| | ONCOR ELEC 6.375% DUE 01-15-2015 | 210000 | | 229,076 |
| | ONEOK PARTNERS L P 6.15% DUE 10-01-2016 | 175000 | | 183,894 |
| | ORACLE CORP 5.75% DUE 04-15-2018 | 85000 | | 91,901 |
| | PAC GAS & ELEC CO 4.8% DUE 03-01-2014 | 255000 | | 270,809 |
| | PACIFICORP 5.75% DUE 04-01-2037 | 235000 | | 238,519 |
| | PETROLEOS MEXICANOS GLOBAL GTD BD 9.5% DUE | | | |
| | 09-15-2027 REG | 350000 | | 434,000 |
| | PFIZER INC NT 6.2 DUE 03-15-2019 | 275000 | | 305,696 |
| | PHILIP MORRIS INTL INC NT 5.65% DUE 05-16-2018 REG | 135000 | | 141,963 |
| | PITNEY BOWES INC GLOBAL MEDIUM TERM NTS TRANCHE # TR 00013 3.875 6-15-13 REG | 70000 | | 72,242 |
| | PRAXAIR INC 6.375% DUE 04-01-2012 | 210000 | | 230,760 |
| | PROCTER & GAMBLE 4.95% DUE 08-15-2014 | 305000 | | 331,837 |
| | PROGRESS ENERGY 7.1% DUE 03-01-2011 | 140000 | | 148,179 |
| | PROGRESS ENERGY SR NT 7.05 DUE 03-15-2019 | 230000 | | 257,312 |
| | PRUDENTIAL FINL INC MEDIUM TERM NTS BOOKTRANCHE # 00009 5.5 DUE 03-16-2016 | 370000 | | 370,498 |

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| REG | | |
| REALTY INCOME CORP 5.95% DUE | | |
| 09-15-2016/09-14-2016 | 200000 | 197,036 |
| ROGERS 6.8% DUE 08-15-2018 | 185000 | 207,186 |
| ROYAL KPN NV 8 DUE 10-01-2010 | 420000 | 441,000 |
| SAFEWAY INC NT 4.95% DUE | | |
| 08-16-2010/08-12-2004 BEO | 270000 | 277,111 |
| SBC COMMUNICATIONS 5.1% DUE 09-15-2014 | 420000 | 451,777 |
| | | |
| SCHERING PLOUGH STEP CPN 6.5% DUE | | |
| 12-01-2033 | 190000 | 213,422 |
| SHELL INTL FIN B V GTD NT 6.375% DUE | | |
| 12-15-2038/12-11-2008 BEO | 70000 | 78,916 |
| SLM CORP MEDIUM TERM NTS BOOK ENTRY | | |
| 5% DUE | | |
| 10-01-2013 BEO | 350000 | 321,979 |
| SOUTH CAL EDISON 5% DUE 01-15-2014 | 245000 | 263,996 |
| SUNCOR ENERGY INC 6.1% DUE 06-01-2018 | 225000 | 241,432 |
| TARGET CORP BONDS 7 DUE 07-15-2031 BEO | 130000 | 145,503 |

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|-----|---|--|-------------|-------------------------|
| | TELECOM ITALIA CAP 5.25% DUE 10-01-2015 | 260000 | | 271,842 |
| | TELEFONICA 7.045% DUE 06-20-2036 | 150000 | | 171,285 |
| | TIME WARNER CABLE 7.3% DUE 07-01-2038 | 200000 | | 221,724 |
| | TN GAS PIPELN CO 7.625% DUE 04-01-2037 | 150000 | | 168,452 |
| | TRANSCANADA 6.2% DUE 10-15-2037 | 190000 | | 200,650 |
| | UBS AG STAMFORD BRH MT SR DEP TRANCHE # SR 00047 5.875 07-15-2016 REG | 200000 | | 202,494 |
| | UNILEVER CAP CORP NT 7.125% DUE 11-01-2010/10-24-2000 BEO | 200000 | | 210,818 |
| | UNION PAC CORP 6.625% DUE 02-01-2029 | 50000 | | 53,766 |
| | UNITEDHEALTH GROUP 4.875% DUE 04-01-2013 | 85000 | | 89,073 |
| | UNITEDHEALTH GROUP 5.375% DUE 03-15-2016 | 150000 | | 154,370 |
| | US BANK NATL ASSN 4.95% DUE 10-30-2014 | 250000 | | 265,153 |
| | UTD TECHNOLOGIES CORP NT DTD 08/04/1998 6.7 DUE 08-01-2028 BEO | 85000 | | 95,265 |
| | VALE OVERSEAS LTD 6.875% DUE 11-21-2036 | 150000 | | 149,874 |
| | VALERO ENERGY CORP 7.5% DUE 04-15-2032 | 255000 | | 262,237 |
| | VERIZON GLOBAL FDG CORP NT 7.75 DUE 12-01-2030 BEO | 285000 | | 334,812 |
| | VIACOM INC NT 7.875 DUE 07-30-2030 BEO | 155000 | | 167,174 |
| | VIACOM INC SR NT 6.875% DUE 04-30-2036/10-18-2006 | 125000 | | 135,163 |
| | VODAFONE GROUP PLC 5.625% DUE 02-27-2017 | 130000 | | 138,082 |
| | VODAFONE GROUP PLC NEW GCB 02/27/07 6.150 FA37 6.15 DUE 02-27-2037 BEO | 100000 | | 104,172 |
| | WACHOVIA BK NATL ASSN MEDIUM TERM SUB BKTRANCHE # SB 00009 6.6 DUE 01-15-2038 | 170000 | | 179,431 |
| | WAL-MART STORES 5.25% DUE 09-01-2035 | 245000 | | 240,913 |
| | WASTE MGMT INC DEL 6.1% DUE 03-15-2018 | 170000 | | 180,784 |
| | WYETH 5.5% DUE 02-01-2014 | 315000 | | 343,184 |

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| Total Value of Interest in Corporate Bonds and Debentures | \$ 46,671,974 |
|--|---------------|

Value of Interest in Participant Loans

| | | |
|--------------------------------------|--|---------------|
| *PARTICIPANT LOAN ASSET HARRIS CORP. | 3.25% to 10.5% Maturing through 2026 | \$ 39,452,348 |
|--------------------------------------|--|---------------|

| | |
|---|---------------|
| Total Value of Interest in Participant Loans | \$ 39,452,348 |
|---|---------------|

Value of Interest in U.S. Government Securities

| | | |
|---|--------|------------|
| BK AMER CORP MED TRM NTS SER L BK FDIC GTD TRNCHE # TR 00007 2.1 DUE 04-30-12 | 565000 | \$ 570,216 |
| CITIGROUP INC FDIC GTD TLGP GTD NT 2.125 DUE 04-30-2012 REG | 660000 | 667,067 |
| FEDERAL HOME LN MTG CORP POOL #781884 5.124% 08-01-2034 BEO | 69555 | 72,817 |
| FEDERAL HOME LN MTG CORP POOL #97-2200 5.438% 03-01-2036 BEO | 78612 | 82,585 |
| FEDERAL HOME LN MTG CORP POOL #A1-5349 5% 11-01-2033 BEO | 55355 | 56,992 |

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| (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 <i>(In Shares/Par Value except Participant Loans)</i> | (d) Cost | (e) Current Value |
|-----|--|--|-------------|-------------------------|
| | FEDERAL HOME LN MTG CORP POOL #A2-0151 4.5% 03-01-2034 BEO | 109951 | | 110,341 |
| | FEDERAL HOME LN MTG CORP POOL #A4-7056 5% 09-01-2035 BEO | 3149075 | | 3,235,347 |
| | FEDERAL HOME LN MTG CORP POOL #B15080 3.5% 06-01-2019 BEO | 101256 | | 99,116 |
| | FEDERAL HOME LN MTG CORP POOL #C1-9286 6% 12-01-2028 BEO | 11456 | | 12,287 |
| | FEDERAL HOME LN MTG CORP POOL #C7-8533 5.5% 04-01-2033 BEO | 204728 | | 215,434 |
| | FEDERAL HOME LN MTG CORP POOL #C9-0691 5.5% 07-01-2023 BEO | 54105 | | 57,294 |
| | FEDERAL HOME LN MTG CORP POOL #D5-1845 5.5% 04-01-2024 BEO | 20205 | | 21,347 |
| | FEDERAL HOME LN MTG CORP POOL #E01545 5% 01-01-2019 BEO | 413049 | | 435,281 |
| | FEDERAL HOME LN MTG CORP POOL #E9-7877 4% 08-01-2018 BEO | 140981 | | 144,521 |
| | FEDERAL HOME LN MTG CORP POOL #G0-1519 6% 02-01-2033 BEO | 103420 | | 110,821 |
| | FEDERAL HOME LN MTG CORP POOL #G0-1740 5.5% 12-01-2034 BEO | 1475200 | | 1,551,880 |
| | FEDERAL HOME LN MTG CORP POOL #G01919 4% 09-01-2035 BEO | 97090 | | 93,808 |

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|--|--------|---------|
| FEDERAL HOME LN MTG CORP POOL #G0-2109 6% 03-01-2036 BEO | 729800 | 777,009 |
| FEDERAL HOME LN MTG CORP POOL #G0-4338 5.5% 05-01-2038 BEO | 706344 | 740,702 |
| FEDERAL HOME LN MTG CORP POOL #G08006 6% 08-01-2034 BEO | 697653 | 744,744 |
| FEDERAL HOME LN MTG CORP POOL #G0-8061 5.5% 06-01-2035 BEO | 278850 | 293,170 |
| FEDERAL HOME LN MTG CORP POOL #G0-8088 6.5% 10-01-2035 BEO | 257942 | 276,562 |
| FEDERAL HOME LN MTG CORP POOL #G0-8344 4.5% 05-01-2039 BEO | 976551 | 975,127 |
| FEDERAL HOME LN MTG CORP POOL #G0-8354 5% 07-01-2039 BEO | 679183 | 697,153 |
| FEDERAL HOME LN MTG CORP POOL #G1-2394 5% 05-01-2021 BEO | 96077 | 101,013 |
| FEDERAL HOME LN MTG CORP POOL #G1-8171 5% 03-01-2022 BEO | 819745 | 858,272 |
| FEDERAL HOME LN MTG CORP POOL #P1-0032 4.5% 05-01-2018 BEO | 89710 | 93,389 |
| FHLB BD 4.875 11-18-2011 | 750000 | 801,074 |
| FHLB BD 5.125 08-14-2013 | 450000 | 495,360 |
| FHLB NT 3.875 06-14-2013 | 360000 | 380,730 |

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|-----|---|--|-------------|-------------------------|
| | FHLB PREASSIGN 00358 4.875 05-17-2017 | 240000 | | 256,633 |
| | FHLB TRANCHE # TR 00130 5.25 06-18-2014 | 1360000 | | 1,510,839 |
| | FHLMC DTD 05/23/2008 3.75 06-28-2013 | 400000 | | 421,551 |
| | FHLMC DTD 10/25/2000 6.75 03-15-2031 | 45000 | | 54,801 |
| | FHLMC FEDERAL HOME LN MTG CORP 4.500 4.###-##-#### | 830000 | | 897,181 |
| | FHLMC GOLD A1-5088 5.5 10-01-2033 | 1128248 | | 1,187,246 |
| | FHLMC GOLD A1-7908 6.5 01-01-2034 | 179684 | | 193,385 |
| | FHLMC GOLD A2-8017 6 10-01-2034 | 961583 | | 1,026,490 |
| | FHLMC GOLD A3-6995 5.5 09-01-2035 | 1199724 | | 1,261,335 |
| | FHLMC GOLD C01385 6.5 08-01-2032 | 97779 | | 105,602 |
| | FHLMC GOLD C01614 4.5 08-01-2033 | 392510 | | 394,636 |
| | FHLMC GOLD C2-0273 6 06-01-2028 | 14865 | | 15,908 |
| | FHLMC GOLD C53726 6.5 06-01-2031 | 33384 | | 36,107 |
| | FHLMC GOLD C55070 7.5 07-01-2031 | 463 | | 520 |
| | FHLMC GOLD C61982 5.5 12-01-2031 | 104713 | | 110,279 |
| | FHLMC GOLD C77210 5.5 02-01-2033 | 228851 | | 240,818 |
| | FHLMC GOLD C9-0135 7.5 04-01-2016 | 3275 | | 3,694 |
| | FHLMC GOLD C90492 6 11-01-2021 | 62613 | | 67,572 |

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|-----------------------------------|--------|---------|
| FHLMC GOLD C90653 5 04-01-2023 | 55136 | 57,048 |
| FHLMC GOLD D9-7672 5.5 04-01-2028 | 599792 | 631,906 |
| FHLMC GOLD E01307 5 02-01-2018 | 40192 | 42,372 |
| FHLMC GOLD E90266 6 06-01-2017 | 7632 | 8,176 |
| FHLMC GOLD G0-8238 6.5 12-01-2037 | 365221 | 391,280 |
| FHLMC GOLD G1-2088 4.5 05-01-2019 | 361254 | 376,197 |
| FHLMC GOLD G1-2090 5.5 10-01-2017 | 46518 | 49,431 |
| FHLMC GOLD G1-2091 5.5 10-01-2020 | 400895 | 426,754 |

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|-----|---|--|-------------|-------------------------|
| | FHLMC GOLD GROUP E82517 7 02-01-2016 | 7382 | | 7,984 |
| | FHLMC GOLD POOL C48593 6 03-01-2031 | 5015 | | 5,374 |
| | FHLMC GROUP #E63092 6 MTG PARTN CTF DUE 03-01-2011 REG | 5564 | | 5,940 |
| | FHLMC GROUP #G00363 8.0 MTG PARTN CTF DUE 06-01-2025 REG | 8067 | | 9,252 |
| | FHLMC MULTICLASS FHLMC #E0-1323 4.5 03-01-2018 | 209923 | | 218,686 |
| | FHLMC NTS 5.125 07-15-2012 | 700000 | | 760,454 |
| | FHLMC POOL #1B-0809 2.625 04-01-2033 | 52737 | | 54,280 |
| | FHLMC POOL #1B2692 ADJ RT 12-01-2034 | 92533 | | 94,743 |
| | FHLMC POOL #1B-7484 ADJ RT 08-01-2037 | 769341 | | 814,201 |
| | FHLMC POOL #1L-0125 ADJ RT 12-01-2034 | 152114 | | 158,491 |
| | FHLMC POOL #1L-1415 ADJ RT 06-01-2036 | 66953 | | 69,022 |
| | FHLMC POOL #781071 ADJ RT 11-01-2033 | 44755 | | 46,833 |
| | FHLMC POOL #78-1392 ADJ RT 04-01-2034 | 101290 | | 104,197 |
| | FHLMC POOL #78-1681 ADJ RT 06-01-2034 | 86656 | | 89,188 |
| | FHLMC POOL #78-2548 ADJ RT 06-01-2035 | 39351 | | 41,196 |
| | FHLMC POOL #78-9922 ADJ RT 10-01-2032 | 22814 | | 23,456 |
| | FHLMC POOL #84-7154 ADJ RT 05-01-2033 | 270236 | | 279,195 |

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|--|---------|-----------|
| FHLMC PREASSIGN 00012 5 02-16-2017 | 1100000 | 1,195,623 |
| FHLMC PREASSIGN 00038 4.875 06-13-2018 | 360000 | 385,076 |
| FNMA 4.375 DUE 03-15-2013 REG | 1370000 | 1,472,303 |
| FNMA 6 DUE 05-15-2011 REG | 1545000 | 1,654,060 |
| FNMA 7.125 01-15-2030 | 315000 | 397,204 |
| FNMA NT 6.125 03-15-2012 | 1300000 | 1,432,934 |
| FNMA POOL #190541 7% DUE 01-01-2024 REG | 28826 | 32,139 |
| FNMA POOL #250141 6.5% DUE 07-01-2014 REG | 290 | 314 |
| FNMA POOL #250495 7% 03-01-2026 BEO | 5325 | 5,919 |
| FNMA POOL #251498 6.5% DUE 02-01-2028 REG | 6962 | 7,527 |

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|-----|---|---|-------------|-------------------------|
| | FNMA POOL #252164 5.5% DUE 12-01-2013 REG | | 2658 | 2,834 |
| | FNMA POOL #254044 6.5% DUE 10-01-2021 REG | | 76455 | 83,162 |
| | FNMA POOL #254087 7% DUE 11-01-2016 REG | | 8011 | 8,719 |
| | FNMA POOL #254146 6% DUE 01-01-2032 REG | | 64998 | 69,548 |
| | FNMA POOL #254196 6% DUE 02-01-2017 REG | | 469278 | 502,921 |
| | FNMA POOL #254232 6.5% DUE 03-01-2022 REG | | 68796 | 74,789 |
| | FNMA POOL #254262 6% DUE 04-01-2032 REG | | 31430 | 33,590 |
| | FNMA POOL #254473 5.5% DUE 10-01-2017 REG | | 39084 | 41,617 |
| | FNMA POOL #254766 5% 06-01-2033 BEO | | 266575 | 275,097 |
| | FNMA POOL #254802 4.5% 07-01-2018 BEO | | 189981 | 198,018 |
| | FNMA POOL #254837 4.5% 07-01-2010 BEO | | 27312 | 27,862 |
| | FNMA POOL #254942 4% 10-01-2018 BEO | | 142551 | 146,174 |
| | FNMA POOL #255412 6% 10-01-2034 BEO | | 839004 | 894,851 |
| | FNMA POOL #257132 5% 03-01-2028 BEO | | 686853 | 710,781 |
| | FNMA POOL #257137 7% 03-01-2038 BEO | | 525283 | 576,079 |
| | FNMA POOL #262270 6% DUE 12-01-2023 REG | | 23130 | 24,647 |
| | | | 31654 | 35,653 |

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|--|-------|--------|
| FNMA POOL #313275 7.5% DUE 04-01-2026 REG | | |
| FNMA POOL #337758 6.5 GTD MTG PASS THRU CTF DUE 03-01-2026 REG | 16714 | 18,072 |
| FNMA POOL #352662 5.5% DUE 02-01-2013 REG | 23149 | 24,678 |
| FNMA POOL #406605 6% DUE 05-01-2024 REG | 29260 | 31,178 |
| FNMA POOL #420499 6% DUE 03-01-2028 REG | 50669 | 54,311 |
| FNMA POOL #433414 6% DUE 08-01-2028 REG | 29236 | 31,337 |
| FNMA POOL #486562 5.5% DUE 02-01-2014 REG | 11114 | 11,813 |
| FNMA POOL #491672 6.5% DUE 03-01-2029 REG | 12199 | 13,209 |
| FNMA POOL #50911 6.50000 GTD MTG PASS THRU CTF DUE 09-01-2023 REG | 77098 | 82,653 |
| FNMA POOL #545879 6.5% DUE 09-01-2032 REG | 25727 | 27,817 |

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|-----|---|---|-------------|-------------------------|
| | FNMA POOL #555000 6% DUE 10-01-2032 REG | 732331 | | 782,679 |
| | FNMA POOL #581519 8.5% DUE 06-01-2031 BEO | 405 | | 467 |
| | FNMA POOL #581659 6% DUE 07-01-2031 REG | 43543 | | 46,618 |
| | FNMA POOL #585950 6.5% DUE 06-01-2031 REG | 22505 | | 24,334 |
| | FNMA POOL #610079 7% 10-01-2031 BEO | 13844 | | 15,422 |
| | FNMA POOL #611014 5.5% DUE 01-01-2017 REG | 21641 | | 23,043 |
| | FNMA POOL #615519 6% 11-01-2031 BEO | 16272 | | 17,412 |
| | FNMA POOL #615543 7% DUE 11-01-2031 REG | 16326 | | 18,187 |
| | FNMA POOL #618250 6% DUE 01-01-2032 REG | 226177 | | 242,010 |
| | FNMA POOL #624294 5% 02-01-2017 BEO | 5895 | | 6,208 |
| | FNMA POOL #626455 5.5% DUE 01-01-2032 REG | 68844 | | 72,455 |
| | FNMA POOL #626810 6% DUE 06-01-2017 REG | 33535 | | 35,939 |
| | FNMA POOL #639085 6.5% DUE 05-01-2032 REG | 22434 | | 24,242 |
| | FNMA POOL #644903 5% DUE 06-01-2017 REG | 28197 | | 29,716 |
| | FNMA POOL #648174 6% DUE 06-01-2032 REG | 26071 | | 27,864 |
| | FNMA POOL #649303 7% DUE 04-01-2032 REG | 32346 | | 35,697 |

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|--|---------|-----------|
| FNMA POOL #654260 ADJ RT DUE 11-01-2032 REG | 46793 | 47,512 |
| FNMA POOL #656877 6% DUE 08-01-2032 REG | 51894 | 55,462 |
| FNMA POOL #661452 6.5% DUE 07-01-2032 REG | 42756 | 46,239 |
| FNMA POOL #663332 5.5% DUE 09-01-2032 REG | 30136 | 31,707 |
| FNMA POOL #670909 5.5% DUE 12-01-2022 REG | 45328 | 48,032 |
| FNMA POOL #674970 5% DUE 12-01-2017 REG | 78801 | 83,046 |
| FNMA POOL #677758 5.5% DUE 03-01-2033 REG | 370636 | 389,554 |
| FNMA POOL #678182 5.5% DUE 01-01-2018 REG | 24080 | 25,641 |
| FNMA POOL #683100 5.5% 02-01-2018 BEO | 480590 | 515,098 |
| FNMA POOL #695003 5% DUE 03-01-2033 REG | 72946 | 75,172 |
| FNMA POOL #695403 5% DUE 06-01-2033 REG | 1492298 | 1,543,395 |

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|-----|---|---|-------------|-------------------------|
| | FNMA POOL #695727 4.5% DUE 04-01-2018 REG | 45099 | | 47,077 |
| | FNMA POOL #695844 5% 04-01-2018 BEO | 331434 | | 349,186 |
| | FNMA POOL #703726 5% DUE 02-01-2033 REG | 135331 | | 140,371 |
| | FNMA POOL #705118 4.921% 05-01-2033 BEO | 64264 | | 67,125 |
| | FNMA POOL #711210 5.5% DUE 05-01-2033 REG | 68925 | | 72,443 |
| | FNMA POOL #713823 4.5% DUE 06-01-2018 REG | 114799 | | 119,655 |
| | FNMA POOL #721537 5% DUE 07-01-2033 REG | 24677 | | 25,426 |
| | FNMA POOL #722777 ADJ RT DUE 09-01-2033 REG | 48848 | | 49,610 |
| | FNMA POOL #725314 5% 04-01-2034 BEO | 374614 | | 385,989 |
| | FNMA POOL #725762 6% 08-01-2034 BEO | 30518 | | 32,597 |
| | FNMA POOL #725773 5.5% 09-01-2034 BEO | 1270973 | | 1,335,846 |
| | FNMA POOL #725866 4.5% 09-01-2034 BEO | 139185 | | 139,852 |
| | FNMA POOL #726873 5% DUE 07-01-2033 REG | 335310 | | 345,492 |
| | FNMA POOL #729760 5.5% 06-01-2033 BEO | 70323 | | 73,912 |
| | FNMA POOL #730153 5.5% DUE 08-01-2033 REG | 254130 | | 267,101 |
| | FNMA POOL #731314 5.5% 08-01-2033 BEO | 63608 | | 66,855 |

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|--|--------|---------|
| FNMA POOL #735171 ADJ RT DUE 01-01-2035 REG | 56146 | 59,366 |
| FNMA POOL #735224 5.5% 02-01-2035 BEO | 444542 | 467,233 |
| FNMA POOL #735503 6% 04-01-2035 BEO | 482587 | 515,463 |
| FNMA POOL #737556 5.5% DUE 09-01-2033 REG | 142551 | 149,827 |
| FNMA POOL #741897 5% 10-01-2033 BEO | 484695 | 499,412 |
| FNMA POOL #743170 4.5% 10-01-2033 BEO | 382975 | 385,289 |
| FNMA POOL #744462 5% 09-01-2033 BEO | 160395 | 165,266 |
| FNMA POOL #745275 5% DUE 02-01-2036 REG | 370087 | 380,514 |
| FNMA POOL #746299 4.118% 09-01-2033 BEO | 122095 | 126,571 |
| FNMA POOL #755242 5.5% DUE 11-01-2033 REG | 110644 | 116,291 |
| FNMA POOL #755248 5.5% DUE 11-01-2033 REG | 245687 | 258,228 |

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|-----|---|--|-------------|-------------------------|
| | FNMA POOL #756744 5% 12-01-2033 BEO | 20982 | | 21,619 |
| | FNMA POOL #758796 5% DUE 12-01-2033 REG | 513256 | | 528,841 |
| | FNMA POOL #763516 4% 02-01-2034 BEO | 86860 | | 84,046 |
| | FNMA POOL #769807 5.5% 03-01-2034 BEO | 734682 | | 772,181 |
| | FNMA POOL #770082 4.5% 03-01-2019 BEO | 840662 | | 874,121 |
| | FNMA POOL #786458 5% 05-01-2034 BEO | 116513 | | 119,941 |
| | FNMA POOL #790003 6% DUE 08-01-2034 BEO | 607236 | | 647,655 |
| | FNMA POOL #798084 6% DUE 02-01-2035 REG | 792614 | | 845,373 |
| | FNMA POOL #803594 3.073% 10-01-2034 BEO | 65662 | | 67,299 |
| | FNMA POOL #827804 6% 03-01-2035 BEO | 148639 | | 159,044 |
| | FNMA POOL #828451 ADJ RT DUE 06-01-2035 REG | 280945 | | 297,133 |
| | FNMA POOL #840012 6% DUE 10-01-2035 REG | 1649816 | | 1,755,508 |
| | FNMA POOL #841031 5.272% 11-01-2035 BEO | 59704 | | 62,857 |
| | FNMA POOL #848368 ADJ RT DUE 12-01-2035 REG | 81766 | | 83,529 |
| | FNMA POOL #889982 5.5% 11-01-2038 BEO | 1085068 | | 1,137,061 |
| | FNMA POOL #890142 5% 07-01-2039 BEO | 46512 | | 47,786 |
| | FNMA POOL #903165 ADJ RT DUE 11-01-2036 REG | 170530 | | 180,205 |

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| FNMA POOL #907896 ADJ RT DUE 12-01-2036 REG | 232916 | 246,281 |
| FNMA POOL #910181 ADJ RT DUE 03-01-2037 REG | 536174 | 567,419 |
| FNMA POOL #918554 5.5% DUE 06-01-2037 REG | 1009484 | 1,057,855 |
| FNMA POOL #922886 ADJ RT DUE 02-01-2037 REG | 38486 | 40,842 |
| FNMA POOL #935314 4.5% 07-01-2039 BEO | 509360 | 508,936 |
| FNMA POOL #935487 4.5% 07-01-2039 BEO | 2076494 | 2,074,764 |
| FNMA POOL #937346 6.5% DUE 06-01-2037 REG | 1538731 | 1,649,567 |
| FNMA POOL #940624 6% 08-01-2037 BEO | 1530288 | 1,623,301 |
| FNMA POOL #966310 5% 12-01-2037 BEO | 590852 | 607,039 |
| FNMA POOL #967254 5.5% 12-01-2037 BEO | 699946 | 733,486 |

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|-----|---|--|-------------|-------------------------|
| | FNMA POOL #987077 5.5% 08-01-2038 BEO | 741032 | | 776,540 |
| | FNMA POOL #AA0317 4.5% 02-01-2039 BEO | 692455 | | 691,878 |
| | FNMA POOL #AA1747 4.5% 01-01-2039 BEO | 955682 | | 954,982 |
| | FNMA POOL #AA2249 4.5% 05-01-2039 BEO | 30093 | | 30,068 |
| | FNMA POOL #AA5582 4% 06-01-2039 BEO | 989042 | | 955,764 |
| | FNMA POOL #AA6951 4.5% 05-01-2039 BEO | 980106 | | 979,290 |
| | FNMA POOL #AA7706 4% 07-01-2039 BEO | 1190477 | | 1,150,423 |
| | FNMA POOL #AC1607 4.5% 08-01-2039 BEO | 746309 | | 745,687 |
| | FNMA POOL #AC2796 4.5% 09-01-2024 BEO | 986312 | | 1,015,705 |
| | FNMA POOL #AC6939 4% 12-01-2024 BEO | 996054 | | 1,003,321 |
| | FNMA PREASSIGN 00310 5.125 01-02-2014 | 315000 | | 334,413 |
| | FNMA PREASSIGN 00480 2.75 03-13-2014 | 350000 | | 352,973 |
| | GNMA I SINGLE FAMILY MORTGAGE 4.5% 30 YEARS SETTLES JANUARY | 1200000 | | 1,200,750 |
| | GNMA POOL #002274 6 08-20-2011 BEO | 2393 | | 2,483 |
| | GNMA POOL #003238 SER 2032 6% DUE 05-20-2032 REG | 39818 | | 42,572 |
| | GNMA POOL #003368 4.5% 04-20-2018 BEO | 28361 | | 29,669 |
| | GNMA POOL #003389 5% 05-20-2033 BEO | 56747 | | 58,735 |
| | | 58971 | | 65,758 |

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| GNMA POOL #212183 SER 2017 8.5% DUE 06-15-2017 REG | | |
| GNMA POOL #455809 SER 2027 7% DUE 10-15-2027 REG | 3024 | 3,360 |
| GNMA POOL #458928 SER 2013 6% DUE 10-15-2013 REG | 25312 | 27,106 |
| GNMA POOL #460846 SER 2013 6.5% DUE 06-15-2013 REG | 4408 | 4,739 |
| GNMA POOL #487198 SER 2029 6% DUE 05-15-2029 REG | 11236 | 12,003 |
| GNMA POOL #515457 SER 2015 7% DUE 08-15-2015 REG | 5105 | 5,512 |
| GNMA POOL #518643 SER 2029 7.5% DUE 12-15-2029 REG | 7277 | 8,196 |
| GNMA POOL #552235 SER 2031 6% DUE 12-15-2031 REG | 7354 | 7,856 |
| GNMA POOL #569502 5% 01-15-2017 BEO | 54058 | 57,190 |

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| (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 Participant Loans) | (d) Cost | (e) Current Value |
|-----|---|---|-------------|-------------------------|
| | GNMA POOL #595891 5% 07-15-2033 BEO | 102650 | | 106,368 |
| | GNMA POOL #614629 SER 2018 5% DUE 07-15-2018 REG | 127764 | | 135,087 |
| | GNMA POOL #622630 SER 2033 5.5% DUE 11-15-2033 REG | 77539 | | 81,820 |
| | GNMA POOL #628058 SER 2033 5.5% DUE 12-15-2033 REG | 141756 | | 149,582 |
| | GNMA POOL #628068 5.5% 04-15-2034 BEO | 236480 | | 249,312 |
| | GNMA POOL #640904 SER 2035 5% DUE 04-15-2035 REG | 343275 | | 354,849 |
| | GNMA POOL #649519 SER 2035 5.5% DUE 10-15-2035 REG | 794162 | | 836,263 |
| | GNMA POOL #677176 SER 2038 5.5% DUE 06-15-2038 REG | 637921 | | 669,149 |
| | GNMA POOL #678949 SER 2037 6.5% DUE 10-15-2037 REG | 295034 | | 314,064 |
| | GNMA POOL #692774 5% 09-15-2039 BEO | 940789 | | 969,273 |
| | GNMA POOL #698236 SER 2039 5% DUE 06-15-2039 BEO | 235968 | | 243,113 |
| | GNMA POOL #702046 5% 06-15-2039 BEO | 744774 | | 767,324 |
| | GNMA POOL #716785 SER 2039 4.5% DUE 04-15-2039 REG | 786248 | | 788,166 |
| | GNMA POOL #781830 SER 2034 5% DUE 11-15-2034 REG | 146600 | | 151,615 |

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| | | |
|---|---------|-----------|
| GNMA POOL #782372 5% 07-15-2038 BEO | 295797 | 304,617 |
| GNMA POOL #782475 6% 11-15-2038 BEO | 1302578 | 1,378,749 |
| GNMA POOL #782597 5.5% 03-15-2039 BEO | 429534 | 450,592 |
| GNMAII POOL #001590 7.5% DUE 02-20-2024 REG | 4831 | 5,425 |
| GNMAII POOL #002591 7% DUE 05-20-2028 REG | 32243 | 35,774 |
| GNMAII POOL #003095 SER 2031 6.5% DUE 06-20-2031 REG | 29584 | 32,045 |
| GNMAII POOL #003228 SER 2032 6.5% DUE 04-20-2032 REG | 27884 | 30,073 |
| GNMAII POOL #003428 SER 2033 5% DUE 08-20-2033 BEO | 68694 | 71,051 |
| GNMAII POOL #003800 SER 2020 4.5% DUE 12-20-2020 REG | 81977 | 85,290 |
| GNMAII POOL #634924 SER 2034 5.5% DUE 11-20-2034 REG | 106520 | 111,960 |
| JPMORGAN CHASE & 3.125% DUE 12-01-2011 | 650000 | 672,738 |

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|-----|---|---|-------------|-------------------------|
| | PWR BD SER C DTD 03/15/1998 6% DUE 03-15-2013 REG | 350000 | | 391,625 |
| | UNITED STATES TREAS BDS 00203 5% DUE 05-15-2037 REG | 210000 | | 223,027 |
| | UNITED STATES TREAS BDS 00205 4.375% DUE 02-15-2038 REG | 525000 | | 504,000 |
| | UNITED STATES TREAS BDS 8 1/8% 15/5/2021USD1000 8.125% DUE 05-15-2021 REG | 350000 | | 478,789 |
| | UNITED STATES TREAS BDS 8% 11/15/2021 USD1000 8% DUE 11-15-2021/04-29-1999 REG | 385000 | | 524,262 |
| | UNITED STATES TREAS BDS 9.25% DUE 02-15-2016 REG | 350000 | | 471,434 |
| | UNITED STATES TREAS BDS BD DTD 11/16/1998 5.25% DUE 11-15-2028 REG | 265000 | | 287,152 |
| | UNITED STATES TREAS BDS DTD 00206 4.5% DUE 05-15-2038 REG | 315000 | | 308,454 |
| | UNITED STATES TREAS BDS DTD 00209 3.5% DUE 02-15-2039 REG | 100000 | | 81,906 |
| | UNITED STATES TREAS BDS DTD 00210 4.25% DUE 05-15-2039 REG | 500000 | | 469,063 |
| | UNITED STATES TREAS BDS DTD 02/15/1995 7.625% DUE 02-15-2025 REG | 600000 | | 810,656 |
| | UNITED STATES TREAS BDS DTD 02/15/2000 6.25% DUE 05-15-2030 REG | 175000 | | 213,773 |
| | UNITED STATES TREAS BDS DTD 02/15/2001 5.375 15 FEB 2031 | 190000 | | 209,950 |
| | UNITED STATES TREAS BDS DTD 02/15/2006 4.5% DUE 02-15-2036 REG | 565000 | | 556,525 |
| | UNITED STATES TREAS BDS DTD 08/15/1993 6.25% DUE 08-15-2023 REG | 1420000 | | 1,696,013 |
| | UNITED STATES TREAS BDS DTD 11/15/1997 6.125% DUE 11-15-2027 REG | 235000 | | 279,944 |

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|--|---------|-----------|
| UNITED STATES TREAS NTS 2.375 DUE 08-31-2010 REG | 1115000 | 1,129,765 |
| UNITED STATES TREAS NTS 4% NTS 15/08/18 USD1000 4% DUE 08-15-2018 REG | 505000 | 515,771 |
| UNITED STATES TREAS NTS 4.75 DUE 08-15-2017 BEO | 1450000 | 1,573,363 |
| UNITED STATES TREAS NTS 5 DUE 08-15-2011 REG | 1955000 | 2,084,519 |
| UNITED STATES TREAS NTS BONDS 1.375% DUE 02-15-2012 REG | 2800000 | 2,808,095 |
| UNITED STATES TREAS NTS DTD 00032 4.25% DUE 08-15-2013 REG | 700000 | 755,343 |
| UNITED STATES TREAS NTS DTD 00040 4.25% DUE 11-15-2013 REG | 1605000 | 1,733,901 |
| UNITED STATES TREAS NTS DTD 00141 4.625% DUE 10-31-2011 REG | 1780000 | 1,895,492 |

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|-----|---|---|-------------|-------------------------|
| | UNITED STATES TREAS NTS DTD 00229 1.875%DUE 04-30-2014 REG | 675000 | | 661,131 |
| | UNITED STATES TREAS NTS DTD 00230 1.375%DUE 05-15-2012 REG | 1600000 | | 1,600,000 |
| | UNITED STATES TREAS NTS DTD 00231 3.125%DUE 05-15-2019 REG | 1350000 | | 1,278,492 |
| | UNITED STATES TREAS NTS DTD 00236 2.25% DUE 05-31-2014 REG | 1200000 | | 1,191,844 |
| | UNITED STATES TREAS NTS DTD 00250 2.375%DUE 08-31-2014 REG | 1800000 | | 1,786,781 |
| | UNITED STATES TREAS NTS DTD 00262 1.375%DUE 11-15-2012 REG | 1300000 | | 1,290,656 |
| | UNITED STATES TREAS NTS DTD 00268 3.25% DUE 12-31-2016 REG | 1500000 | | 1,487,343 |
| | UNITED STATES TREAS NTS DTD 02/15/2001 5% DUE 02-15-2011 BEO | 1920000 | | 2,012,175 |
| | UNITED STATES TREAS NTS DTD 11/30/09 2.75% DUE 11-30-2016 REG | 1200000 | | 1,155,281 |
| | UNITED STATES TREAS NTS DTD 3.875 DUE 02-15-2013 REG | 50000 | | 53,250 |
| | UNITED STATES TREAS NTS NT 1% DUE 07-31-2011 REG | 2400000 | | 2,403,655 |
| | UNITED STATES TREAS NTS NT 2.375% DUE 10-31-2014 REG | 2000000 | | 1,978,280 |
| | UNITED STATES TREAS NTS NT 4.25 DUE 08-15-2015 REG | 295000 | | 315,742 |
| | UNITED STATES TREAS NTS NT 4.25% DUE 11-15-2014 REG | 505000 | | 543,980 |

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| | | |
|---|---------|-----------|
| UNITED STATES TREAS NTS NT 5.125% DUE 05-15-2016 REG | 1425000 | 1,589,320 |
| UNITED STATES TREAS NTS NTS 2.75% DUE 02-15-2019 REG | 695000 | 639,834 |
| UNITED STATES TREAS NTS UNITED STATES TREAS NOTES 3.375% DUE 07-31-2013 REG | 1100000 | 1,154,657 |
| UNITED STATES TREAS NTS UNITED STATES TREAS NTS 3.5% DUE 02-15-2018 REG | 500000 | 495,899 |
| UNITED STATES TREAS NTS US TREASURY NOTE/BOND 3.125% DUE 04-30-2013 REG | 385000 | 401,122 |
| UNITED STATES TREAS NTS US TREASURY T-NOTE 3.125% DUE 09-30-2013 REG | 1815000 | 1,886,324 |
| US OF AMER TREAS NOTES 3.75 DUE 11-15-2018 REG | 735000 | 734,943 |
| US TREAS 7.875 BD 2-15-2021 REG | 610000 | 819,878 |
| US TREAS BDS 0 TREAS NT 15/11/2039 USD1000 4.375 DUE 11-15-2039 REG | 225000 | 215,367 |
| US TREAS BDS USD1000 7.25 DUE 05-15-2016REG | 350000 | 433,262 |

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|-----|--|--|-------------|-------------------------|
| | US TREAS BDS USD1000 8.125 DUE 08-15-2019 REG | 560000 | | 753,725 |
| | US TREAS NTS 3.375 NTS 30/06/2013 USD1000 3.375 DUE 06-30-2013 REG | 1300000 | | 1,364,492 |
| | US TREAS NTS 3.875 NTS 15/05/2018 USD1000 3.875 DUE 05-15-2018 REG | 400000 | | 406,156 |
| | US TREAS SEC 4.5 DUE 08-15-2039 REG | 385000 | | 376,277 |
| | US TSY 4.50 15FEB16 | 1555000 | | 1,677,335 |
| | UTD STATES TREAS 2.375% DUE 09-30-2014 | 850000 | | 842,826 |
| | UTD STATES TREAS NTS 2.75 NT 31/10/2013 USD1000 2.75 DUE 10-31-2013 REG | 870000 | | 890,992 |
| | Total Value of Interest in U.S. Government Securities | | | \$ 137,560,171 |
| | Value of Interest in Common/Collective Trust Funds | | | |
| | GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND A | 118350696 | | \$ 118,350,696 |
| | GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND D | 128076521 | | 128,076,521 |
| | GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND E | 104366167 | | 104,366,167 |
| | GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND F | 282397785 | | 282,397,785 |
| | GALLIARD CAPITAL MANAGEMENT WELLS FARGO BANK NA FIXED INCOME FUND G | 30321227 | | 30,321,240 |
| | MFB COLLECTIVE DAILY EXTENDED EQUITY INDEX FUND NON LENDING | 584224 | | 64,751,878 |

| | | |
|---|----------|-------------|
| *MFB MFB NTGI-QM COLLECTIVE DAILY RUSSELL1000 INDEX FUND NON LENDING | 19576261 | 204,983,028 |
| *MFB NTGI-QM COLLECTIVE DAILY AGGREGATE BD INDEX FD NON LENDING | 358274 | 37,922,198 |
| *MFB NTGI-QM COLLECTIVE DAILY AGGREGATE BOND FUND LENDING TIER H | 40675 | 16,407,031 |
| *MFB NTGI-QM COLLECTIVE DAILY EXTENDED EQUITY MARKET INDEX FUND LENDING | 62449 | 14,962,853 |
| *MFB NTGI-QM COLTV DAILY RUSSELL 1000 EQTY INDEX FD-LENDING | 43713 | 6,676,328 |
| *MFB NTGI-QM COLTV DAILY RUSSELL 2000 GROWTH EQTY INDEX FD-LENDING | 10658 | 1,898,007 |
| *MFB NTGI-QM COLTV DAILY S&P 500 EQTY INDEX FD-LENDING | 24696 | 79,359,268 |
| *MFB NTGI-QM COLTV DAILY S&P500 EQTY INDEX FD-CL C NON LENDING | 35376 | 114,242,730 |
| MFO BLACKROCK LIFEPATH INDEX 2015 NL F | 2179713 | 27,464,383 |
| MFO BLACKROCK LIFEPATH INDEX 2020 NL F | 2407881 | 31,206,142 |
| MFO BLACKROCK LIFEPATH INDEX 2025 NL F | 2609828 | 34,736,810 |
| MFO BLACKROCK LIFEPATH INDEX 2030 NL F | 1730786 | 23,521,386 |
| MFO BLACKROCK LIFEPATH INDEX 2035 NL F | 1345438 | 18,661,231 |

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|---|---|--|-------------|-------------------------|
| | MFO BLACKROCK LIFEPAH INDEX 2040 NL F | 1088200 | | 15,376,261 |
| | MFO BLACKROCK LIFEPAH INDEX 2045 NL F | 933562 | | 13,433,960 |
| | MFO BLACKROCK LIFEPAH INDEX 2050 NL F | 539129 | | 7,871,278 |
| | MFO BLACKROCK LIFEPAH INDEX RETMT NL F | 1811572 | | 21,847,554 |
| | *NTGI COLTV GOVT STIF REGI STERED | 6331521 | | 6,331,521 |
| | Total Value of Interest in Common/Collective Trust Funds | | | \$ 1,405,166,256 |
| Value of Interest in Registered Investment Companies | | | | |
| | MFO ALLIANZ FDS RCM TECHNOLOGY FD INSTL CL | 1316395 | \$ | 50,194,140 |
| | MFO HARTFORD SER FD INC SMALL CO HLS FD CL IA | 1623400 | | 23,100,987 |
| | MFO RESV INVT FDS INC | 5537891 | | 5,537,891 |
| | MFO HARTFORD SER FD INC SMALL CO HLS FD CL IA | 3517765 | | 50,057,790 |
| | MFO RIDGEWORTH FDS INSTL US GOVT SECS MONEY MKT | 71197387 | | 71,197,387 |
| | MFO PRIN GLOBAL INVS COLTV INVT TR DIVERSIFIED INTL EQTY FD 50 BP FEE CL | 1119302 | | 165,617,701 |

Total Value of Interest in Registered Investment Companies \$ 365,705,896

Value of Interest in Foreign Bonds

| | | |
|--|--------|---------------------|
| BRAZIL FEDERATIVE REP US\$ GLOBAL BD 10.125% DUE 05-15-2027 BEO | 100000 | \$ 147,000 |
| BRAZIL(FED REP OF) 7.125 DUE 01-20-2037 REG | 225000 | 258,188 |
| HUNGARY REP NT 4.75 DUE 02-03-2015 REG | 185000 | 183,326 |
| ITALY REP NT 4.5% DUE 01-21-2015 REG | 490000 | 512,622 |
| MALAYSIA NT 7.5% DUE 07-15-2011 BEO | 140000 | 152,423 |
| UTD MEXICAN STS MTN TRANCHE # TR 00019 5.625 DUE 01-15-2017 REG | 595000 | 620,288 |
| PERU REP BD 7.35% DUE 07-21-2025 BEO | 100000 | 114,500 |
| SOUTH AFRICA REP NT 7.375% DUE 04-25-2012 REG | 175000 | 192,063 |
| KREDITANSTALT FUR WIEDERAUFBAU KFW GLOBAL NT 5.125% DUE 03-14-2016 REG | 735000 | 799,670 |
| ASIAN DEV BK BD 5.82% DUE 06-16-2028 REG | 525000 | 554,255 |
| EUROPEAN INVT BK EIB 10 YR GLOBAL BD 5.125 DUE 05-30-2017 BEO | 260000 | 284,674 |
| LANDWIRTSCHAFTLICHE RENTENBANK GLOBAL NT5.125% DUE 02-01-2017 BEO | 145000 | 155,480 |
| ONTARIO PROV CDA NT 4.95% DUE 11-28-2016BEO | 290000 | 310,795 |
| QUE PROV CDA BD 5.125 DUE 11-14-2016 BEO | 270000 | 290,573 |
| NOVA SCOTIA PROV CDA NOVA SCOTIA PROVINCE 5.75% DUE 02-27-2012 BEO | 140000 | 150,042 |
| Total Value of Interest in Foreign Bonds | | \$ 4,725,899 |

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|-----|---|--|-------------|-------------------------|
| | Identity of Issue, Borrower, Lessor, or Similar Party | | | |
| | Value of Interest in Municipal and Provincial Bonds | | | |
| | CALIFORNIA ST 7.55% 04-01-2039 BEO TAXABLE | 140000 | \$ | 137,547 |
| | IL ST TAXABLE-PENSION 5.1 DUE 06-01-2033BEO TAXABLE SINKING FD 06-01-2024 N/C | 460000 | | 384,500 |
| | Total Value of Interest in Municipal and Provincial Bonds | | \$ | 522,047 |
| | Value of Interest in Synthetic Guaranteed Investment Contract Wrappers | | | |
| | GIC NATIXIS FINANCIAL PRODUCTS CONTRACT NUMBER 1121-03 RATE 2.17% MATURITY 00/00/0000 SYNTHETIC WRAPPER | | \$ | 22,416 |
| | JP MORGAN CHASE BANK NA CONTRACT NUMBER AHARRIS-01 RATE 2.79% MATURITY 00/00/0000 SYNTHETIC WRAPPER | | | 0 |
| | STATE STREET BANK AND TRUST CO CONTRACT NUMBER 105004 RATE 2.03% MATURITY 00/00/0000 SYNTHETIC WRAPPER | | | 0 |
| | PACIFIC LIFE INSURANCE CO. CONTRACT NUMBER G- 27236.01.0001 RATE 3.83% MATURITY 00/00/0000 SYNTHETIC WRAPPER | | | 0 |
| | MONUMENTAL LIFE INSURANCE CO. CONTRACT NUMBER MDA00808TR RATE 3.83% MATURITY 00/00/0000 SYNTHETIC WRAPPER | | | 84,991 |
| | RABOBANK NEDERLAND CONTRACT NUMBER HRS090701 RATE 4.15% MATURITY 00/00/0000 SYNTHETIC WRAPPER | | | 0 194,042 |

| | |
|---|------------------|
| Total Value of Interest in Synthetic Guaranteed Investment Contract Wrappers | \$ 301,449 |
| Total Investments | \$ 2,531,483,541 |

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

* Party-in-interest
to the Plan

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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 transition 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/ Ronald A. Wyse
Ronald A. Wyse, Chairperson

Date: June 29, 2010