

HUNTINGTON INGALLS INDUSTRIES, INC.  
Form 11-K  
June 10, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 11-K  
FOR ANNUAL REPORTS OF EMPLOYEE  
STOCK PURCHASE, SAVINGS AND SIMILAR  
PLANS PURSUANT TO SECTION 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

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(Mark One):

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934  
For the fiscal year ended December 31, 2015

OR  
TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission file number 001-34910

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HUNTINGTON INGALLS INDUSTRIES  
SAVINGS PLAN  
(Full title of the plan)

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HUNTINGTON INGALLS INDUSTRIES, INC.  
4101 Washington Avenue, Newport News, Virginia 23607  
(Name of issuer of the securities held pursuant to the plan and the address of its principal executive offices)

HUNTINGTON INGALLS INDUSTRIES SAVINGS PLAN  
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NOTE: Schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because of the absence of conditions under which they are required.

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the HII Administrative Committee and Participants of the  
Huntington Ingalls Industries Savings Plan  
Newport News, Virginia

We have audited the accompanying statements of net assets available for benefits of the Huntington Ingalls Industries Savings Plan (the "Plan") as of December 31, 2015 and 2014, and the related statement of changes in net assets available for benefits for the year ended December 31, 2015. 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 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. The Plan is not required to have, nor were we engaged to perform, an audit of its 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, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2015 and 2014, and the changes in net assets available for benefits for the year ended December 31, 2015, in conformity with accounting principles generally accepted in the United States of America.

The Plan adopted Financial Accounting Standards Board Accounting Standards Update ("ASU") No. 2015-07, Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent) and ASU No. 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): Part (I) Fully Benefit-Responsive Investment Contracts, Part (II) Plan Investment Disclosures, Part (III) Measurement Date Practical Expedient. These ASUs were applied retrospectively to the 2014 period presented in the financial statements.

The supplemental schedule of assets (held at end of year) as of December 31, 2015, has been subjected to audit procedures performed in conjunction with the audit of the Plan's financial statements. The supplemental schedule is the responsibility of the Plan's management. Our audit procedures included determining whether the supplemental schedule reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedule. In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, including its form and content, is presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, such schedule is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ DELOITTE & TOUCHE LLP  
Richmond, Virginia  
June 10, 2016



HUNTINGTON INGALLS INDUSTRIES SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS  
AS OF DECEMBER 31, 2015 AND 2014

(\$ in thousands)

	2015	2014
<b>ASSETS:</b>		
Investments - at fair value:		
Plan interest in the Huntington Ingalls Industries, Inc. Defined Contribution Plans Master Trust	\$2,165,198	\$2,193,235
Registered investment company funds	10,717	—
Collective trust funds	2,552	—
Short-term investment fund	509	810
 Total investments	 2,178,976	 2,194,045
Interest income receivable	5	—
Notes receivable from participants	73,722	73,844
 Total receivables	 73,727	 73,844
 NET ASSETS AVAILABLE FOR BENEFITS	 \$2,252,703	 \$2,267,889

The accompanying notes are an integral part of these statements.

## HUNTINGTON INGALLS INDUSTRIES SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
FOR THE YEAR ENDED DECEMBER 31, 2015

(\$ in thousands)

## ADDITIONS:

Interest income on notes receivable from participants	\$2,882
Contributions:	
Participant contributions	112,375
Employer contributions	48,398
Total contributions	160,773
Total additions	163,655

## DEDUCTIONS:

Plan interest in the Huntington Ingalls Industries, Inc. Defined Contribution Plans Master Trust	274
Net investment loss - Bank of America	173
Benefits paid to participants	192,068
Total deductions	192,515

DECREASE IN NET ASSETS PRIOR TO TRANSFER (28,860 )

Transfer from Avondale Industries, Inc. 401(k) Savings Plan (Note 1) 13,674

## NET ASSETS AVAILABLE FOR BENEFITS:

Beginning of year	2,267,889
End of year	\$2,252,703

The accompanying notes are an integral part of these statements.

HUNTINGTON INGALLS INDUSTRIES SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

AS OF DECEMBER 31, 2015 AND 2014, AND FOR THE YEAR ENDED DECEMBER 31, 2015

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1. DESCRIPTION OF THE PLAN

The following description of the Huntington Ingalls Industries Savings Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions. General — The Plan is a qualified profit-sharing and employee stock ownership plan sponsored by Huntington Ingalls Industries, Inc. (the "Company" or "HII") established on March 31, 2011. The Plan covers substantially all non-union hourly and salaried employees of the Company and its affiliates who are at least 18 years old, are citizens or residents of the United States of America, and are not covered under another defined contribution plan. Union represented employees are not eligible to participate in this Plan. The HII Administrative Committee controls and manages the operation and administration of the Plan. State Street Bank and Trust Company ("State Street" or the "Trustee") serves as the trustee of the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA").

The majority of the Plan's investments are held in the Huntington Ingalls Industries, Inc. Defined Contribution Plans Master Trust (the "DC Master Trust"), and certain other investments are held with Bank of America, N.A. ("Bank of America"). All of the Plan's investments are participant-directed.

Certain employees hired or re-hired on or after March 31, 2011, who meet specific requirements are eligible to receive an additional employer contribution known as a Retirement Account Contribution ("RAC"). RACs are calculated and credited for each payroll date.

Plan Merger - Effective December 1, 2015, the Company merged the Avondale Industries, Inc. 401(k) Savings Plan ("Avondale 401(k) Plan") into the Plan. As a result of the merger, net assets from the Avondale 401(k) Plan of \$13,674,000 were transferred to the Plan as of December 1, 2015.

Contributions — Plan participants may contribute from 1% to 75% of eligible compensation in increments of 1%, on a tax-deferred (before-tax) basis, Roth 401(k) basis, or an after-tax basis, or a combination thereof, through payroll withholdings. An active participant may change the percentage of his or her contributions at any time. First time eligible employee (newly hired, rehired or certain transfers) participants are enrolled automatically into the Plan at a 2% tax-deferred contribution rate approximately 45 days after the date of hire, rehire or transfer unless an alternative election is made. If an alternate election is not made, such contributions are automatically increased by 1% each year thereafter. Contributions are subject to certain limitations imposed by the Internal Revenue Code (the "Code").

The Company's matching contributions are generally as follows:

	Company
Employee Contribution	Match
First 2% of participant's eligible compensation	100%
Next 2% of participant's eligible compensation	50%
Next 4% of participant's eligible compensation	25%
Eligible compensation over 8%	—%

The Company credits participants who meet eligibility requirements with a RAC each pay period in an amount determined as a percentage of eligible compensation for each pay period in accordance with the following table:

Participant's Age	Percentage of Compensation
Less than 35	3
35–49	4
50 or older	5

**Participant Accounts** — Individual accounts are maintained for each Plan participant. Each participant's account is credited with the participant's contributions, any employer contributions, and an allocation of the Plan's earnings, and charged with the participant's withdrawals, an allocation of the Plan's losses, and an allocation of administrative expenses borne by the Plan. Allocations are based on the participant's account balance, as defined in the Plan document. The benefit to which a participant is entitled is that which can be provided from the participant's vested account.

**Vesting** — Plan participants are immediately vested in their own and employer matching contributions (including any investment earnings thereon).

Plan participants are fully vested in their RAC, plus earnings thereon, upon the completion of three years of vesting service.

**Forfeited Accounts** — Forfeitures of nonvested RACs plus earnings thereon may be used to reduce subsequent Company contributions or Plan administrative expenses. As of December 31, 2015 and 2014, forfeited nonvested accounts were approximately \$320,000 and \$243,000, respectively. During 2015, employer contributions were reduced by \$475,000 due to forfeited nonvested accounts.

**Investment Options** — Upon enrollment in the Plan, each participant directs his or her contributions and Company contributions, in 1% increments, to be invested in any of the 18 investment options plus a self directed brokerage account option described in the Plan document. The investment funds are managed by independent investment managers appointed by the HII Investment Committee (the "Investment Committee"). Except for the Stable Value Fund disclosed in Note 5, there are no redemption restrictions nor unfunded commitments.

Participants may change their investment direction daily. Existing account balances can be transferred daily, subject to certain restrictions.



Contributions deposited into each investment fund buy units of that fund based on unit values that are updated daily prior to any Plan transactions, including contributions, withdrawals, distributions and transfers. The value of each participant's account within each fund depends on the number of units purchased to date and the current value of each unit.

Notes Receivable from Participants — Participants may borrow from their vested accounts a minimum of \$1,000, up to a maximum equal to the lesser of \$50,000, reduced by the highest outstanding loan balance over the past 12 months, or 50% of their account balance (not including certain Company contributions). A participant may not have more than two outstanding loans at any given time (except for those merged from other plans). Loans are secured by the assignment of the participant's vested interest in the Plan. The interest rate is fixed on the last business day of each month at the prime rate as determined by the Trustee plus 1%. Repayments are made from payroll deductions (for active employees) or other form of payment (for former employees or employees on a leave of absence). The maximum loan period for a regular loan is five years. Participants may obtain 15 year loans if used to acquire a dwelling that is the principal residence of the participant. Loans transferred in as the result of a plan merger may, however, have maximum loan periods greater than 15 years. Loans may be repaid early in full; partial early repayments are not permitted. As of December 31, 2015, participant loans have maturities through 2033 at interest rates ranging from 4.24% to 9.25%.

Payment of Benefits — On termination of employment with the Company (including termination due to death, disability, or retirement), a participant may receive a lump sum payment of his or her entire account balance (net of any outstanding loan balances). A participant may also delay payment until age 70 1/2 if the account balance exceeds \$1,000. Certain partial distributions after termination of employment and before age 70 1/2 are permitted by the Plan. Participants may rollover account balances to individual retirement accounts or another employer's qualified retirement plan to postpone federal and most state income taxes. Participants with frozen account balances under a previous savings plan may be eligible to elect special distribution options under the previous plan.

Distributions from the Huntington Ingalls Industries Stock Fund ("HII Stock Fund") may be paid in cash, stock, or a combination of both, depending on the participant's election.

Withdrawals — A participant may withdraw all or a portion of his or her after-tax contributions (plus earnings) at any time, limited to one withdrawal per quarter. In addition, a participant may withdraw all or a portion of his or her Company matching contributions (plus earnings) at any time, also limited to one withdrawal per quarter. A participant may withdraw all or a portion of his or her before-tax contributions for any reason after reaching age 59 1/2, or prior to reaching age 59 1/2, in the case of hardship (as described in the Plan document). Withdrawals are limited to the amount of a participant's vested account balance net of any loan balances outstanding and are subject to tax withholding as appropriate.

## 2. SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risks and Uncertainties — The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, credit, U.S. and foreign government 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 may occur in the near term, and those changes could materially affect the amounts reported in the financial statements.

**Investment Valuation and Income Recognition** — The Plan’s investments are stated at fair value as determined by the Trustee pursuant to the DC Master Trust Agreement and an agreement with Bank of America, N.A., as directed and overseen by the Investment Committee. The Plan’s investments, including the underlying investments held in the DC Master Trust and held by Bank of America, N.A., are valued as follows:

Investments in common stock are valued at the last reported sales price of the stock on the last business day of the Plan year. The shares of registered investment company funds are valued at quoted market prices, which represent the net asset values of shares held by the Plan at year end. Investments in units of the stable value collective trusts are valued at the respective net asset values as reported by such underlying trusts. Investments in fixed income funds are valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing values on yields currently available on comparable securities of issuers with similar credit ratings. Investments in collective trust funds are valued based on the redemption prices of units owned by the Plan, which is based on the current fair value of the funds’ underlying assets. Fair values for securities are based on information in financial publications of general circulation, statistical and valuation services, records of security exchanges, appraisals by qualified persons, transactions and bona fide offers in assets of the type in question and other information customarily used in the valuation of assets or, if market values are not available, at their fair values as provided to the Trustee by the party with authority to trade in such securities (investment managers, the Investment Committee or, in the case of participant-directed brokerage accounts, the participant’s broker, as applicable).

Synthetic guaranteed investment contracts (“SICs”) held by the Plan through the Stable Value Fund of the DC Master Trust are recorded at fair value. The SICs are considered to be fully benefit-responsive and their carrying values are therefore presented as fair values in the statements of net assets available for benefits. The SICs fair value is equal to principal balance plus accrued interest plus deposits and less withdrawals.

All securities and money market funds are quoted in the local currency and then converted into U.S. dollars using the appropriate exchange rate obtained by the Trustee, if necessary. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Broker commissions, transfer taxes, and other charges and expenses incurred in connection with the purchase, sale, or other disposition of securities or other investments are added to the cost of such securities or other investments, or deducted from the proceeds of the sale or other disposition thereof, as appropriate. Taxes, if any, on the assets of the funds, or on any gain or loss resulting from the sale or other disposition of such assets, or on the earnings of the funds, are apportioned among the participants whose interests in the Plan are affected.

The DC Master Trust allocates investment income, realized gains and losses, and unrealized appreciation and depreciation on the underlying securities to the participating plans daily based upon the fair value of each plan’s investment. The unrealized appreciation or depreciation amount is the aggregate difference between the current fair value and the cost of investments. The realized gain or loss on investments is the difference between the proceeds received upon sale and the average cost of investments sold.

**Notes Receivable from Participants** — Notes receivable from participants are measured at their unpaid principal balances plus any accrued but unpaid interest. Delinquent loans are reclassified as distributions based upon the terms of the Plan document.

Expenses — Administrative expenses of the Plan are paid by either the Plan, the DC Master Trust, or the Plan's sponsor as provided in the Plan document.

Payment of Benefits — Benefit payments to participants are recorded upon distribution. Amounts allocated to accounts of persons who have elected to withdraw from the Plan, but have not yet been paid, were approximately \$801,000 and \$655,000 as of December 31, 2015 and 2014, respectively.

Newly Adopted Accounting Pronouncements - In May 2015, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2015-07, Disclosure for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent), Fair Value Measurement (Topic 820). ASU No. 2015-07 requires the categorization by level for items that are only required to be disclosed at fair value and information about transfers between Level 1 and Level 2 of the fair value hierarchy. In addition, the ASU impacts reporting entities that measure an investment's fair value using the net asset value per share (or an equivalent) practical expedient. The amendments in ASU No. 2015-07 eliminate the requirement to classify the investment within the fair value hierarchy. In addition, the requirement to make specific disclosures for all investments eligible to be assessed at fair value with the net asset value per share practical expedient has been removed. Instead, such disclosures are limited to investments that the entity has decided to measure using the practical expedient. The guidance requires retrospective application and is effective for public entities for fiscal years, and interim periods within those years, beginning after December 15, 2015. For all other entities, the guidance is effective for fiscal years, and interim periods within those years, beginning after December 15, 2016. Early adoption is permitted. Management elected to early adopt this new standard. Accordingly, the amendment was retrospectively applied, resulting in certain investments that are measured at NAV not being categorized in the fair value hierarchy. Prior-period disclosures have been adjusted to retroactively reflect these changes as of December 31, 2014. There are no effects on the statements of net assets available for benefits or changes therein.

In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), and Health and Welfare Benefit Plans (Topic 965): Part (I) Fully Benefit-Responsive Investment Contracts, Part (II) Plan Investment Disclosures, Part (III) Measurement Date Practical Expedient. This three-part standard simplifies employee benefit plan reporting with respect to fully benefit-responsive investment contracts and plan investment disclosures, and provides for a measurement-date practical expedient. Parts I and II are effective for fiscal years beginning after December 15, 2015 and should be applied retrospectively, with early application permitted. Part III is effective for fiscal years beginning after December 15, 2015 and should be applied prospectively, with early application permitted. Management has elected to adopt Parts I and II early. Accordingly, the amendments were retrospectively applied, resulting in the elimination of the adjustment from fair value to contract value for fully benefit-responsive investment contracts, the disaggregation of investments by general type only, as well as the removal of certain investment disclosures that are no longer required under Part II. The adoption resulted in the reclassification of the adjustment from fair value to contract value for the fully-benefit responsive stable value fund totaling \$19,734,000 in the statement of net assets available for benefits and the related notes to the financial statements. In addition, prior-period disclosures that are no longer required have been removed. Part III is not applicable to this Plan.

## 3. INVESTMENTS

The majority of the Plan's investments consist of a proportionate interest in certain investments held by the DC Master Trust. Those investments are stated at fair values determined and reported by the Trustee, in accordance with the DC Master Trust Agreement. In addition, as a result of the Avondale 401(k) Plan merger, certain assets of the Plan are held outside of the DC Master Trust with Bank of America ("Bank of America Investments").

Proportionate interests of each plan participating in the DC Master Trust are determined based on the standard trust method of plan accounting for master trust arrangements. Plan assets represented 82% and 81% of total net assets reported by the Trustee of the DC Master Trust as of December 31, 2015 and 2014, respectively.

The net assets of the DC Master Trust as of December 31, 2015 and 2014, were as follows (\$ in thousands):

	2015	2014
Assets:		
HII Stock Fund	\$ 140,997	\$ 118,902
Collective trust funds	1,696,905	1,780,229
Schwab Personal Choice Retirement Account	167,037	170,182
Stable Value Fund	648,086	650,155
Total investments	2,653,025	2,719,468
Pending receivable	204	1,247
Total assets	2,653,229	2,720,715
Liabilities:		
Accrued expenses	1,482	1,042
Total liabilities	1,482	1,042
Net assets of the DC Master Trust	\$2,651,747	\$2,719,673

Investment income for the DC Master Trust for the year ended December 31, 2015, was as follows (\$ in thousands):

Investment income:

Net depreciation in fair value of investments	\$(13,075)
Dividends	4,606
Interest	14,833
Administrative and investment expenses	(4,807 )
Total investment income	\$1,557

The following table presents total investment loss of the Plan's Bank of America Investments for the period from December 1, 2015 through December 31, 2015 (in thousands):

Net depreciation in investments	\$(793)
Dividends	620
Net investment loss	\$(173)

#### 4. FAIR VALUE MEASUREMENTS

Accounting Standards Codification 820, Fair Value Measurement ("ASC 820"), clarifies the definition of fair value, prescribes methods for measuring fair value, establishes a fair value hierarchy based on the inputs used to measure fair value, and expands disclosures about the use of fair value measurements.

The valuation techniques under ASC 820 are based upon observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect internal market assumptions. These two types of inputs create the following fair value hierarchy:

Level 1 — Quoted prices for identical instruments in active markets. Level 1 investments of the DC Master Trust primarily include common stock, registered investment company funds, and money market funds based on pricing, frequency of trading, and other market considerations.

Level 2 — Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs are observable or whose significant value drivers are observable. Level 2 investments of the DC Master Trust and the Plan primarily include domestic equity securities based on model-derived valuations, common stock valued at quoted market prices, and fixed income securities based on model-derived valuations calculated by the fund managers.

Level 3 — Significant inputs to the valuation model are unobservable. There were no Level 3 financial instruments in the Plan as of December 31, 2015 and 2014.

Transfers Between Levels - The Plan's policy is to recognize transfers in and transfers out of hierarchy levels as of the actual date of the event or change in circumstances that caused the transfer. There were no transfers of investments between levels during the year ended December 31, 2015.

The following tables set forth by level the fair value hierarchy of the investments held by the DC Master Trust and the Plan as of December 31, 2015 and 2014 (\$ in thousands):

	As of December 31, 2015				
	Level 1	Level 2	Level 3	NAV (a)	Total
DC Master Trust					
HII Stock Fund	\$—	\$140,997	\$—	\$—	\$140,997
Collective trust funds	—	—	—	1,696,905	1,696,905
Schwab Personal Choice Retirement Account	166,342	695	—	—	167,037
Stable Value Fund	—	—	—	648,086	648,086
Total assets in the DC Master Trust	\$166,342	\$141,692	\$—	—\$2,344,991	\$2,653,025
Other Plan Investments					
Registered investment company funds	\$10,717	\$—	\$—	\$—	\$10,717
Collective trust funds	—	—	—	2,552	2,552
Short-term investment fund	—	—	—	509	509
Total Other Plan Investments	\$10,717	\$—	\$—	—\$3,061	\$13,778
As of December 31, 2014					
	Level 1	Level 2	Level 3	NAV (a)	Total
DC Master Trust					
HII Stock Fund	\$—	\$118,902	\$—	\$—	\$118,902
Collective trust funds	—	—	—	1,780,229	1,780,229
Schwab Personal Choice Retirement Account	169,759	423	—	—	170,182
Stable Value Fund	—	—	—	650,155	650,155
Total assets in the DC Master Trust	\$169,759	\$119,325	\$—	—\$2,430,384	\$2,719,468