# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# FORM 8-K

# CURRENT REPORT Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 1, 2021

### **BWX TECHNOLOGIES, INC.**

	et name of registrant as specific	•	
<b>Delaware</b> (State or other jurisdiction of incorporation)	001-34658 (Commission File Number)	80-0558025 (IRS Employer Identification No.)	
800 Main Street, 4th Floor	·	,	
Lynchburg, Virginia (Address of principal executive offices)		24504 (Zip Code)	
Registrant's	telephone number, including a	rea code: (980) 365-4300	
Check the appropriate box below if the Form 8-K fil following provisions (see General Instruction A.2. below		ly satisfy the filing obligation of the registr	rant under any of the
☐ Written communications pursuant to Rule 425 unc	ler the Securities Act (17 CFR 2	30.425)	
$\square$ Soliciting material pursuant to Rule 14a-12 under	the Exchange Act (17 CFR 240.	14a-12)	
☐ Pre-commencement communications pursuant to l	` '		
☐ Pre-commencement communications pursuant to l	Rule 13e-4(c) under the Exchang	ge Act (17 CFR 240.13e-4(c))	
Securities registered pursuant to Section 1	2(b) of the Act:		
<u>Title of each class</u>	Trading Symbol(s)	Name of each exchange on which regist	<u>tered</u>
Common Stock, \$0.01 par value	BWXT	New York Stock Exchange	
Indicate by check mark whether the registrant is an emerchapter) or Rule 12b-2 of the Securities Exchange Act of			230.405 of this
		Emerging growth compa	any 🗆
If an emerging growth company, indicate by check mark or revised financial accounting standards provided pursu			mplying with any new

#### Item 2.02 Results of Operations and Financial Condition.

On November 1, 2021, we issued a press release announcing our financial results for the third quarter ended September 30, 2021. A copy of the press release is attached as Exhibit 99.1, and the information contained in Exhibit 99.1 is incorporated by reference.

The information furnished pursuant to this Item 2.02, including Exhibit 99.1, shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### Item 9.01 Financial Statements and Exhibits.

#### **Exhibits** (d)

99.1	Earnings Release dated November 1, 2021.
101.INS	XBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.
101.SCH	XBRL Taxonomy Extension Schema Document
101.LAB	XBRL Taxonomy Extension Label Linkbase Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

#### **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

#### **BWX TECHNOLOGIES, INC.**

/s/ Jason S. Kerr By:

Jason S. Kerr

Vice President and Chief Accounting Officer

November 1, 2021



# BWX Technologies Reports Third Quarter 2021 Results, Narrows 2021 Guidance and Strategically Deploys Capital to Repurchase Shares

- Generates 3Q21 earnings per share of \$0.63 (GAAP), \$0.76 (non-GAAP)
- · Narrows 2021 non-GAAP earning per share guidance to low end of initial range
- Returns \$166 million of cash to shareholders in 3Q21 through share repurchases

**Lynchburg, VA – November 1, 2021** - BWX Technologies, Inc. (NYSE: BWXT) ("BWXT", "we", "us" or the "Company") reported third quarter 2021 revenue of \$499 million, down 4% compared with \$520 million in the third quarter 2020. GAAP net income for the third quarter 2021 was \$59.9 million, or \$0.63 per diluted share, compared with GAAP net income of \$73.2 million, or \$0.76 per diluted share, in the prior-year period. Non-GAAP net income for the third quarter 2021 was \$72.0 million, or \$0.76 per diluted share, compared with non-GAAP net income of \$75.6 million, or \$0.79 per diluted share, in the prior-year period. A reconciliation of non-GAAP results is detailed in Exhibit 1.

"BWXT delivered its strongest quarter year-to-date as we executed well in all areas of the business." said Rex D. Geveden, president and chief executive officer. "However, given the pandemic headwinds which were acute in the first and third quarters as well as unfavorable government contract award timing, we are narrowing 2021 guidance to the low end of the initial range."

"We maintain strong conviction in the future growth of BWXT as we continue to execute and reliably generate cash across the core businesses while simultaneously building for future growth through new technology investments in microreactors for space and national security applications, advanced nuclear fuels, and nuclear medicine. Our conviction is underscored by the fact that we returned more than \$166 million of cash to investors through strategic share repurchases in the third quarter. We look forward to sharing our growth plans at the BWXT Investor Day on November 16 in New York City," said Geveden.

#### Segment Results

Nuclear Operations Group (NOG) segment revenue was \$387 million for the third quarter 2021, about the same compared with the prior-year period as volume across operations were consistent. NOG GAAP and non-GAAP operating income was \$79.4 million and \$79.5 million, respectively, in the third quarter 2021, a 16% increase compared with the prior-year period driven by more favorable contract adjustments due to timing of certain milestones. This resulted in a strong third quarter 2021 segment GAAP and non-GAAP operating margin of 20.5% and 20.6%, respectively.

Nuclear Power Group (NPG) segment revenue was \$83.4 million for the third quarter 2021, a 23% decrease from the prior-year period primarily due to lower volume of field services and component manufacturing volume partially offset by higher nuclear medicine demand. NPG GAAP and non-GAAP operating income was \$9.0 million and \$9.3 million, respectively, for the third quarter 2021, a significant decrease compared with the prior-year period driven primarily from lower revenue and the significant decrease of funds received under the Canadian COVID-19 Economic Response Plan to offset incurred expenses related to the pandemic that occurred in the prior-year period. Third quarter 2021 segment GAAP and non-GAAP operating margin was 10.8% and 11.1%, respectively.

Nuclear Services Group (NSG) segment operating income was \$10.3 million for the third quarter 2021, up 36% compared with the third quarter 2020 driven by better project fee performance.

#### Cash and Capital Returned to Shareholders

The Company generated \$67.3 million of cash from operating activities in the third quarter 2021, compared with \$7.5 million of net cash utilized in the third quarter 2020. As of September 30, 2021, the Company's cash balance, net of restricted cash, was \$69.4 million.

During the third quarter 2021, the Company returned \$186 million of cash to shareholders in share repurchases and dividends, resulting in a total of \$246 million of cash returned to shareholders year-to-date, including \$186 million in share repurchases and \$60 million in dividends.

On October 28, 2021, the BWXT Board of Directors declared a quarterly cash dividend of \$0.21 per common share. The dividend will be payable on December 10, 2021, to shareholders of record on November 19, 2021.

#### **Updated 2021 Guidance**

- Non-GAAP EPS of \$3.05 which is the low end of initial range of \$3.05 to \$3.20 (excludes pension and post-retirement benefits mark-to-market)
- Consolidated revenue flat to up 1% vs. 2020 results
  - NOG revenue down ~1%
  - NPG revenue up ~9%
- Non-GAAP operating income and margin
  - NOG operating margin of "high teens" with upside from CAS pension reimbursement
  - NPG operating margin of ~12.5%
  - NSG operating income of ~\$25 million
- Capital expenditures of ~\$280 million

The Company does not provide GAAP guidance because it is unable to reliably forecast most of the items that are excluded from GAAP to calculate non-GAAP results. These items could cause GAAP results to differ materially from non-GAAP results. See reconciliation of non-GAAP results in Exhibit 1 for additional information.

#### Conference Call to Discuss Third Quarter 2021 Results

Date: Monday, November 1, 2021, at 5:00 p.m. EDT

Live Webcast: Investor Relations section of website at www.bwxt.com

#### Full Earnings Release Available on BWXT Website

A full version of this earnings release is available on our Investor Relations website at http://investors.bwxt.com/3q2021-release

BWXT may use its website (www.bwxt.com) as a channel of distribution of material Company information. Financial and other important information regarding BWXT is routinely accessible through and posted on our website. In addition, you may elect to automatically receive e-mail alerts and other information about BWXT by enrolling through the "Email Alerts" section of our website at http://investors.bwxt.com.

#### Forward-Looking Statements

BWXT cautions that this release contains forward-looking statements, including, without limitation, statements relating to backlog, to the extent they may be viewed as an indicator of future revenues; our plans and expectations for the NOG, NPG and NSG segments including the expectations, timing and revenue of our strategic initiatives, such as microreactors, advanced nuclear fuels and nuclear medicine; disruptions to our supply chain and/or operations, changes in government regulations and other factors, including any such impacts of, or actions in response to the COVID-19 health crisis; and our expectations for 2021 and beyond. These forward-looking statements are based on management's current expectations and involve a number of risks and uncertainties, including, among other things, our ability to execute contracts in backlog; the lack of, or adverse changes in, federal appropriations to government programs in which we participate; the demand for and competitiveness of nuclear products and services; capital priorities of power generating utilities; the impact of COVID-19 on our employees, contractors, suppliers, customers and other partners and their business activities; the extent to which the length and severity of the COVID-19 health crisis exceeds our current expectations; the potential recurrence of subsequent waves or strains of COVID-19 or similar diseases; the actions to contain the impact of such diseases, and potential employee unrest; adverse changes in the industries in which we operate and delays, changes or termination of contracts in backlog. If one or more of these risks or other risks materialize, actual results may vary materially from those expressed. For a more complete discussion of these and other risk factors, see BWXT's filings with the Securities and Exchange Commission, including our annual report on Form 10-K for the year ended December 31, 2020 and subsequent quarterly reports on Form 10-Q. BWXT cautions not to place undue reliance on these forward-looking statements, which speak only as of the date of this release, and undertakes no obligation to update or revise any forward-looking statement, except to the extent required by applicable law.

#### About BWXT

At BWX Technologies, Inc. (NYSE: BWXT), we are People Strong, Innovation Driven. Headquartered in Lynchburg, Va. BWXT is a Fortune 1000 and Defense News Top 100 manufacturing and engineering innovator that provides safe and effective nuclear solutions for global security, clean energy, environmental remediation, nuclear medicine and space exploration. With approximately 6,700 employees, BWXT has 12 major operating sites in the U.S. and Canada. In addition, BWXT joint ventures provide management and operations at more than a dozen U.S. Department of Energy and NASA facilities. Follow us on Twitter at @BWXT and learn more at www.bwxt.com

**Investor Contact:** 

 **Media Contact:** 

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#### **EXHIBIT 1**

# BWX TECHNOLOGIES, INC. RECONCILIATION OF NON-GAAP OPERATING INCOME AND EARNINGS PER SHARE<sup>(1)(2)(3)</sup> Three Months Ended September 30, 2021

	GAAP		Restructuring Costs	Co	osts associated with early bond redemption	Non-GAAP	
Operating Income	\$	87.5	\$ 0.8	\$	<u> </u>	\$	88.2
Other Income (Expense)		(9.7)	_		15.0		5.3
Provision for Income Taxes		(17.6)	(0.2)		(3.5)		(21.3)
Net Income		60.2	0.6		11.5		72.2
Net Income Attributable to Noncontrolling Interest		(0.2)	_		_		(0.2)
Net Income Attributable to BWXT	\$	59.9	\$ 0.6	\$	11.5	\$	72.0
Diluted Shares Outstanding		94.5					94.5
Diluted Earnings per Common Share	\$	0.63	\$ 0.01	\$	0.12	\$	0.76
Effective Tax Rate		22.6%					22.8%
NOG Operating Income	\$	79.4	\$ 0.2			\$	79.5
NPG Operating Income	\$	9.0	\$ 0.3			\$	9.3
Unallocated Corporate Operating Income	\$	(5.0)	\$ 0.3			\$	(4.7)

#### Three Months Ended September 30, 2020

		GAAP		Restructuring Costs	(	One-time franchise tax audit expense		Non-GAAP
On anating Income	ď	00.0	\$	0.5	¢	2.0	ď	01.0
Operating Income	\$	88.8	Ф	0.5	\$	2.6	\$	91.9
Other Income (Expense)		3.1						3.1
Provision for Income Taxes		(18.7)		(0.1)		(0.6)		(19.4)
Net Income		73.2		0.4		2.0		75.6
Net Income Attributable to Noncontrolling Interest		(0.0)		_		_		(0.0)
Net Income Attributable to BWXT	\$	73.2	\$	0.4	\$	2.0	\$	75.6
Diluted Shares Outstanding		95.7						95.7
Diluted Earnings per Common Share	\$	0.76	\$	0.00	\$	0.02	\$	0.79
Effective Tax Rate		20.3%						20.4%
NPG Operating Income	\$	29.2	\$	0.5	\$	_	\$	29.7

Tables may not foot due to rounding.

<sup>(2)</sup> BWXT is providing non-GAAP information regarding certain of its historical results and guidance on future earnings per share to supplement the results provided in accordance with GAAP and it should not be considered superior to, or as a substitute for, the comparable GAAP measures. BWXT believes the non-GAAP measures provide meaningful insight and transparency into the Company's operational performance and provides these measures to investors to help facilitate comparisons of operating results with prior periods and to assist them in understanding BWXT's ongoing operations.

<sup>(3)</sup> BWXT has not included a reconciliation of provided non-GAAP guidance to the comparable GAAP measures due to the difficulty of estimating any mark-to-market adjustments for pension and post-retirement benefits, which are determined at the end of the year.

# BWX TECHNOLOGIES, INC. CONDENSED CONSOLIDATED BALANCE SHEETS

#### ASSETS

	S	September 30, 2021		December 31, 2020
		(Unaı (In tho		
Current Assets:				
Cash and cash equivalents	\$	69,381	\$	42,610
Restricted cash and cash equivalents		3,071		3,070
Investments		3,820		3,707
Accounts receivable – trade, net		57,136		153,368
Accounts receivable – other		24,471		22,239
Retainages		70,176		55,172
Contracts in progress		540,504		449,176
Other current assets		45,264		44,256
Total Current Assets		813,823		773,598
Property, Plant and Equipment, Net		983,974		816,471
Investments		10,031		9,356
Goodwill		285,066		283,708
Deferred Income Taxes		25,431		49,415
Investments in Unconsolidated Affiliates		84,636		71,806
Intangible Assets		187,384		192,751
Other Assets		99,368		96,398
TOTAL	\$	2,489,713	\$	2,293,503

# BWX TECHNOLOGIES, INC. CONDENSED CONSOLIDATED BALANCE SHEETS

#### LIABILITIES AND STOCKHOLDERS' EQUITY

	S	eptember 30, 2021		December 31, 2020
		(Unau (In thousands and per sha	, exce	pt share
Current Liabilities:				
Bank overdraft	\$	_	\$	88,694
Accounts payable		137,936		184,392
Accrued employee benefits		74,102		89,740
Accrued liabilities – other		77,872		78,028
Advance billings on contracts		102,370		83,581
Accrued warranty expense		5,513		5,292
Total Current Liabilities		397,793		529,727
Long-Term Debt		1,253,832		862,731
Accumulated Postretirement Benefit Obligation		24,389		25,689
Environmental Liabilities		93,051		84,153
Pension Liability		109,829		144,859
Other Liabilities		32,245		28,576
Commitments and Contingencies				
Stockholders' Equity:				
Common stock, par value \$0.01 per share, authorized 325,000,000 shares; issued 127,303,992 and 127,009,536 shares at September 30, 2021 and December 31, 2020, respectively		1,273		1,270
Preferred stock, par value \$0.01 per share, authorized 75,000,000 shares; No shares issued		_		_
Capital in excess of par value		170,514		153,800
Retained earnings		1,678,478		1,549,950
Treasury stock at cost, 35,102,009 and 31,698,747 shares at September 30, 2021 and December 31, 2020, respectively		(1,286,261)		(1,095,452)
Accumulated other comprehensive income (loss)		14,311		8,198
Stockholders' Equity – BWX Technologies, Inc.		578,315		617,766
Noncontrolling interest		259		2
Total Stockholders' Equity		578,574		617,768
TOTAL	\$	2,489,713	\$	2,293,503

# BWX TECHNOLOGIES, INC. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

	Three Months Ended September 30,				Nine Months End			
	 2021	2020		2021	2020			
	(Unaudited) (In thousands, except share and per share amounts)							
Revenues	\$ 498,727	\$	519,878	\$	1,532,099	\$	1,566,606	
Costs and Expenses:								
Cost of operations	361,530		373,783		1,130,153		1,133,760	
Research and development costs	2,870		2,933		9,491		11,565	
Losses (gains) on asset disposals and impairments, net	(981)		25		(1,018)		324	
Selling, general and administrative expenses	 58,458		62,638		176,037		170,733	
Total Costs and Expenses	 421,877		439,379		1,314,663		1,316,382	
Equity in Income of Investees	10,618		8,271		26,197		19,247	
Operating Income	87,468		88,770		243,633		269,471	
Other Income (Expense):								
Interest income	160		161		369		453	
Interest expense	(11,483)		(7,701)		(28,725)		(23,533)	
Other – net	1,624		10,652		33,316		28,019	
Total Other Income (Expense)	 (9,699)		3,112		4,960		4,939	
Income before Provision for Income Taxes	77,769		91,882		248,593		274,410	
Provision for Income Taxes	 17,611		18,687		59,211		61,199	
Net Income	\$ 60,158	\$	73,195	\$	189,382	\$	213,211	
Net Income Attributable to Noncontrolling Interest	 (244)		(24)		(372)		(283)	
Net Income Attributable to BWX Technologies, Inc.	\$ 59,914	\$	73,171	\$	189,010	\$	212,928	
Earnings per Common Share:								
Basic:								
Net Income Attributable to BWX Technologies, Inc.	\$ 0.64	\$	0.77	\$	1.99	\$	2.23	
Diluted:								
Net Income Attributable to BWX Technologies, Inc.	\$ 0.63	\$	0.76	\$	1.99	\$	2.22	
Shares used in the computation of earnings per share:		-						
Basic	94,277,253		95,483,003		94,978,638		95,450,994	
Diluted	94,483,975		95,730,696		95,190,676		95,706,880	

### BWX TECHNOLOGIES, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

Nine Months Ended September 30, 2021 (Unaudited) (In thousands) CASH FLOWS FROM OPERATING ACTIVITIES: Net Income \$ 189,382 \$ 213,211 Adjustments to reconcile net income to net cash provided by operating activities: Depreciation and amortization 50,476 45,458 Income of investees, net of dividends (12,375)(4,183)Recognition of losses for pension and postretirement plans 2,189 2,382 Stock-based compensation expense 14,861 12,139 Premium for early redemption of senior notes 10,752 665 Recognition of debt issuance costs from former debt instruments 4,212 1,039 325 Other, net Changes in assets and liabilities, net of effects from acquisitions: 99,604 (43,081)Accounts receivable Accounts payable (20,787)9,614 Retainages (14,780)(25,495)Contracts in progress and advance billings on contracts (71,020)(65,077)Income taxes 15,723 5,090 Accrued and other current liabilities 1,922 23,350 Pension liabilities, accrued postretirement benefit obligations and employee benefits (53,430)(29,741)7,810 Other, net 3,437 NET CASH PROVIDED BY OPERATING ACTIVITIES 225,578 148,094 CASH FLOWS FROM INVESTING ACTIVITIES: (179,972)Purchases of property, plant and equipment (236,656)Acquisition of business (15,905)Purchases of securities (3,560)(2,563)Sales and maturities of securities 3,417 4,709 Other, net 2,718 91 NET CASH USED IN INVESTING ACTIVITIES (234,081)(193,640)CASH FLOWS FROM FINANCING ACTIVITIES: 1,215,800 805,800 Borrowings of long-term debt Repayments of long-term debt (825,800)(715,976)Premium for early redemption of senior notes (10,752)Payment of debt issuance costs (4,838)(6,788)Repayment of bank overdraft (88,694)Repurchases of common stock (185,778)(20,027)Dividends paid to common shareholders (60,277)(54,908)Exercises of stock options 2,011 1,989 Cash paid for shares withheld to satisfy employee taxes (5,031)(5,249)Other, net (1,282)237 NET CASH PROVIDED BY FINANCING ACTIVITIES 35,359 5,078 EFFECTS OF EXCHANGE RATE CHANGES ON CASH 155 (1,299)TOTAL INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS AND RESTRICTED CASH AND CASH 27,011 (41,767)CASH AND CASH EQUIVALENTS AND RESTRICTED CASH AND CASH EQUIVALENTS AT BEGINNING OF **PERIOD** 48,298 92,400 CASH AND CASH EQUIVALENTS AND RESTRICTED CASH AND CASH EQUIVALENTS AT END OF PERIOD 75,309 50,633 SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION: Cash paid during the period for: 28,423 Interest \$ 32,209 Income taxes (net of refunds) \$ 43,236 \$ 55,688 SCHEDULE OF NON-CASH INVESTING ACTIVITY: \$ 25,106 \$ 20,613 Accrued capital expenditures included in accounts payable

# BWX TECHNOLOGIES, INC. BUSINESS SEGMENT INFORMATION

		Three Months En 2021	eptember 30, 2020	Nine Months End 2021	otember 30, 2020		
				(Unat (In tho			
REVENUES:				(=========	,		
Nuclear Operations Group	\$	386,618	\$	386,502	\$ 1,170,028	\$	1,220,529
Nuclear Power Group		83,382		108,104	292,622		264,004
Nuclear Services Group		35,739		33,707	91,356		103,800
Eliminations		(7,012)		(8,435)	(21,907)		(21,727)
TOTAL	\$	498,727	\$	519,878	\$ 1,532,099	\$	1,566,606
SEGMENT INCOME:							
Nuclear Operations Group	\$	79,372	\$	68,460	\$ 222,889	\$	244,791
Nuclear Power Group		8,977		29,199	30,135		38,771
Nuclear Services Group		10,304		7,557	21,811		18,079
Other		(6,186)		(5,714)	(19,318)		(16,673)
SUBTOTAL		92,467		99,502	255,517		284,968
Unallocated Corporate		(4,999)		(10,732)	(11,884)		(15,497)
TOTAL	\$	87,468	\$	88,770	\$ 243,633	\$	269,471
DEPRECIATION AND AMORTIZATION:							
Nuclear Operations Group	\$	10,441	\$	8,041	\$ 28,979	\$	24,916
Nuclear Power Group		4,957		4,734	14,856		13,589
Nuclear Services Group		246		180	731		1,473
Other		269		297	806		350
Corporate		1,571		1,641	5,104		5,130
TOTAL	\$	17,484	\$	14,893	\$ 50,476	\$	45,458
CAPITAL EXPENDITURES:							
Nuclear Operations Group	\$	32,384	\$	27,756	\$ 107,512	\$	93,683
Nuclear Power Group		30,546		32,650	118,441		76,397
Nuclear Services Group		1,605		411	2,495		1,075
Other		166		_	166		235
Corporate	_	1,785		3,678	8,042		8,582
TOTAL	\$	66,486	\$	64,495	\$ 236,656	\$	179,972

# BWX TECHNOLOGIES, INC. BUSINESS SEGMENT INFORMATION

	Three Months Ended September 30,				Nine Months Ended September 30,				
	2021			2020		2021		2020	
					ıdited) usands				
BACKLOG:									
Nuclear Operations Group	\$ 3,78	83,270	\$	3,610,174	\$	3,783,270	\$	3,610,174	
Nuclear Power Group	68	87,806		726,081		687,806		726,081	
Nuclear Services Group		30,019		28,759		30,019		28,759	
TOTAL	\$ 4,50	01,095	\$	4,365,014	\$	4,501,095	\$	4,365,014	
								_	
BOOKINGS:									
Nuclear Operations Group	\$	36,060	\$	81,845	\$	1,290,423	\$	313,426	
Nuclear Power Group	9	96,780		62,724		254,081		132,442	
Nuclear Services Group		17,929		11,940		82,863		85,356	
TOTAL	\$ 15	50,769	\$	156,509	\$	1,627,367	\$	531,224	