**RAYTHEON CO/** Form 4 May 29, 2014

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

| 1. Name and Address of Reporting Person * Lawrence Taylor W |          |          | 2. Issuer Name and Ticker or Trading<br>Symbol<br>RAYTHEON CO/ [RTN] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)            |  |  |  |
|---|----------|----------|--|---|--|--|--|
| (Last)  | (First)  | (Middle) | 3. Date of Earliest Transaction                                      | (Check all applicable)  |  |  |  |
| 870 WINTE   | R STREET |          | (Month/Day/Year)<br>05/27/2014                                       | Director 10% Owner Solution Other (specify below)  Vice President                   |  |  |  |
|   | (Street) |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                 | 6. Individual or Joint/Group Filing(Check Applicable Line)                          |  |  |  |
| WALTHAM, MA 02451   |          |          |  | _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |

| (City)          | (State)             | Table Table        | e I - Non-D                       | erivative | Secur     | ities Acqu   | uired, Disposed of | , or Beneficiall | y Owned    |
|-----------------|---------------------|--------------------|-----------------------------------|-----------|-----------|--------------|--------------------|------------------|------------|
| 1.Title of      | 2. Transaction Date |                    | 3.                                | 4. Securi |           | •            | 5. Amount of       | 6. Ownership     |            |
| Security        | (Month/Day/Year)    | Execution Date, if | Transaction(A) or Disposed of (D) |           |           |              | Securities         | Form: Direct     | Indirect   |
| (Instr. 3)      |                     | any                | Code (Instr. 3, 4 and 5)          |           |           | Beneficially | (D) or             | Beneficial       |            |
|                 |                     | (Month/Day/Year)   | (Instr. 8)                        |           |           |              | Owned              | Indirect (I)     | Ownership  |
|                 |                     |                    |                                   |           |           |              | Following          | (Instr. 4)       | (Instr. 4) |
|                 |                     |                    |                                   |           | (4)       |              | Reported           |                  |            |
|                 |                     |                    |                                   |           | (A)       |              | Transaction(s)     |                  |            |
|                 |                     |                    | Code V                            | Amount    | or<br>(D) | Price        | (Instr. 3 and 4)   |                  |            |
| Common<br>Stock | 05/27/2014          |                    | F                                 | 2,519     | D         | \$<br>96.82  | 62,513             | D                |            |
| Common<br>Stock | 05/27/2014          |                    | F                                 | 2,086     | D         | \$<br>96.82  | 60,427             | D                |            |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date |                    | 4.<br>T    | 5.         | 6. Date Exerc |                 | 7. Title |          | 8. Price of | 9. Nu   |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-----------------|----------|----------|-------------|---------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate             | Amou     | nt of    | Derivative  | Deriv   |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)           | Under    | lying    | Security    | Secui   |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |                 | Securi   | ties     | (Instr. 5)  | Bene    |
|             | Derivative  |                     |                    |            | Securities |               |                 | (Instr.  | 3 and 4) |             | Own     |
|             | Security    |                     |                    |            | Acquired   |               |                 | •        |          |             | Follo   |
|             | ,           |                     |                    |            | (A) or     |               |                 |          |          |             | Repo    |
|             |             |                     |                    |            | Disposed   |               |                 |          |          |             | Trans   |
|             |             |                     |                    |            | of (D)     |               |                 |          |          |             | (Instr  |
|             |             |                     |                    |            | (Instr. 3, |               |                 |          |          |             | (IIIsti |
|             |             |                     |                    |            | 4, and 5)  |               |                 |          |          |             |         |
|             |             |                     |                    |            | 4, and 3)  |               |                 |          |          |             |         |
|             |             |                     |                    |            |            |               |                 |          | Amount   |             |         |
|             |             |                     |                    |            |            | ъ.            | E               |          | or       |             |         |
|             |             |                     |                    |            |            | Date          | Expiration Date | Title    | Number   |             |         |
|             |             |                     |                    |            |            | Exercisable   |                 |          | of       |             |         |
|             |             |                     |                    | Code V     | (A) (D)    |               |                 |          | Shares   |             |         |

## **Reporting Owners**

| Domantina Oroman Nama / Address | Relationships |
|---------------------------------|---------------|
| Reporting Owner Name / Address  |               |

Director 10% Owner Officer Other

Lawrence Taylor W 870 WINTER STREET WALTHAM, MA 02451

Vice President

## **Signatures**

Dana Ng,

Attorney-in-fact 05/29/2014

\*\*Signature of Reporting Date

Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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