

Jones Jon C  
 Form 3  
 November 16, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Jones Jon C		(Month/Day/Year)	RAYTHEON CO/ [RTN]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
870 WINTER STREET			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
WALTHAM,Â MAÂ 02451			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	(give title below) (specify below)	
			Vice President	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	7,000	D	Â
Common Stock	4,117 <sup>(1)</sup>	I	401(k)

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option	05/02/1997	05/02/2006	Common Stock	412	\$ 52.1135	D	Â
Employee Stock Option	05/02/1998	05/02/2006	Common Stock	412	\$ 52.1135	D	Â
Employee Stock Option	05/02/1998	05/02/2007	Common Stock	529	\$ 46.0615	D	Â
Employee Stock Option	05/02/1999	05/02/2007	Common Stock	530	\$ 46.0615	D	Â
Employee Stock Option	06/24/1999	06/23/2008	Common Stock	525	\$ 55.9063	D	Â
Employee Stock Option	06/24/2000	06/23/2008	Common Stock	525	\$ 55.9063	D	Â
Employee Stock Option	06/23/2000	06/22/2009	Common Stock	550	\$ 68.4688	D	Â
Employee Stock Option	06/23/2001	06/22/2009	Common Stock	550	\$ 68.4688	D	Â
Employee Stock Option	02/25/2001	02/24/2010	Common Stock	800	\$ 19.375	D	Â
Employee Stock Option	02/25/2002	02/24/2010	Common Stock	800	\$ 19.375	D	Â
Employee Stock Option	02/25/2003	02/24/2010	Common Stock	800	\$ 19.375	D	Â
Employee Stock Option	05/23/2002	05/22/2011	Common Stock	666	\$ 29.685	D	Â
Employee Stock Option	05/23/2003	05/22/2011	Common Stock	667	\$ 29.685	D	Â
Employee Stock Option	05/23/2004	05/22/2011	Common Stock	667	\$ 29.685	D	Â
Employee Stock Option	05/13/2003	05/12/2012	Common Stock	1,455	\$ 44.45	D	Â
Employee Stock Option	05/13/2004	05/12/2012	Common Stock	1,804	\$ 44.45	D	Â
Employee Stock Option	05/13/2005	05/12/2012	Common Stock	2,000	\$ 44.45	D	Â
Employee Stock Option	05/13/2003	05/13/2012	Common Stock	545	\$ 44.45	D	Â
Employee Stock Option	05/13/2004	05/13/2012	Common Stock	196	\$ 44.45	D	Â

