Jones Jon C Form 3 November 16, 2005

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

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement RAYTHEON CO/ [RTN] Jones Jon C (Month/Day/Year) 11/07/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 870 WINTER STREET (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person WALTHAM, MAÂ 02451 (give title below) (specify below) Form filed by More than One Vice President Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 7,000 Common Stock 4,117 (1) I 401(k)Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

3. Title and Amount of 6. Nature of Indirect 1. Title of Derivative Security 2. Date Exercisable and (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial (Month/Day/Year) Derivative Security or Exercise Form of Ownership (Instr. 4) Price of Derivative (Instr. 5) Derivative Security:

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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

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Employee Stock Option	05/14/2005	05/13/2013	Common Stock	352	\$ 31.445	D	Â
Employee Stock Option	05/14/2006	05/13/2013	Common Stock	2,500	\$ 31.445	D	Â
Employee Stock Option	05/14/2004	05/14/2013	Common Stock	2,500	\$ 31.445	D	Â
Employee Stock Option	05/14/2005	05/14/2013	Common Stock	2,148	\$ 31.445	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
r-	Director	10% Owner	Officer	Other		
Jones Jon C 870 WINTER STREET WALTHAM, MA 02451	Â	Â	Vice President	Â		

Signatures

Jane E. Freedman, Attorney-in-fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

The Reporting Person indirectly beneficially owns 4,117 shares of the Issuer's Common Stock based on funds in the Reporting Person's

(1) Savings and Investment Plan/Excess Savings Plan Account divided by \$37.55, the closing price of the Issuer's Common Stock on November 7, 2005.

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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