

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)

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**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

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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			
	Director	10% Owner	Officer	Other
Jones Jon C 870 WINTER STREET WALTHAM, MA 02451	Â	Â	Â Vice President	Â

## Signatures

Jane E. Freedman,  
Attorney-in-fact

11/14/2005

\*\*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.  
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