

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)                   |
|   |          | 11/07/2005                           |  |  |
| 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 (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   | (City)   | (State)                              | Vice President   |  |
|   |          | (Zip)                                |  |  |

**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<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares | Security   | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------|---------------------|--------------------|-----------------|----------------------------------|------------|--|---|
| Employee Stock Option | 05/02/1997          | 05/02/2006         | Common<br>Stock | 412                              | \$ 52.1135 | D  | Â |
| Employee Stock Option | 05/02/1998          | 05/02/2006         | Common<br>Stock | 412                              | \$ 52.1135 | D  | Â |
| Employee Stock Option | 05/02/1998          | 05/02/2007         | Common<br>Stock | 529                              | \$ 46.0615 | D  | Â |
| Employee Stock Option | 05/02/1999          | 05/02/2007         | Common<br>Stock | 530                              | \$ 46.0615 | D  | Â |
| Employee Stock Option | 06/24/1999          | 06/23/2008         | Common<br>Stock | 525                              | \$ 55.9063 | D  | Â |
| Employee Stock Option | 06/24/2000          | 06/23/2008         | Common<br>Stock | 525                              | \$ 55.9063 | D  | Â |
| Employee Stock Option | 06/23/2000          | 06/22/2009         | Common<br>Stock | 550                              | \$ 68.4688 | D  | Â |
| Employee Stock Option | 06/23/2001          | 06/22/2009         | Common<br>Stock | 550                              | \$ 68.4688 | D  | Â |
| Employee Stock Option | 02/25/2001          | 02/24/2010         | Common<br>Stock | 800                              | \$ 19.375  | D  | Â |
| Employee Stock Option | 02/25/2002          | 02/24/2010         | Common<br>Stock | 800                              | \$ 19.375  | D  | Â |
| Employee Stock Option | 02/25/2003          | 02/24/2010         | Common<br>Stock | 800                              | \$ 19.375  | D  | Â |
| Employee Stock Option | 05/23/2002          | 05/22/2011         | Common<br>Stock | 666                              | \$ 29.685  | D  | Â |
| Employee Stock Option | 05/23/2003          | 05/22/2011         | Common<br>Stock | 667                              | \$ 29.685  | D  | Â |
| Employee Stock Option | 05/23/2004          | 05/22/2011         | Common<br>Stock | 667                              | \$ 29.685  | D  | Â |
| Employee Stock Option | 05/13/2003          | 05/12/2012         | Common<br>Stock | 1,455                            | \$ 44.45   | D  | Â |
| Employee Stock Option | 05/13/2004          | 05/12/2012         | Common<br>Stock | 1,804                            | \$ 44.45   | D  | Â |
| Employee Stock Option | 05/13/2005          | 05/12/2012         | Common<br>Stock | 2,000                            | \$ 44.45   | D  | Â |
| Employee Stock Option | 05/13/2003          | 05/13/2012         | Common<br>Stock | 545                              | \$ 44.45   | D  | Â |
| Employee Stock Option | 05/13/2004          | 05/13/2012         | Common<br>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<br>870 WINTER STREET<br>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. 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.