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RAYTHEON CO/
Form 8-K/A
May 16, 2001

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 9, 2001

Raytheon Company
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other
Jurisdiction of
Incorporation)

1-13699
(Commission File Number)

95-1778500
(IRS Employer
Identification No.)

141 Spring Street
Lexington, Massachusetts
(Address of Principal Executive Offices)

02421
(Zip Code)

(781) 862-6600
(Registrant's telephone number, including area code)

The registrant hereby amends its Form 8-K, dated May 9, 2001.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(a) Financial Statements: None

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(b) Pro Forma Financial Information: None

(c) Exhibits:

(c) EXHIBIT NO. DESCRIPTION

4.18 Pledge Agreement dated May 9, 2001 among Raytheon Company,
Bank One Trust Company, N.A., as Collateral Agent,
Custodial Agent and Securities Intermediary and the Bank of
New York, as Purchase Contract Agent

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934,
the Registrant has duly caused this report to be signed on its behalf by the
undersigned hereunto duly authorized.

RAYTHEON COMPANY

By: /s/ John W. Kapples

Name: John W. Kapples
Title: Vice President and Secretary

Date: May 16, 2001

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EXHIBIT INDEX

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