Instruction 1(b)

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

wasnington, D.C. 205

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Brown Adriane M</u>						RAYTHEON CO/ [ RTN ]									ationsnip k all appli Directo	cable)	ig Pers	son(s) to Iss 10% Ow	
(Last) (First) (Middle) 870 WINTER STREET					3. Date of Earliest Transaction (Month/Day/Year) 04/03/2020										Officer below)	(give title		Other (s below)	pecify
(Street) WALTHAM MA 02451					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Indi Line) X					
(City)	) (State) (Zip)																		
		Tab	le I - Non	-Deriva	ative	Sec	curitie	es Ac	quired	, Dis	posed (	of, or B	enefic	ially	Owne	t			
- This or county (mounty)				2. Transaction Date (Month/Day/Year)			2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			5. Amou Securitie Benefici Owned F Reporte	es ally Following	Form	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership Instr. 4)
									Code	v	Amount	(A) (D)	or Prio	се	Transaci (Instr. 3	tion(s)			111501.4)
Common Stock <sup>(1)</sup> 04/03/					/2020	2020		D		878 <sup>(2</sup>	878 <sup>(2)</sup> D		(1)	0			D		
		Т	able II - [						uired, s, optio						Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemee Execution I if any (Month/Day	Date,	4. Transaci Code (In 8)		n of		6. Date Exercisal Expiration Date (Month/Day/Year		Amount Securiti Underly		of es ng /e Security		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisa		xpiration ate	Title	Amou or Numb of Share	er					
Deferred Restricted Stock	(3)	04/02/2020			D			668	(3)		(3)	Commor	668	3	(3)	112		D	
Units	(3)	04/03/2020										Stock							

## **Explanation of Responses:**

- 1. Pursuant to the terms of the Agreement and Plan of Merger, dated as of June 9, 2019, as amended by Amendment No. 1 to the Agreement and Plan of Merger, dated as of March 9, 2020, by and between United Technologies Corporation ("UTC") and Raytheon Company ("Raytheon") (the "Merger Agreement"), on April 3, 2020 (the "Closing Date"), Raytheon became a wholly owned subsidiary of UTC, with UTC becoming Raytheon Technologies Corporation. Pursuant to the Merger Agreement, on the Closing Date, each share of Raytheon Common Stock held by the reporting person was converted automatically into 2.3348 shares of UTC Common Stock.
- 2. Includes 878 restricted shares of Raytheon Common Stock that were converted into shares of UTC Common Stock pursuant to the terms of the Merger Agreement.
- 3. Represents restricted stock units ("RSUs") granted under the Director Deferred Restricted Stock Unit Program on May 31, 2018. These RSUs were converted into shares of UTC Common Stock pursuant to the terms of the Merger Agreement.
- 4. Represents RSUs granted under the Director Deferred Restricted Stock Unit Program on March 13, 2018. These RSUs were converted into shares of UTC Common Stock pursuant to the terms of the Merger Agreement.

## Remarks:

<u>Dana Ng, Attorney-in-fact</u>\*\* Signature of Reporting Person

04/07/2020 Date

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

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.