

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

FORM 8-K

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

Date of Report (date of earliest event reported): August 29, 2003

RAYTHEON COMPANY

(Exact name of registrant as specified in its charter)

Delaware

(State of Incorporation)

1-13699

(Commission File Number)

95-1778500

(IRS Employer
Identification Number)

**141 Spring Street
Lexington, Massachusetts**

(Address of principal executive offices)

02421

(Zip Code)

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

Item 7(c)

Exhibits

The following Exhibit is furnished as part of Item 9 of this report:

99.1 Press release dated August 29, 2003 issued by Raytheon Company

Item 9.

Regulation FD Disclosure

On August 29, 2003, Raytheon Company issued a press release announcing its commencement of a legal action regarding certain Exelon Corporation construction projects. A copy of the press release is attached as Exhibit 99.1.

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.

Dated: August 29, 2003

RAYTHEON COMPANY

By: /s/ JAY B. STEPHENS

Jay B. Stephens

Senior Vice President and
General Counsel

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press release dated August 29, 2003 issued by Raytheon Company

News release

FOR IMMEDIATE RELEASE

Contact:
James Fetig
781-860-2386

Raytheon Legal Action Involving Exelon Projects

LEXINGTON, Mass., (Aug. 29, 2003) – Raytheon Company (NYSE: RTN) today filed a lawsuit in Suffolk County Superior Court in Massachusetts seeking to protect Raytheon’s rights in connection with the Exelon Mystic and Exelon Fore River power plant projects in Massachusetts.

Last month, Raytheon transferred care, custody, and operational control of Fore River, the last of the two power plant projects to Exelon. Shortly thereafter, Exelon stated that it was exiting the projects and had commenced the process of an orderly transition of ownership of the two projects. Exelon also announced that its project banks would forebear on a default until Aug. 29, 2003. Since Exelon’s announcements, Raytheon has continued to perform final close-out work on the projects.

The purpose of Raytheon’s lawsuit is to obtain adequate assurances of payment and to protect the Company’s rights under its support agreements.

Raytheon Company (NYSE: RTN), with 2002 sales of \$16.8 billion, is an industry leader in defense, government and commercial electronics, space, information technology, technical services, and business and special mission aircraft. With headquarters in Lexington, Mass., Raytheon employs more than 76,000 people worldwide.