FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-0287							
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	Check this box if no longer subject to
\neg	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(h)

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>Lawrence Taylor W</u>							2. Issuer Name and Ticker or Trading Symbol RAYTHEON CO/ [RTN]									109	Person(s) to Issuer 10% Owner	
(Last) (First) (Middle) 870 WINTER STREET						3. Date of Earliest Transaction (Month/Day/Year) 06/01/2015									ow) (wo	below)		
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									•				
	Tabl	le I - No	n-Deriv	ative	Sec	uritie	s Ac	quired	, Dis	posed o	f, or	Bene	ficia	lly Owr	ed			
Date					Execution (y/Year) if any									5) Secu Bene Own	rities ficially ed Following	Form: Direct	of Indirect	
								Code	v	Amount			rice	Tran	saction(s)		(11150.1.4)	
Stock			06/01/	/2015				F		2,796		D 5	\$103.	03.51 70,601 D				
Stock			06/01/	/2015	Τ			F		2,806		D 5	\$103.	103.51 67,795 D				
Stock	06/01/2				2015			S		1,417 ⁽¹⁾ D		D 5	\$103.	57 66,378		D		
	Та													Owned	t			
2. Conversion or Exercise Price of Derivative Security	Date Exe (Month/Day/Year) if a	Execution if any	ecution Date, any onth/Day/Year)		nstr.	of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	rative rities iired r osed) : 3, 4	Expiration (Month/I	on Dat	te ear)	Amount o Securities Underlyin Derivative Security (I and 4)		unt	Derivative Security	derivative Securities Beneficially Owned Following Reported	Ownersh Form: Direct (D or Indirect (I) (Instr.	Beneficial Ownership ct (Instr. 4)	
	(Final Conversion or Exercise Price of Derivative (Final Conversion or Exercise Price	(First) (TER STREET AM MA (State) (Table Security (Instr. 3) Stock Stock Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) TER STREET AM MA 02451 (State) (Zip) Table I - No Security (Instr. 3) Stock Stock Stock Table II - 2. Conversion or Exercise Price of Derivative Conversion Or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First)	(First) (Middle) (First) (Middle) (TER STREET AM MA 02451 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Stock 06/01/2015 Stock 06/01/2015 Table II - Derivative Security (e.g., puts, c.g., puts,	(First) (Middle) (First) (Middle) (TER STREET AM MA 02451 (State) (Zip) Table I - Non-Derivative Sec Market Month/Day/Year) Stock Stock 06/01/2015 Stock 06/01/2015 Table II - Derivative Secur (e.g., puts, calls, if any (Month/Day/Year) 2. 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If Amer Amer Amer Amer Amer Amer Amer Amer	(First) (Middle) (First) (Middle) TER STREET Table I - Non-Derivative Securities (Month/Day/Year) Stock Stock O6/01/2015 Stock O6/01/2015 Stock O6/01/2015 Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)	Table I - Non-Derivative Securities Acquired (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, for Exercise Price of Derivative Security 2. Transaction Date (wonth/Day/Year) Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, for Exercise Price of Derivative Security Stock AM MA O2451 2. Transaction Date (Month/Day/Year) O6/01/2015 Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, fir any (Month/Day/Year) A Transaction Date (if any (Month/Day/Year) O6/01/2015 Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	RAYTHEON CO/ RT	Code V Code V Code Code	RAYTHEON CO/ [RTN] (First) (Middle) TER STREET 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Month/Day/Year) Security (Instr. 3) Table I - Non-Derivative Securities Acquired, Disposed of Month/Day/Year) 2. 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Acquired, Disposed, (inst	RAYTHEON CO/ [RTN]	RAYTHEON CO/ [RTN] (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Bene Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock 06/01/2015 F 2,796 D 3 Stock 06/01/2015 F 2,806 D 3 Stock 06/01/2015 F 2,806 D 3 Stock 06/01/2015 F 2,806 D 3 Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities Acquired (Month/Day/Year) (Mo	(First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) (Stock 06/01/2015 F 2,806 D \$103. Stock 06/01/2015 F 2,806 D \$103. Table II - Derivative Securities Acquired, Disposed of, or Beneficial Stock 06/01/2015 F 2,806 D \$103. Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 6) Table II - Derivative Securities Acquired, Disposed of, or Beneficial Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficial Security (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficial Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Date Security (Instr. 3, 4 and 5) Date Execution Date, 1 any (Month/Day/Year) (Instr. 3, 4 and 5) Date Execution Date, 1 any (Month/Day/Year) (Instr. 3, 4 and 5) Date Expiration Date (Month/Day/Year) (Mon	RAYTHEON CO/ [RTN] Check all a Dire Check al	RAYTHEON CO/ [RTN] (Check all applicable) Director X Officer (give title below) Vice F (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction (Month/Day/Year) (Month/Day/Year	RAYTHEON CO/ [RTN] (First) (Middle) (First) (Middle) (First) (Middle) (First) (Middle) (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (Disposed of	

Explanation of Responses:

1. The stock sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 27, 2015.

Remarks:

<u>Dana Ng, Attorney-in-fact</u> <u>06/03/2015</u>

** Signature of Reporting Person Date

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

- * 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.

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