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DAVTHEON COV

RAYTHEO	N CO/											
Form 4												
June 04, 201	14											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										OMB APPROVAL		
Washington, D.C.									OMB Number:	3235-0287		
Check th if no lon	aer							Expires:	January 31,			
subject t	STATE	MENT OF	F CHANGES IN BENEFICIAL OWNERS					NERSHIP OF	Estimated a	2005 Iverage		
Section		SECURITIES						burden hou	rs per			
Form 4 o Form 5	Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								response	0.5		
obligatio							-					
may con	tinue. Section 1			•	•	· ·	•	1935 or Section	n			
See Instr	ruction	30(n)	of the In	vestment	Compan	iy Ac	1 01 194	Ю				
1(b).												
(Print or Type	Responses)											
1 Name and a	Address of Reportin	g Person *	2 Iaguar	Nama and	Tielten en	Tradi		5. Relationship of	Reporting Pers	son(s) to		
Wood Mich	g i eison _	2. Issuer Name and Ticker or Trading Symbol				ng	Issuer					
			RAYTHEON CO/ [RTN]									
(It)	(E :							(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					Director 10% Owner				
870 WINTI	ER STREET		(Month/Day/Year) 06/02/2014					Director give title Other (specify				
0,0,0,0,1,1,1		00/02/2014					below) below) VP, Controller & CAO					
	(Street)											
		4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
Filed(Month/Day/Yea)			Applicable Line) _X_ Form filed by One Reporting Person				
WAI THAM MA 02451 Fo						Form filed by M	d by More than One Reporting					
	1, 1011 02 131							Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Da			3. Terrereti	4. Securities Acquired			5. Amount of Securities	6. Ownership Form: Direct			
(Instr. 3)	Security (Month/Day/Year) Execution (Instr. 3) any			n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Beneficially	(D) or	Beneficial		
(11501.0)	•	Day/Year) (Instr. 8)				2)	Owned	Indirect (I)	Ownership			
								Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)				
						or	D.	(Instr. 3 and 4)				
Common				Code V		(D)	Price \$					
Stock	06/02/2014			F	1,016	D	φ 98.06	28,455	D			
Common	06/02/2014			S	1,720	D	\$	26,735	D			
Stock					(1)		97.05					

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Wood Michael J 870 WINTER STREET WALTHAM, MA 02451			VP, Controller & CAO					
Signatures								
Dana Na								

Dana Ng, Attorney-in-fact 06/04/2014

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (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 April 28, 2014.

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.