Clark Vernon E Form 4 May 31, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Clark Vernon E

(First) (Last)

(Middle)

870 WINTER STREET

(Street)

WALTHAM, MA 02451

(City)

2. Issuer Name and Ticker or Trading

Symbol

RAYTHEON CO/[RTN]

3. Date of Earliest Transaction (Month/Day/Year)

05/30/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

_X__ Director 10% Owner Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities Acquired (A) | 5. Amount of | 6. | 7. Nature of |
|-----------------|---------------------|--------------------|------------|----------------------------|------------------|-------------|--------------|
| Security | (Month/Day/Year) | Execution Date, if | Transacti | omr Disposed of (D) | Securities | Ownership | Indirect |
| (Instr. 3) | | any | Code | (Instr. 3, 4 and 5) | Beneficially | Form: | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | | Owned | Direct (D) | Ownership |
| | | | | | Following | or Indirect | (Instr. 4) |
| | | | | (A) | Reported | (I) | |
| | | | | (A) | Transaction(s) | (Instr. 4) | |
| | | | Code V | or Amount (D) Price | (Instr. 3 and 4) | | |
| Common Stock | 05/30/2018 | | S | 1,000 D \$ 212.517 | 6,588 | D | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | ve Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr. 8) | of | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr | |
|--------------------------------------------|---------------------------|-----------------------------------------|-----------------------------------------|-------------------|-------------------------------------|--------------------|---------------------------------------------------------------------------|----------------------------------------|-----------------------------------------------------------------------------|--|
| | | | Code V | 4, and 5) (A) (D) | | Expiration Date | 0 N 0 | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| Clark Vernon E | | | | | | |
| 870 WINTER STREET | X | | | | | |
| WALTHAM, MA 02451 | | | | | | |

Signatures

Michelle Gewandter,

Attorney-in-fact 05/31/2018

**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).

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.

Reporting Owners 2