1. Name and Address of Reporting Person
   
   Kennedy Thomas A
   
   (Last) 870 WINTER STREET
   
   (First) WALTHAM MA 02451
   
   (Middle) (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
   
   RAYTHEON CO/ [ RTN ]

3. Date of Earliest Transaction (Month/Day/Year)
   
   04/03/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)
   
   04/03/2020

5. Relationship of Reporting Person(s) to Issuer
   
   X Director
   
   X Officer (give title below)
   
   Chairman and CEO

6. Individual or Joint/Group Filing (Check Applicable Line)
   
   X Form filed by One Reporting Person
   
   Form filed by More than One Reporting Person

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**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Number of Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title and Amount of Securities Beneficiarily Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock(1)</td>
<td>04/03/2020</td>
<td>D</td>
<td>142,229</td>
<td>D</td>
<td>(1)</td>
<td>0</td>
<td>D</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title and Amount of Derivative Securities Beneficiarily Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units</td>
<td>(2)</td>
<td>04/03/2020</td>
<td>D</td>
<td>8,423</td>
<td>(2)</td>
<td>Common Stock 8,423 (3) 65,178 D</td>
<td>D</td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>(3)</td>
<td>04/03/2020</td>
<td>D</td>
<td>13,784</td>
<td>(3)</td>
<td>Common Stock 13,784 (3) 51,294 D</td>
<td>D</td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>(4)</td>
<td>04/03/2020</td>
<td>D</td>
<td>22,384</td>
<td>(4)</td>
<td>Common Stock 22,384 (4) 29,010 D</td>
<td>D</td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>(5)</td>
<td>04/03/2020</td>
<td>D</td>
<td>29,010</td>
<td>(5)</td>
<td>Common Stock 29,010 (5) 0 D</td>
<td>D</td>
</tr>
<tr>
<td>Performance Stock Units</td>
<td>(6)</td>
<td>04/03/2020</td>
<td>D</td>
<td>44,193</td>
<td>(6)</td>
<td>Common Stock 44,193 (6) 69,805 D</td>
<td>D</td>
</tr>
<tr>
<td>Performance Stock Units</td>
<td>(7)</td>
<td>04/03/2020</td>
<td>D</td>
<td>42,091</td>
<td>(7)</td>
<td>Common Stock 42,091 (7) 27,714 D</td>
<td>D</td>
</tr>
<tr>
<td>Performance Stock Units</td>
<td>(8)</td>
<td>04/03/2020</td>
<td>D</td>
<td>27,714</td>
<td>(8)</td>
<td>Common Stock 27,714 (8) 0 D</td>
<td>D</td>
</tr>
</tbody>
</table>

**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. Time-based restricted stock units ("RSUs"), granted on March 29, 2017, that represent the right to receive one share of Raytheon Common Stock per unit. These RSUs were converted into shares of UTC Common Stock in accordance with the terms of the Merger Agreement.

3. Time-based RSUs, granted on March 21, 2018, that represent the right to receive one share of Raytheon Common Stock per unit. These RSUs were converted into awards of UTC RSUs pursuant to the terms of the Merger Agreement.

4. Time-based RSUs, granted on March 20, 2019, that represent the right to receive one share of Raytheon Common Stock per unit. These RSUs were converted into awards of UTC RSUs pursuant to the terms of the Merger Agreement.

5. Time-based RSUs, granted on March 25, 2020, that represent the right to receive one share of Raytheon Common Stock per unit. These RSUs were converted into awards of UTC RSUs pursuant to the terms of the Merger Agreement.

6. Represents performance-based restricted stock units ("PSUs") earned at a specific level pursuant to the terms of the Merger Agreement and in which had not been previously reported. These PSUs were earned under the 2018-2020 Long-Term Performance Plan. The PSUs were converted into an award of time-vesting UTC RSUs pursuant to the terms of the Merger Agreement.

7. Represents PSUs earned at a specific level pursuant to the term of the Merger Agreement and which had not been previously reported. These PSUs were earned under the 2019-2021 Long-Term Performance Plan. The PSUs were converted into an award of time-vesting UTC RSUs pursuant to the terms of the Merger Agreement.

8. Represents PSUs earned at a specific level pursuant to the term of the Merger Agreement and which had not been previously reported. These PSUs were earned under the 2020-2022 Long-Term Performance Plan. The PSUs were converted into an award of time-vesting UTC RSUs pursuant to the terms of the Merger Agreement.

**Remarks:**

Dana N. Attorney-in-fact 04/07/2020

**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).


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.