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RAYTHEON CO/  
Form 8-K  
May 15, 2001

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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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): May 14, 2001

Raytheon Company  
(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other  
Jurisdiction of  
Incorporation)

0-12591  
(Commission File Number)

95-1778500  
(IRS Employer  
Identification No.)

141 Spring Street  
Lexington, Massachusetts  
(Address of Principal Executive Offices)

02421  
(Zip Code)

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

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ITEM 5. OTHER EVENTS

On May 14, 2001, Raytheon Company (the "Company") issued a press release announcing the completion of the shareholder approved reclassification of Raytheon Class A Common Stock and Raytheon Class B Common Stock into a single class of new common stock. Raytheon also announced that it effected a 20 for 1

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reverse split of its Class A Common Stock and its Class A Common Stock, immediately followed by a 1 for 20 forward split of its Class A Common Stock and its Class B Common Stock. A copy of the press release is attached as an exhibit to this Form 8-K and is incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

- (a) Financial Statements: None
- (b) Pro Forma Financial Information: None
- (c) Exhibits:

(c)	EXHIBIT	DESCRIPTION
	NO.-----	-----
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	99.1	Press Release dated May 14, 2001

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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.

RAYTHEON COMPANY

By: /s/ John W. Kapples

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Name: John W. Kapples  
Title: Vice President and Secretary

Date: May 14, 2001

EXHIBIT INDEX

EXHIBIT NO.-----	DESCRIPTION -----
99.1	Press Release dated May 14, 2001