

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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): January 30, 2003

RAYTHEON COMPANY

(Exact name of registrant as specified in its charter)

Delaware

1-13699

95-1778500

(State of Incorporation) (Commission File Number)

(IRS Employer
Identification Number)

141 Spring Street
Lexington, Massachusetts

02421

(Address of principal executive offices) (Zip Code)

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

Item 9. Regulation FD Disclosure

We are filing this Form 8-K to disclose changes in the way we will report our segment results beginning in the first quarter of 2003. On August 30, 2002, we announced that we would realign our government and defense businesses into six segments. In addition, on December 19, 2002, we announced that our Commercial Electronics businesses would be reassigned to the new government and defense businesses. Raytheon Aircraft Company will continue to be reported separately. Accordingly, beginning in the first quarter of 2003, we will report our financial results in the following segments:

- o Integrated Defense Systems (IDS)
- o Intelligence and Information Systems (IIS)
- o Missile Systems (MS)
- o Network Centric Systems (NCS)
- o Space and Airborne Systems (SAS)
- o Technical Services (TS)
- o Aircraft (RAC)

Also beginning in the first quarter of 2003, we will change the way we report pension expense or income in our segment results. Statement of Financial Accounting Standards (SFAS) No. 87, Employers' Accounting for Pensions, outlines the methodology used to determine pension expense or income for financial reporting purposes, which is not necessarily indicative of the funding requirements of pension plans, which are determined by other factors. A major factor for determining pension funding requirements are Cost Accounting Standards (CAS) that proscribe the allocation to and recovery of pension costs on U.S. government contracts. We will report the difference between our SFAS No. 87 (FAS) pension expense or income and our CAS pension expense as a separate line item in our segment results called FAS/CAS Income Adjustment. Our individual segment results will now only include pension expense as determined under CAS, which can generally be recovered through the pricing of products and services to the U.S. government. Previously, our individual segment results included FAS pension expense or income, which consisted of CAS pension expense and an adjustment to reconcile CAS pension expense to FAS pension expense or income.

The following information reflects our segment results during 2001 and 2002 as though we had operated our business in the realigned structure consisting of IDS, IIS, MS, NCS, SAS, TS and RAC during those periods. In addition, the individual segment results below include pension expense as determined under CAS. Also included below is information relating to 2001 operating income in the realigned segment structure excluding goodwill amortization, which was discontinued January 1, 2002, in accordance with SFAS No. 142, Goodwill and Other Intangible Assets.

2002 Segment Results

Net Sales

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	591	598	542	635	2,366
Intelligence and Information Systems	417	457	485	528	1,887
Missile Systems	727	729	792	790	3,038
Network Centric Systems	748	760	759	824	3,091
Space and Airborne Systems	707	798	803	935	3,243
Technical Services	528	505	556	544	2,133
Aircraft	494	526	451	687	2,158
Corporate and Eliminations	(301)	(278)	(296)	(281)	(1,156)
Total	3,911	4095	4,092	4,662	16,760

Operating Income

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	71	72	69	77	289
Intelligence and Information Systems	37	42	45	56	180
Missile Systems	94	92	96	92	374
Network Centric Systems	73	58	63	84	278
Space and Airborne Systems	85	108	109	126	428
Technical Services	35	6	36	39	116
Aircraft	(53)	11	(11)	2	(51)
FAS/CAS Income Adjustment	52	52	53	53	210
Corporate and Eliminations	(41)	13	(5)	(37)	(70)
Total	353	454	455	492	1,754

Operating Cash Flow

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	(123)	58	56	203	194
Intelligence and Information Systems	(47)	11	46	111	121
Missile Systems	(101)	2	37	238	176
Network Centric Systems	(128)	44	49	123	88
Space and Airborne Systems	(77)	125	111	(6)	153
Technical Services	22	82	27	43	174
Aircraft	34	(70)	(81)	68	(49)
Corporate	214	175	156	218	763
Total	(206)	427	401	998	1,620

Capital Expenditures

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	19	15	15	26	75
Intelligence and Information Systems	7	6	5	12	30
Missile Systems	8	9	13	16	46
Network Centric Systems	12	26	11	30	79
Space and Airborne Systems	22	31	18	51	122
Technical Services	1	4	6	10	21
Aircraft	16	14	28	27	85
Total	85	105	96	172	458

Depreciation and Amortization

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	10	11	10	13	44
Intelligence and Information Systems	6	7	8	7	28
Missile Systems	11	12	12	11	46
Network Centric Systems	15	13	15	17	60
Space and Airborne Systems	14	16	18	21	69
Technical Services	3	3	3	3	12
Aircraft	29	25	26	25	105
Total	88	87	92	97	364

Identifiable Assets

(In millions)	Q1	Q2	Q3	Q4
Integrated Defense Systems	1,821	1,813	1,792	1,612
Intelligence and Information Systems	1,942	1,977	1,999	1,926
Missile Systems	4,570	4,634	4,640	4,429
Network Centric Systems	3,986	3,931	3,921	3,914
Space and Airborne Systems	3,889	3,871	3,814	3,875
Technical Services	1,472	1,405	1,392	1,372
Aircraft	3,183	2,987	2,967	3,891
Corporate	4,780	5,072	4,004	2,333
Total	25,643	25,690	24,529	23,352

2001 Segment Results

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	568	584	539	574	2,265
Intelligence and Information Systems	391	421	430	494	1,736
Missile Systems	704	718	741	738	2,901
Network Centric Systems	671	723	696	775	2,865
Space and Airborne Systems	568	686	672	812	2,738
Technical Services	483	499	524	549	2,055
Aircraft	638	768	449	717	2,572
Corporate and Eliminations	(251)	(302)	(296)	(266)	(1,115)
Total	3,772	4,097	3,755	4,393	16,017

Operating Income

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	46	56	59	77	238
Intelligence and Information Systems	25	33	31	50	139
Missile Systems	57	65	63	72	257
Network Centric Systems	58	62	47	79	246
Space and Airborne Systems	66	73	98	102	339
Technical Services	27	31	30	35	123
Aircraft	(14)	12	(774)	(46)	(822)
FAS/CAS Income Adjustment	97	99	94	96	386
Corporate and Eliminations	(48)	(36)	(12)	(44)	(140)
Total	314	395	(364)	421	766

Operating Cash Flow

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	19	14	22	72	127
Intelligence and Information Systems	(86)	22	31	76	43
Missile Systems	37	(21)	(4)	281	293
Network Centric Systems	(57)	16	13	87	59
Space and Airborne Systems	2	60	82	71	215
Technical Services	(29)	2	13	(43)	(57)
Aircraft	(242)	(74)	(260)	118	(458)
Corporate	(70)	67	(10)	(71)	(84)
Total	(426)	86	(113)	591	138

Capital Expenditures

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	20	19	21	29	89
Intelligence and Information Systems	10	13	10	16	49
Missile Systems	4	3	7	23	37
Network Centric Systems	20	19	8	26	73
Space and Airborne Systems	14	17	26	50	107
Technical Services	1	0	1	1	3
Aircraft	26	21	32	24	103
Total	95	92	105	169	461

Depreciation and Amortization

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	18	15	19	10	62
Intelligence and Information Systems	15	16	17	16	64
Missile Systems	36	36	36	35	143
Network Centric Systems	29	30	31	32	122
Space and Airborne Systems	26	30	27	39	122
Technical Services	8	8	8	7	31
Aircraft	32	34	32	35	133
Total	164	169	170	174	677

Identifiable Assets

(In millions)	Q1	Q2	Q3	Q4
Integrated Defense Systems	1,786	1,765	1,714	1,706
Intelligence and Information Systems	2,001	2,017	1,976	1,916
Missile Systems	4,755	4,842	4,728	4,412
Network Centric Systems	4,041	4,155	3,939	3,904
Space and Airborne Systems	4,128	4,037	3,861	3,848
Technical Services	1,487	1,473	1,401	1,503
Aircraft	3,377	3,404	3,181	3,126
Corporate	3,350	3,526	4,411	4,727
Total	24,925	25,219	25,211	25,142

2001 Segment Results

Operating Income excluding
Goodwill Amortization

(In millions)	Q1	Q2	Q3	Q4	Total
Integrated Defense Systems	51	60	64	81	256
Intelligence and Information Systems	35	43	41	59	178
Missile Systems	81	90	88	97	356
Network Centric Systems	75	79	64	95	313
Space and Airborne Systems	86	92	117	121	416
Technical Services	34	37	36	41	148
Aircraft	(12)	14	(772)(1)	(44)	(814)(1)
FAS/CAS Income Adjustment	97	100	94	96	387
Corporate and Eliminations	(48)	(36)	(11)	(45)	(140)
Total	399	479	(279)	501	1,100

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.

Dated: January 30, 2003

RAYTHEON COMPANY

By: /s/ John W. Kapples
John W. Kapples
Vice President and Secretary