

Edgar Filing: RAYTHEON CO/ - Form 8-K

RAYTHEON CO/  
Form 8-K  
October 19, 2001

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): October 19, 2001

RAYTHEON COMPANY  
(Exact name of registrant as specified in its charter)

|                                      |                                     |   |
|--------------------------------------|-------------------------------------|---|
| Delaware<br>(State of Incorporation) | 1-13699<br>(Commission File Number) | 95-1778500<br>(IRS Employer<br>Identification Number) |
|--------------------------------------|-------------------------------------|---|

|   |                     |
|---|---------------------|
| 141 Spring Street<br>Lexington, Massachusetts<br>(Address of principal executive offices) | 02421<br>(Zip Code) |
|---|---------------------|

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

Item 5. Other Events.

On October 17, 2001, the Registrant announced financial results for its fiscal quarter ended September 30, 2001. In connection with this announcement, the Registrant issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is specifically incorporated herein by reference.

On October 17, 2001, the Registrant announced that it had agreed to a purchase price adjustment related to its 1997 merger with Hughes Defense. The Registrant also announced that it plans to record a third quarter charge of \$693 million in connection with its commuter aircraft business and \$52 million related to used general aviation aircraft. In connection with these announcements, the Registrant issued a press release, a copy of which is attached hereto as Exhibit 99.2 and is specifically incorporated herein by reference, and the foregoing description is qualified in its entirety by reference to such press release.

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Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) The following exhibit is filed as part of this report:

- 99.1 Press release dated October 17, 2001.
- 99.2 Press release dated October 17, 2001.
- 99.3 Certificate of Amendment of Restated Certificate of Incorporation of Raytheon Company to effect a reverse stock split of the Registrant's Class A and Class B common stock.
- 99.4 Certificate of Amendment of Restated Certificate of Incorporation of Raytheon Company to effect a forward stock split of the Registrant's Class A and Class B common stock.
- 99.5 Certificate of Amendment of Restated Certificate of Incorporation of Raytheon Company to reclassify the Registrant's Class A and Class B common stock into a single new class of common stock.

SIGNATURE

Pursuant to the requirements of Section 12 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: October 19, 2001

RAYTHEON COMPANY

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

EXHIBIT INDEX

| Exhibit Number | Description                           |
|----------------|---------------------------------------|
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| 99.2           | Press release dated October 17, 2001. |

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