SF278 (Rev. 03/2000)
5 C.F.R Part 2634
U.S. Office of Government Ethics

Form Approved:
OMB No. 3209-0001

Executive Branch Personnel PUBLIC FINANCIAL DISCLOSURE REPORT

Date of Appointment, Candidacy, Election or Nomination (Month, Day, Year)	
Reporting Status (check appropriate boxes)	Incumbent [ ] Calendar Year Covered by Report: ; New Entrant, Nominee, or Candidate [X]; Termination Filer [ ] Termination Date (If Applicable) (Month, Day, Year):
Reporting Individual's Name — Last Name	LYNN III
First Name and Middle Initial	WILLIAM J
Position for Which Filing — Title of Position	Deputy Secretary of Defense
Department or Agency (If Applicable)	Department of Defense
Location of Present Office (or forwarding address) — Address (Number, Street, City, State, and ZIP Code)	The Pentagon, Washington, DC, Room 3E944
Telephone No. (Include Area Code)	703-692-7150
Position(s) Held with the Federal Government During the Preceding 12 Months (If Not Same as Above) — Title of Position(s) and Date(s) Held	None
Presidential Nominees Subject to Senate Confirmation — Name of Congressional Committee Considering Nomination	SASC
Do You Intend to Create a Qualified Diversified Trust?	Yes [ ] No [X]
Certification — I CERTIFY that the statements I have made on this form and all attached schedules are true, complete and correct to the best of my knowledge. Signature of Reporting Individual	[signature]
Date (Month, Day, Year)	01-13-09
Other Review (If desired by agency) — Signature of Other Reviewer	Daniel J. Dell'Orto
Date (Month, Day, Year)	1/13/09
Agency Ethics Official's Opinion — On the basis of information contained in this report, I conclude that the filer is in compliance with applicable laws and regulations (subject to any comments in the box below). Signature of Designated Agency Ethics Official/Reviewing Official	
Date (Month, Day, Year)	
Office of Government Ethics Use Only — Signature	[signature]
Date (Month, Day, Year)	1/13/09

Comments of Reviewing Officials (If additional space is required, use the reverse side of this sheet)

(Check box if filing extension granted & indicate number of days ________) [ ]

(Check box if comments are continued on the reverse side) [ ]

Fee for Late Filing
Any individual who is required to file this report and does so more than 30 days after the date the report is required to be filed, or, if an extension is granted, more than 30 days after the last day of the filing extension period shall be subject to a $200 fee.

Reporting Periods
Incumbents: The reporting period is the preceding calendar year except Part II of Schedule C and Part I of Schedule D where you must also include the filing year up to the date you file. Part II of Schedule D is not applicable.

Termination Filers: The reporting period begins at the end of the period covered by your previous filing and ends at the date of termination. Part II of Schedule D is not applicable.

Nominees, New Entrants and Candidates for President and Vice President:

Schedule A—The reporting period for income (BLOCK C) is the preceding calendar year and the current calendar year up to the date of filing. Value assets as of any date you choose that is within 31 days of the date of filing.

Schedule B—Not applicable.

Schedule C, Part I (Liabilities)—The reporting period is the preceding calendar year and the current calendar year up to any date you choose that is within 31 days of the date of filing.

Schedule C, Part II (Agreements or Arrangements)—Show any agreements or arrangements as of the date of filing.

Schedule D—The reporting period is the preceding two calendar years and the current calendar year up to the date of filing.

Agency Use Only

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Reporting Individual's Name: William J. Lynn III

SCHEDULE A

Assets and Income — BLOCK A

Valuation of Assets at close of reporting period — BLOCK B

Income: type and amount. If "None (or less than $201)" is checked, no other entry is needed in Block C for that item. — BLOCK C

For you, your spouse, and dependent children, report each asset held for investment or the production of income which had a fair market value exceeding $1,000 at the close of the reporting period, or which generated more than $200 in income during the reporting period, together with such income.

For yourself, also report the source and actual amount of earned income exceeding $200 (other than from the U.S. Government). For your spouse, report the source but not the amount of earned income of more than $1,000 (except report the actual acount of any honoraria over $200 of your spouse).

None ☐

#	Assets and Income (Block A)	None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Type: Dividends	Type: Rent and Royalties	Type: Interest	Type: Capital Gains	Amount: None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
Examples	Central Airlines Common				x												x						x										
Examples	Doe Jones & Smith, Hometown, State			x																												Law Partnership Income $130,000	
Examples	Kempstone Equity Fund					x								x										x									
Examples	IRA: Heartland 500 Index Fund							x						x											x								
1	Fidelity Overseas Fund (S)		x											x							x												
2	Fidelity Puritan Fund (S)			x										x								x											
3	Fidelity Growth & Income Fund (S)			x										x								x											
4	Baron Growth Fund (S)		x											x							x												
5	Janus Small Cap Value Fund Investor Shares (S)		x											x									x										
6	Barclays Global Investors (iShares) US Debt Index (S)		x											x							x												

* This category applies only if the asset/income is solely that of the filer's spouse or dependent children. If the asset/income is either that of the filer or jointly held by the filer with the spouse or dependent children, mark the other higher categories of value, as appropriate.

Prior Editions Cannot be Used.

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Reporting Individual's Name: William J. Lynn III

SCHEDULE A continued

(Use only if needed)

Page Number: 3

Assets and Income — BLOCK A

Valuation of Assets at close of reporting period — BLOCK B

Income: type and amount. If "None (or less than $201)" is checked, no other entry is needed in Block C for that item. — BLOCK C

None ☐

#	Assets and Income (Block A)	None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Type: Dividends	Type: Rent and Royalties	Type: Interest	Type: Capital Gains	Amount: None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
1	Eagle Bank CD (redeemed)	X																	x						x								
2	Pentagon Federal Credit Union (cash)				x														x				x										
3	US Senate Federal Credit Union (cash)		x																x		x												
4	Suntrust (S) (cash)		x																x		x												
5	International Business Machine	X															x				x												
6	Formtek Inc. (software firm) privately held stock company in Washington, DC				x												x				x												
7	Raytheon Company LTPP - 2006-08 incentive stk vests 2/09 - unvested restricted stock						x	X													x x												
8	Fidelity Balanced Raytheon def comp plan			X										X								X											
9	Schwab Value Advantage					X								X									x										

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Reporting Individual's Name	SCHEDULE A continued (Use only if needed)	Page Number
William J. Lynn III		4

Assets and Income (BLOCK A) — **Valuation of Assets** at close of reporting period (BLOCK B) — **Income:** type and amount. If "None (or less than $201)" is checked, no other entry is needed in Block C for that item. (BLOCK C)

None ☐

#	Assets and Income	None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Type: Dividends	Type: Rent and Royalties	Type: Interest	Type: Capital Gains	Amount: None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
1	Citibank Bank Deposit (cash)		x																x				x										
2	Western Asset Government Money Market (LMKXX)						x							x										x									
3	Raytheon Company stock (RTN) Raytheon 401k/excess savings plans				x																	x											
4	Fidelity Equity Income (FEQIX) in Raytheon 401k					x								x											x								
5	Fidelity Institutional Money Market in Raytheon def comp/401k plan			x										x								x											
6	International Equity Blend (Fidelity manage in Raytheon def comp/excess savings pln			x										x							x												
7	Small Cap Blend (Fidelity managed) in Raytheon def comp/excess savings pln			x										x							x												
8	Fixed Income Fund (Fidelity managed) in Raytheon def comp/excess savings pln							x						x												x							
9	Federated Capital Reserves (J)		x											x							x												

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Prior Editions Cannot be Used.

Reporting Individual's Name: William J Lynn III

SCHEDULE A continued

(Use only if needed)

#	Assets and Income (BLOCK A)	None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Dividends	Rent and Royalties	Interest	Capital Gains	None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
	None ☐																																
1	Goldman Sachs Global Income Fund Class A (GSGIX)(J)			X										X							X												
2	Goldman Sachs High Yield Fund Class A (GSHAX)(J)		X											X							X												
3	Goldman Sachs Structured Large Cap Growth Fund Class A (GLCGX)(J)		X											X							X												
4	Goldman Sachs Emerging Markets Equity Fund Class A (GEMAX)(J)		X											X									X										
5	Goldman Sachs Structured Large Cap Value Fund Class A (GCVAX)(J)		X											X							X												
6	Goldman Sachs Structured Small Cap Equity Fund Class A (GCSAX)(J)		X											X							X												
7	Goldman Sachs Real Estate Securities Fund Class A (GREAX)(J)		X											X								X											
8	Goldman Sachs Structured Tax Managed Equity Class A (GCTAX)(J)			X										X							X												
9	Goldman Sachs Commodity Strategy Fund Class A (GSCAX)(J)		X											X								X											

Block B: Valuation of Assets at close of reporting period. Block C: Income: type and amount. If "None (or less than $201)" is checked, no other entry is needed in Block C for that item.

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Reporting Individual's Name: William J Lynn III

SCHEDULE A continued
(Use only if needed)

Assets and Income — BLOCK A

Valuation of Assets at close of reporting period — BLOCK B

Income: type and amount. If "None (or less than $201)" is checked, no other entry is needed in Block C for that item. — BLOCK C

None ☐

#	Assets and Income (Block A)	None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Type: Dividends	Type: Rent and Royalties	Type: Interest	Type: Capital Gains	Amount: None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
1	Goldman Sachs International Real Estate Secs Fund Class A (GIRAX)(J)		x											X							x												
2	Goldman Sachs Emerging Markets Debt Fund Class A (GSDAX)(J)		x											X							x												
3	Goldman Sachs Structured Int'l Tax Managed Equity Class A (GATMX)(J)			X										X								X											
4	Goldman Sachs Structured Int'l Small Cap Fund Class A (GICAX)(J)		x											X							x												
5	Goldman Sachs Local Emerging Markets Debt Fund Class A (GAMDX)(J)		x											X							x												
6	Assetmark International Equity Fund (AFIEX) (J)	X												X							x												
7	Assetmark Tax-Exempt Fixed-Income Fund (AFTIX)(J)				x									X								X											
8	Assetmark Fundamental Index Small Co. Growth Fund (AISGX)(J)	X												X							x												
9	Assetmark Fundamental Index Large Co. Value Fund (AILVX)(J)		x											X							x												

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SCHEDULE A continued

(Use only if needed)

#	Assets and Income (BLOCK A)	Valuation of Assets at close of reporting period (BLOCK B): None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Income Type (BLOCK C): Dividends	Rent and Royalties	Interest	Capital Gains	Income Amount: None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
	None ☐																																
1	Assetmark Fundamental Index Large Co. Growth Fund (AILGX)(J)		x											X							x												
2	DWS Enhanced S&P 500 Index Fund Class S (SSFFX)(J)	X												X							x												
3	Federated Tax Free Instruments Institutional Shares (TFSXX)(J)	X												X							x												
4	Barclays Global Investors (iShares) Russell 2000 Value Index Fund (IWN)(S)			X										X							x												
5																																	
6	Pimco Total Return ADM (PTRAX)(S)		x											X								X											
7	Assetmark Real Estate Securities Fund (AFREX)(J)		x											X							x												
8	Goldman Sachs Municipal Income Fund Class A (GSMIX)(J)		x											X							x												
9	Pimco High Yield Fund Class D (PHYDX)(J)		x											X							x												

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Prior Editions Cannot be Used.

Reporting Individual's Name: William J Lynn III

SCHEDULE A continued

(Use only if needed)

Income: type and amount. If "None (or less than $201)" is checked, no other entry is needed in Block C for that item.

None ☐

#	Assets and Income (BLOCK A)	Valuation: None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Type: Dividends	Rent and Royalties	Interest	Capital Gains	Amount: None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
1	Goldman Sachs Short Duration Tax-Free Fund Class A (GSSDX)(J)		x											x							x												
2	Schwab Cash Reserves	x												x							x												
3	Fidelity Diversified International (FDIVX)(S)	x												x							x												
4	Fidelity Spartan US Equity Index (FUSEX)(S)	x												x							x												
5	Fidelity Freedom 2030 (FFFEX)(S)	x												x							x												
6	Fidelity Cash Reserves Money Market (FDRXX)(S)	x												x							x												
7	FPL Group Inc. stock (FPL)(S)			x													x					x											
8	Raytheon 2008 salary																															$369,615	
9	Raytheon cash 2008 bonus receivable					x															x												

* This category applies only if the asset/income is solely that of the filer's spouse or dependent children. If the asset/income is either that of the filer or jointly held by the filer with the spouse or dependent children, mark the other higher categ

Reporting Individual's Name: William J Lynn III

SCHEDULE A continued

(Use only if needed)

Income: type and amount. If "None (or less than $201)" is checked, no other entry is needed in Block C for that item.

#	Assets and Income (BLOCK A) None ☐	Valuation of Assets at close of reporting period (BLOCK B): None (or less than $1,001)	$1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000 *	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Excepted Investment Fund	Excepted Trust	Qualified Trust	Income (BLOCK C) Type: Dividends	Rent and Royalties	Interest	Capital Gains	Amount: None (or less than $201)	$201 - $1,000	$1,001 - $2,500	$2,501 - $5,000	$5,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	Over $5,000,000	Other Income (Specify Type & Actual Amount)	Date (Mo., Day, Yr.) Only if Honoraria
1	Raytheon Pension defined benefit payable beg. 1/1/2019																															$4,300/mo Single Life Annuity	
2																																	
3																																	
4																																	
5																																	
6	FPL Group (Florida Power & Light)(S) -- Salary (S)																																
7	-- Pension (defined benefit plan) (S) FPL Group Stock in LESOP (FPL)(S)																															value not ascertainable	
8	-- Mar 2007 & 08 Performance Stk Awd - 300 shares vest 12/31/2009 - 200 shares vest 12/31/2010		x x														x x				x x												
9	Mar 2006 Performance Stk Awd -- 600 shares vest February 2009			X													x				x												

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Do not Complete Schedule B if you are a new entrant, nominee, Vice Presidential or Presidential Candidate

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Part I: Transactions

None ☐

Report any purchase, sale, or exchange by you, your spouse, or dependent children during the reporting period of any real property, stocks, bonds, commodity futures, and other securities when the amount of the transaction exceeded $1,000. Include transactions that resulted in a loss. Do not report a transaction involving property used solely as your personal residence, or a transaction solely between you, your spouse, or dependent child. Check the "Certificate of divestiture" block to indicate sales made pursuant to a certificate of divestiture from OGE.

	Identification of Assets	Transaction Type (x): Purchase	Sale	Exchange	Date (Mo., Day, Yr.)	Amount of Transaction (x): $1,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000	Certificate of divestiture
Example:	Central Airlines Common	x			2/1/99			x									
1																	
2																	
3																	
4																	
5																	

* This category applies only if the underlying asset is solely that of the filer's spouse or dependent children. If the underlying asset is either held by the filer or jointly held by the filer with the spouse or dependent children, use the other higher categories of value, as appropriate.

Part II: Gifts, Reimbursements, and Travel Expenses

For you, your spouse and dependent children, report the source, a brief description, and the value of: (1) gifts (such as tangible items, transportation, lodging, food, or entertainment) received from one source totaling more than $260; and (2) travel-related cash reimbursements received from one source totaling more than $260. For conflicts analysis, it is helpful to indicate a basis for receipt, such as personal friend, agency approval under 5 U.S.C. § 4111 or other statutory authority, etc. For travel-related gifts and reimbursements, include travel itinerary, dates, and the nature of expenses provided. **Exclude** anything given to you by the U.S. Government; given to your agency in connection with official travel; received from relatives; received by your spouse or dependent child totally independent of their relationship to you; or provided as personal hospitality at the donor's residence. Also, for purposes of aggregating gifts to determine the total value from one source, exclude items worth $104 or less. See instructions for other exclusions.

None ☐

	Source *(Name and Address)*	Brief Description	Value
Examples:	Nat'l Assn. of Rock Collectors, NY, NY	Airline ticket, hotel room & meals incident to national conference 6/15/99 (personal activity unrelated to duty)	$500
	Frank Jones, San Francisco, CA	Leather briefcase (personal friend)	$300
1			
2			
3			
4			
5			

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Reporting Individual's Name		Page Number
William J Lynn III	SCHEDULE C	11

Part I: Liabilities

Report liabilities over $10,000 owed to any one creditor at **any time** during the reporting period by you, your spouse, or dependent children. Check the highest amount owed during the reporting period. **Exclude** a mortgage on your personal residence unless it is rented out; loans secured by automobiles, household furniture or appliances; and liabilities owed to certain relatives listed in instructions. See instructions for revolving charge accounts.

None [x]

	Creditors (Name and Address)	Type of Liability	Date Incurred	Interest Rate	Term if applicable	$10,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000
Examples:	First District Bank, Washington, DC	Mortgage on rental property, Delaware	1991	8%	25 yrs.			x								
	John Jones, 123 J St., Washington, DC	Promissory note	1999	10 %	on demand					x						
1																
2																
3																
4																
5																

* This category applies only if the liability is solely that of the filer's spouse or dependent children. If the liability is that of the filer or a joint liability of the filer with the spouse or dependent children, mark the other higher categories, as appropriate.

Part II: Agreements or Arrangements

Report your agreements or arrangements for: continuing participation in an employee benefit plan (e.g. 401k, deferred compensation; (2) continuation payment by a former employer (including severance payments); (3) leaves of absence; and (4) future employment. See instructions regarding the reporting of negotiations for any of these arrangements or benefits

None [ ]

	Status and Terms of any Agreement or Arrangement	Parties	Date
Example:	Pursuant to partnership agreement, will receive lump sum payment of capital account & partnership share calculated on service performed through 1/00.	Doe Jones & Smith, Hometown, State	7/85
1	RAYSIP 401(k) plan - will receive lump sum distribution which would rollover to an IRA under established policy	Raytheon	8/2002
2	Pursuant to the Post-2004 and Pre-2005 Excess Savings Plan will receive a lump sum payout upon resignation.	Raytheon	8/2002
3	Pursuant to the Post-2004 and Pre-2005 Deferred Compensation Plan will receive a lump sum payout upon resignation.	Raytheon	8/2002
4			
5			
6			

Prior Editions Cannot Be Used.

SF 278 (Rev. 03/2000)
5 C.F.R Part 2634
U.S. Office of Government Ethics

Reporting Individual's Name		Page Number
William J Lynn III	**SCHEDULE C**	12

Part I: Liabilities

Report liabilities over $10,000 owed to any one creditor at any time during the reporting period by you, your spouse, or dependent children. Check the highest amount owed during the reporting period. **Exclude** a mortgage on your personal residence unless it is rented out; loans secured by automobiles, household furniture or appliances; and liabilities owed to certain relatives listed in instructions. See instructions for revolving charge accounts.

None ☐

	Creditors (Name and Address)	Type of Liability	Date Incurred	Interest Rate	Term if applicable	$10,001 - $15,000	$15,001 - $50,000	$50,001 - $100,000	$100,001 - $250,000	$250,001 - $500,000	$500,001 - $1,000,000	Over $1,000,000*	$1,000,001 - $5,000,000	$5,000,001 - $25,000,000	$25,000,001 - $50,000,000	Over $50,000,000
Examples:	First District Bank, Washington, DC	Mortgage on rental property, Delaware	1991	8%	25 yrs.			x								
	John Jones, 123 J St., Washington, DC	Promissory note	1999	10%	on demand					x						
1																
2																
3																
4																
5																

* This category applies only if the liability is solely that of the filer's spouse or dependent children. If the liability is that of the filer or a joint liability of the filer with the spouse or dependent children, mark the other higher categories, as appropriate.

Part II: Agreements or Arrangements

Report your agreements or arrangements for: continuing participation in an employee benefit plan (e.g. 401k, deferred compensation; (2) continuation payment by a former employer (including severance payments); (3) leaves of absence; and (4) future employment. See instructions regarding the reporting of negotiations for any of these arrangements or benefits

None ☐

	Status and Terms of any Agreement or Arrangement	Parties	Date
Example:	Pursuant to partnership agreement, will receive lump sum payment of capital account & partnership share calculated on service performed through 1/00.	Doe Jones & Smith, Hometown, State	7/85
1	Performance Award under the 2006-2008 Long-Term Performance Plan (LTPP) 6,000 shares of restricted stock units will vest in February 2009.	Raytheon	8/2002
2	Pension (defined benefit plan). Payments to begin January 1, 2019. $4,320.66 /month Single Life Annuity	Raytheon	8/2002
3	2008 cash bonus pursuant to previously established bonus target formula. Payable March 2009.	Raytheon	8/2002
4	Performance Award under the 2007-2009 Long-Term Performance Plan 5300 restricted shares forfeited upon resignation under established company practice	Raytheon	8/2002
5	Performance Award under the 2008-2010 Long-Term Performance Plan 4237 restricted shares forfeited upon resignation under established company practice	Raytheon	8/2002
6			

Prior Editions Cannot Be Used.

Reporting Individual's Name: William J Lynn III

SCHEDULE D

Part I: Positions Held Outside U.S. Government

Report any positions held during the applicable reporting period, whether compensated or not. Positions include but are not limited to those of an officer, director, trustee, general partner, proprietor, representative, employee, or consultant of any corporation, firm, partnership, or other business enterprise or any non-profit organization or educational institution. **Exclude** positions with religious, social, fraternal, or political entities and those solely of an honorary nature.

None ☐

	Organization (*Name and Address*)	Type of Organization	Position Held	From (Mo., Yr.)	To (Mo., Yr.)
Examples:	Nat'l Assn. of Rock Collectors, NY, NY	Non-profit education	President	6/92	Present
	Doe Jones & Smith, Hometown, State	Law firm	Partner	7/85	1/00
1	Raytheon Company 110 Wilson Blvd, Arlington, VA 22209	Defense Company	Senior VP Corporate Officer	8/2002	present
2	Center for New American Security 1301 Penn Ave NW, Washington, DC 20004	Non-profit research institute	Board member	2007	present
3	Electronic Industries Alliance 2500 Wilson Blvd Arlington, VA 22201	Industry Association	Board member	2006	2007
4					
5					
6					

Part II: Compensation In Excess Of $5,000 Paid by One Source

Report sources of more than $5,000 compensation received by you or your business affiliation for services provided directly by you during any one year of the reporting period. This includes the names of clients and customers of any corporation, firm, partnership, or other business enterprise, or any other non-profit organization when you directly provided the services generating a fee or payment of more than $5,000. You need not report the U.S. Government as a source.

Do not complete this part if you are an Incumbent, Termination Filer, or Vice Presidential or Presidential Candidate

None ☐

	Source (*Name and Address*)	Brief Description of Duties
Examples:	Doe Jones & Smith, Hometown, State	Legal services
	Metro University (client of Doe Jones & Smith), Moneytown, State	Legal services in connection with university construction
1	Raytheon	Senior VP
2		
3		
4		
5		
6		