

TEXTRON INC
Form 4
April 26, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Bohlen Kenneth C

(Last) (First) (Middle)

TEXTRON INC., 2301 EAGLE PARKWAY, SUITE 250

(Street)

FORT WORTH, TX 76177

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TEXTRON INC [TXT]

3. Date of Earliest Transaction (Month/Day/Year)
04/24/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

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

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	04/24/2007		M	590 A \$ 56.43	26,566	D	
Common Stock	04/24/2007		F	329 ⁽¹⁾ D \$ 100.97	26,237	D	
Common Stock	04/24/2007		M	435 A \$ 76.575	26,672	D	
Common Stock	04/24/2007		F	329 ⁽²⁾ D \$ 100.97	26,343	D	
Common Stock	04/24/2007		M	379 A \$ 87.95	26,722	D	

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Common Stock	04/24/2007	F	330 ⁽³⁾	D	\$ 100.97	26,392	D	
Common Stock						4,339.72	I	Held on behalf of the Reporting Person by the Textron Savings Plan as of April 24, 2007.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code V (A) (D)	(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Employee Stock Option - Right to Buy	\$ 56.43	04/24/2007		M	590	02/12/2005 02/11/2014	Common Stock	590
Employee Stock Option - Right to Buy	\$ 76.575	04/24/2007		M	435	02/23/2006 02/22/2015	Common Stock	435
Employee Stock Option -	\$ 87.95	04/24/2007		M	379	03/01/2007 02/29/2016	Common Stock	379

Right to
Buy

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bohlen Kenneth C TEXTRON INC. 2301 EAGLE PARKWAY, SUITE 250 FORT WORTH, TX 76177			Executive Vice President	

Signatures

Ann T. Willaman,
Attorney-in-Fact

04/26/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The exercise price for 590 shares was paid by delivery of 329 shares of Textron Common Stock and \$74.57 cash.
 - (2) The exercise price for 435 shares was paid by delivery of 329 shares of Textron Common Stock and \$91.00 cash.
 - (3) The exercise price for 379 shares was paid by delivery of 330 shares of Textron Common Stock and \$12.95 cash.
 - (4) Issued pursuant to the Textron 1999 Long-Term Incentive Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.