

TEXTRON INC
Form 4
January 10, 2008

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 *
FRENCH TED R

(Last) (First) (Middle)
TEXTRON INC., 40
WESTMINSTER STREET
(Street)

PROVIDENCE, RI 02903

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/08/2008

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 VP and CFO

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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	01/08/2008		M		20,000	A	\$ 21.5781	148,608	D	Indirect Beneficial Ownership
Common Stock	01/08/2008		S ⁽¹⁾		100	D	\$ 63.35	148,508	D	Indirect Beneficial Ownership
Common Stock	01/08/2008		S ⁽¹⁾		200	D	\$ 63.34	148,308	D	Indirect Beneficial Ownership
Common Stock	01/08/2008		S ⁽¹⁾		400	D	\$ 63.33	147,908	D	Indirect Beneficial Ownership
Common Stock	01/08/2008		S ⁽¹⁾		100	D	\$ 63.32	147,808	D	Indirect Beneficial Ownership

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Common Stock	01/08/2008	<u>S(1)</u>	800	D	\$ 63.3	147,008	D
Common Stock	01/08/2008	<u>S(1)</u>	500	D	\$ 63.29	146,508	D
Common Stock	01/08/2008	<u>S(1)</u>	700	D	\$ 63.28	145,808	D
Common Stock	01/08/2008	<u>S(1)</u>	2,100	D	\$ 63.27	143,708	D
Common Stock	01/08/2008	<u>S(1)</u>	900	D	\$ 63.26	142,808	D
Common Stock	01/08/2008	<u>S(1)</u>	1,000	D	\$ 63.25	141,808	D
Common Stock	01/08/2008	<u>S(1)</u>	100	D	\$ 63.22	141,708	D
Common Stock	01/08/2008	<u>S(1)</u>	600	D	\$ 63.21	141,108	D
Common Stock	01/08/2008	<u>S(1)</u>	100	D	\$ 63.12	141,008	D
Common Stock	01/08/2008	<u>S(1)</u>	500	D	\$ 63.11	140,508	D
Common Stock	01/08/2008	<u>S(1)</u>	5,400	D	\$ 63.1	135,108	D
Common Stock	01/08/2008	<u>S(1)</u>	1,500	D	\$ 63.08	133,608	D
Common Stock	01/08/2008	<u>S(1)</u>	600	D	\$ 63.07	133,008	D
Common Stock	01/08/2008	<u>S(1)</u>	500	D	\$ 63.05	132,508	D
Common Stock	01/08/2008	<u>S(1)</u>	300	D	\$ 63.04	132,208	D
Common Stock	01/08/2008	<u>S(1)</u>	400	D	\$ 63.03	131,808	D
Common Stock	01/08/2008	<u>S(1)</u>	200	D	\$ 63.02	131,608	D
Common Stock	01/08/2008	<u>S(1)</u>	100	D	\$ 63.01	131,508	D
Common Stock	01/08/2008	<u>S(1)</u>	1,400	D	\$ 63	130,108	D
Common Stock	01/08/2008	<u>S(1)</u>	100	D	\$ 62.99	130,008	D
	01/08/2008	<u>S(1)</u>	400	D	\$ 62.98	129,608	D

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Common
Stock

Common Stock 01/08/2008 S⁽¹⁾ 100 D \$ 62.97 129,508 D

Common Stock 01/08/2008 S⁽¹⁾ 900 D \$ 62.95 128,608 D

Common
Stock

2,566.31 I

Held on behalf of Reporting Person by the Textron Savings Plan (as of January 7, 2008).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee stock option (right to buy)	\$ 21.5781	01/08/2008		M	20,000	12/22/2001 12/21/2010	Common Stock 20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

