

TEXTRON INC
Form 4
April 27, 2007

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BUTLER JOHN D

(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)

04/26/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
__X__ Officer (give title _____ Other (specify
below) below)

Executive VP

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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	04/26/2007		M		21,631	A \$ 73.0313	43,276	D	
Common Stock	04/26/2007		S		400	D \$ 103.1	42,876	D	
Common Stock	04/26/2007		S		100	D \$ 103.09	42,776	D	
Common Stock	04/26/2007		S		1,500	D \$ 103.06	41,276	D	
Common Stock	04/26/2007		S		300	D \$ 103.05	40,976	D	

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Common Stock	04/26/2007	S	600	D	\$ 103.04	40,376	D
Common Stock	04/26/2007	S	3,000	D	\$ 103.03	37,376	D
Common Stock	04/26/2007	S	600	D	\$ 103.02	36,776	D
Common Stock	04/26/2007	S	300	D	\$ 103.01	36,476	D
Common Stock	04/26/2007	S	3,200	D	\$ 103	33,276	D
Common Stock	04/26/2007	S	131	D	\$ 102.77	33,145	D
Common Stock	04/26/2007	S	100	D	\$ 102.75	33,045	D
Common Stock	04/26/2007	S	100	D	\$ 102.63	32,945	D
Common Stock	04/26/2007	S	200	D	\$ 102.62	32,745	D
Common Stock	04/26/2007	S	4,700	D	\$ 102.6	28,045	D
Common Stock	04/26/2007	S	200	D	\$ 102.57	27,845	D
Common Stock	04/26/2007	S	200	D	\$ 102.56	27,645	D
Common Stock	04/26/2007	S	6,000	D	\$ 102.55	21,645	D

Common Stock						3,402.252	I
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Held on behalf of Reporting Person by the Textron Savings Plan (as of April 25, 2007).

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.

SEC 1474
(9-02)

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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)	\$ 73.031	04/26/2007		M	11,500	12/15/2000 12/14/2009	Common Stock 11,500
Employee stock option (right to buy)	\$ 73.031	04/26/2007		M	10,131	12/15/2001 12/14/2009	Common Stock 10,131

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUTLER JOHN D TEXTRON INC. 40 WESTMINSTER STREET PROVIDENCE, RI 02903			Executive VP	

Signatures

Ann T. Willaman,
Attorney-in-Fact
04/27/2007

__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) 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.

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