

TEXTRON INC  
Form 4  
March 02, 2007

**FORM 4**

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

OMB APPROVAL

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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

(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)  
**09/29/2006**

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)                              |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock                    | 02/12/2007                           |  | F                              | Code V Amount (D) Price<br>608 <sup>(1)</sup> D \$ 96.285         | 21,629  | D  |  |
| Common Stock                    |                                      |  |                                |   | 4,174.981   | I  | Held on behalf of Reporting Person by the Textron Savings Plan (as of 12/31/2006). |

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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|-----------|--|------------------|---|--------------|----------------------------|
|  |  |                                      |  |                                | V   | (A)       | (D)  | Date Exercisable | Expiration Date   | Title        | Amount or Number of Shares |
| Deferred Stock Units                       | \$ 0 <sup>(2)</sup>                                    | 09/29/2006                           |  | A                              |   | 371.548   |  | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock | 371.548                    |
| Deferred Stock Units                       | \$ 0 <sup>(2)</sup>                                    | 10/31/2006                           |  | A                              |   | 105.707   |  | <sup>(3)</sup>   | <sup>(2)</sup>  | Common Stock | 105.707                    |
| Deferred Stock Units                       | \$ 0 <sup>(2)</sup>                                    | 11/30/2006                           |  | A                              |   | 102.509   |  | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock | 102.509                    |
| Deferred Stock Units                       | \$ 0 <sup>(2)</sup>                                    | 12/29/2006                           |  | A                              |   | 380.204   |  | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock | 380.204                    |
| Deferred Stock Units                       | \$ 0 <sup>(2)</sup>                                    | 01/31/2007                           |  | A                              |   | 100.39    |  | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock | 100.39                     |
| Deferred Stock Units                       | \$ 0 <sup>(2)</sup>                                    | 02/09/2007                           |  | A                              |   | 1,299.715 |  | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock | 1,299.715                  |
| Deferred Stock Units                       | \$ 0 <sup>(2)</sup>                                    | 02/28/2007                           |  | A                              |   | 228.738   |  | <sup>(3)</sup>   | <sup>(3)</sup>  | Common Stock | 228.738                    |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| Bohlen Kenneth C<br>TEXTRON INC.<br>2301 EAGLE PARKWAY, SUITE 250 |               |           | Executive Vice President |       |

FORT WORTH, TX 76177

## Signatures

By: Ann T. Willaman,  
Attorney-in-Fact

03/02/2007

\_\_\_\_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) These shares were included on Reporting Person's Form 4 filed on 2/20/2007.
- (2) Converts to Common Stock on a 1-for-1 basis.
- (3) Payable upon the conclusion of Reporting Person's employment with Textron.

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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