

FRENCH TED R
Form 4
February 27, 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 *
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)
02/12/2007

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 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)
				(A) or (D)	Price		
Common Stock	02/12/2007		F	1,309	D \$ 96.285	56,733	D
Common Stock	02/23/2007		M	60,000	A \$ 40.95	116,733	D
Common Stock	02/23/2007		S	500	D \$ 96.18	116,233	D
Common Stock	02/23/2007		S	2,600	D \$ 96.19	113,633	D
Common Stock	02/23/2007		S	14,510	D \$ 96.2	99,123	D

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Common Stock	02/23/2007	S	1,700	D	\$ 96.21	97,423	D	
Common Stock	02/23/2007	S	2,700	D	\$ 96.22	94,723	D	
Common Stock	02/23/2007	S	1,400	D	\$ 96.23	93,323	D	
Common Stock	02/23/2007	S	800	D	\$ 96.25	92,523	D	
Common Stock	02/23/2007	S	300	D	\$ 96.26	92,223	D	
Common Stock	02/26/2007	S	25,000	D	\$ 95.89	67,223	D	
Common Stock	02/26/2007	S	6,200	D	\$ 95.765	61,023	D	
Common Stock	02/26/2007	S	1,100	D	\$ 95.5	59,923	D	
Common Stock	02/26/2007	S	500	D	\$ 96.09	59,423	D	
Common Stock	02/26/2007	S	790	D	\$ 95.38	58,633	D	
Common Stock	02/26/2007	S	300	D	\$ 96.1	58,333	D	
Common Stock	02/26/2007	S	300	D	\$ 96.02	58,033	D	
Common Stock	02/26/2007	S	300	D	\$ 95.72	57,733	D	
Common Stock	02/26/2007	S	200	D	\$ 95.86	57,533	D	
Common Stock	02/26/2007	S	200	D	\$ 95.93	57,333	D	
Common Stock	02/26/2007	S	200	D	\$ 95.94	57,133	D	
Common Stock	02/26/2007	S	200	D	\$ 95.68	56,933	D	
Common Stock	02/26/2007	S	100	D	\$ 96.26	56,833	D	
Common Stock	02/26/2007	S	100	D	\$ 95.65	56,733	D	
Common Stock						1,154.653	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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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)	\$ 40.95	02/23/2007		M	30,000	01/15/2003	01/14/2012	Common Stock	30,000
Employee stock option (right to buy)	\$ 40.95	02/23/2007		M	30,000	01/15/2004	01/14/2012	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRENCH TED R TEXTRON INC. 40 WESTMINSTER STREET PROVIDENCE, RI 02903			Executive VP and CFO	

Signatures

Ann T. Willaman,
Attorney-in-Fact

02/27/2007

__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.

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