#### FRENCH TED R

Form 4

December 13, 2007

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** OMB

Number:

3235-0287

Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * FRENCH TED R			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			TEXTRON INC [TXT]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	Director 10% Owner		
TEXTRON :	INC., 40		12/11/2007	X Officer (give title Other (specify		
WESTMINS	STER STRE	ET		below) below) Executive VP and CFO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
DDOMBEN	CE DI 000	22	·	_X_ Form filed by One Reporting Person Form filed by More than One Reporting		

Person

### PROVIDENCE, RI 02903

(City)	(State)	(Zip) 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)	Code (Instr. 8)	oror Dispos (Instr. 3,	(A)	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	12/11/2007		Code V M	Amount 20,000	(D)	Price \$ 21.5781	148,608	D	
Common Stock	12/11/2007		S <u>(1)</u>	6,000	D	\$ 73	142,608	D	
Common Stock	12/11/2007		S <u>(1)</u>	1,600	D	\$ 72.99	141,008	D	
Common Stock	12/11/2007		S <u>(1)</u>	7,000	D	\$ 72.98	134,008	D	
Common Stock	12/11/2007		S(1)	600	D	\$ 72.95	133,408	D	

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Common Stock	12/11/2007	S(1)	500	D	\$ 72.94	132,908	D	
Common Stock	12/11/2007	S(1)	600	D	\$ 72.93	132,308	D	
Common Stock	12/11/2007	S(1)	600	D	\$ 72.89	131,708	D	
Common Stock	12/11/2007	S(1)	700	D	\$ 72.88	131,008	D	
Common Stock	12/11/2007	S(1)	200	D	\$ 72.86	130,808	D	
Common Stock	12/11/2007	S(1)	100	D	\$ 72.84	130,708	D	
Common Stock	12/11/2007	S(1)	500	D	\$ 72.83	130,208	D	
Common Stock	12/11/2007	S(1)	900	D	\$ 72.82	129,308	D	
Common Stock	12/11/2007	S(1)	200	D	\$ 72.81	129,108	D	
Common Stock	12/11/2007	S(1)	300	D	\$ 72.8	128,808	D	
Common Stock	12/11/2007	S(1)	200	D	\$ 72.65	128,608	D	
								Held on behalf of Reporting

Common Stock 2,548.187 I behalf of Reporting Person by the Textron Savings Plan (as of December 11, 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)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date	<b>Underlying Securities</b>
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3) Price of Derivative Security

(Month/Day/Year) (Instr. 8) Acquired (A)

or Disposed of

(D)

(D) (Instr. 3, 4, and 5)

Code V (A)

Date Exercisable Date

Expiration Title Amount or Number

of Shares

Employee

stock option

(right to buy)

\$ 21.5781 12/11/2007 M

20,000 12/22/2001 12/21/2010

Common 20,000

Stock

# **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

12/13/2007

\*\*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).
- The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on November 8, **(1)**
- **(2)** Issued pursuant to the Textron 1999 Long-Term Incentive Plan.

#### **Remarks:**

a currently valid OMB number.

All share numbers and related prices have been adjusted to reflect Textron Inc.'s two-for-one Common Stock split which occur 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

Reporting Owners 3