TEXTRON INC
Reported by
POWELL CHARLES D

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 01/04/05 for the Period Ending 12/31/04

Address  40 WESTMINSTER ST
           PROVIDENCE, RI 02903
Telephone  4014212800
CIK        0000217346
Symbol     TXT
SIC Code   6162 - Mortgage Bankers and Loan Correspondents
Fiscal Year 01/02
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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
   POWELL CHARLES D
   24 QUEEN ANNE'S GATE
   LONDON, X0 SW1H 9AA
   (Last) (First) (Middle)

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

3. Date of Earliest Transaction (MM/DD/YYYY)
   12/31/2004

5. Relationship of Reporting Person(s) to Issuer
   (Check all applicable)
   __ X Director
   ___ 10% Owner
   _____ Officer (give title below)
   _____ Other (specify below)

4. If Amendment, Date Original Filed

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2A. Deemed Execution Date, if any</th>
<th>3. Trans. Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>A</td>
<td>213.95</td>
<td>Common</td>
<td>213.95</td>
<td>$70.11</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>A</td>
<td>29.781</td>
<td>Common</td>
<td>29.781</td>
<td>$73.40</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th></th>
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<th></th>
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<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>12/31/2004</td>
<td>A</td>
<td>213.95</td>
<td>(2) (2)</td>
<td>Common</td>
<td>213.95</td>
<td>6245.567</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>12/31/2004</td>
<td>A</td>
<td>29.781</td>
<td>(2) (2)</td>
<td>Common</td>
<td>29.781</td>
<td>6275.348</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Converts to Common Stock on a 1-for 1 basis.
(2) Payable upon the conclusion of Reporting Person's service on the Textron Inc. Board of Directors.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>POWELL CHARLES D</td>
<td>Director</td>
</tr>
<tr>
<td>24 QUEEN ANNE'S GATE</td>
<td>10% Owner</td>
</tr>
<tr>
<td>LONDON, X0 SW1H 9AA</td>
<td>Officer</td>
</tr>
<tr>
<td>X</td>
<td>Other</td>
</tr>
</tbody>
</table>

Signatures


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

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. 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.