TEXTRON INC
Reported by
YATES RICHARD L

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 04/25/06 for the Period Ending 04/24/06

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
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 *
   YATES RICHARD L
   (Last) (First) (Middle)
   TEXTRON INC., 40 WESTMINSTER STREET
   PROVIDENCE, RI 02903

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

3. Date of Earliest Transaction (MM/DD/YYYY)
   4/24/2006

4. If Amendment, Date Original Filed (MM/DD/YYYY)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   _____ Director  _____ 10% Owner
   _X_ Officer (give title below)  _____ Other (specify below)
   Senior VP and Controller

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>Title of Security</th>
<th>2. Trans. Date</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) Amount or Price</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>Common Stock</td>
<td>4/24/2006</td>
<td>M 13806  A $45.5625</td>
<td></td>
<td>23672 D</td>
<td></td>
<td>Direct (D)</td>
<td>Held on behalf of Reporting Person by the Textron Savings Plan (as of December 31, 2005).</td>
</tr>
<tr>
<td>Common Stock</td>
<td>4/24/2006</td>
<td>S 3206  D $90.05</td>
<td></td>
<td>20466 D</td>
<td></td>
<td>Direct (D)</td>
<td>Held on behalf of Reporting Person's spouse by the Textron Savings Plan (as of December 31, 2005).</td>
</tr>
<tr>
<td>Common Stock</td>
<td>4/24/2006</td>
<td>S 10600 D $90.00</td>
<td></td>
<td>9866 D</td>
<td></td>
<td>Direct (D)</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td>4/25/2006</td>
<td>M 2194  A $45.5625</td>
<td></td>
<td>12060 D</td>
<td></td>
<td>Direct (D)</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td>1515.007 I</td>
<td></td>
<td>Indirect (I)</td>
<td></td>
</tr>
<tr>
<td>Common Stock</td>
<td></td>
<td></td>
<td></td>
<td>147.551 I</td>
<td></td>
<td>Indirect (I)</td>
<td></td>
</tr>
</tbody>
</table>
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivates</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Date of Transaction</th>
<th>3A. Deemed Execution Date, if any</th>
<th>4. Trans. Code (Instr. 4)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee stock option (right to buy)</td>
<td>$45.5625</td>
<td>4/24/2006</td>
<td>M</td>
<td>8000</td>
<td>12/13/2001</td>
<td>12/12/2010</td>
<td>Common Stock</td>
<td>8000</td>
<td>$0 (1)</td>
<td>8000</td>
<td>D</td>
</tr>
<tr>
<td>Employee stock option (right to buy)</td>
<td>$45.5625</td>
<td>4/24/2006</td>
<td>M</td>
<td>5806</td>
<td>12/13/2002</td>
<td>12/12/2010</td>
<td>Common Stock</td>
<td>5806</td>
<td>$0 (1)</td>
<td>2194</td>
<td>D</td>
</tr>
<tr>
<td>Employee stock option (right to buy)</td>
<td>$45.5625</td>
<td>4/25/2006</td>
<td>M</td>
<td>2194</td>
<td>12/13/2002</td>
<td>12/12/2010</td>
<td>Common Stock</td>
<td>2194</td>
<td>$0 (1)</td>
<td>0</td>
<td>D</td>
</tr>
</tbody>
</table>

Explanation of Responses:

(1) Issued pursuant to the Textron 1999 Long-Term Incentive Plan.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Reporting Owner Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>YATES RICHARD L</td>
<td>Director 10% Owner Officer Senior VP and Controller</td>
</tr>
<tr>
<td>TEXTRON INC. 40 WESTMINSTER STREET PROVIDENCE, RI 02903</td>
<td></td>
</tr>
</tbody>
</table>

Signatures


** Signature of Reporting Person Date

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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). 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.