TEXTRON INC
Reported by
WALKER MARTIN D

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 01/05/04 for the Period Ending 12/31/03

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
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 *
   WALKER MARTIN D
   TWO SEASIDE LANE, APT. 802
   BELLEAIR, FL 33756

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

3. Date of Earliest Transaction (MM/DD/YYYY)
   12/31/2003

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

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

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>Trans. Date</th>
<th>Code</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Code</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Deferred Stock Units</td>
<td>12/31/2003</td>
<td>A</td>
<td>763.374</td>
<td>(2)</td>
<td>Common</td>
<td>763.374</td>
<td>$49.91</td>
</tr>
<tr>
<td>Common Deferred Stock Units</td>
<td>12/31/2003</td>
<td>A</td>
<td>201.794</td>
<td>(2)</td>
<td>Common</td>
<td>201.794</td>
<td>$54.56</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>12/31/2003</td>
<td>A</td>
<td>763.374</td>
<td>(2)</td>
<td>Common</td>
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<td>$54.56</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>WALKER MARTIN D TWO SEASIDE LANE, APT. 802</td>
<td>X</td>
</tr>
<tr>
<td>BELLEAIR, FL 33756</td>
<td></td>
</tr>
</tbody>
</table>

Signatures

Ann T. Willaman by power of attorney

1/5/2004
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.