TEXTRON INC
Reported by
WHEELER THOMAS B

FORM 4
(Statement of Changes in Beneficial Ownership)

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

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
TEXTRON INC

FORM 4
(Statement of Changes in Beneficial Ownership)


<table>
<thead>
<tr>
<th>Address</th>
<th>40 WESTMINSTER ST</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>PROVIDENCE, Rhode Island 02903</td>
</tr>
<tr>
<td>Telephone</td>
<td>401-421-2800</td>
</tr>
<tr>
<td>CIK</td>
<td>0000217346</td>
</tr>
<tr>
<td>Industry</td>
<td>Conglomerates</td>
</tr>
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<td>Sector</td>
<td>Conglomerates</td>
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<tr>
<td>Fiscal Year</td>
<td>12/31</td>
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</table>
UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  

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  
WHEELER THOMAS B  
736 KINGSTOWN DRIVE  
NAPLES, FL 34102  

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

3. Date of Earliest Transaction  
3/31/2005

4. If Amendment, Date Original Filed  

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>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>3/31/2005</td>
<td></td>
<td></td>
<td>A 201.694</td>
<td>Common 201.694</td>
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<tr>
<td>Deferred Stock Units</td>
<td>3/31/2005</td>
<td></td>
<td></td>
<td>A 134.234</td>
<td>Common 134.234</td>
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</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Trans. Date</th>
<th>Deemed Execution Date, if any</th>
<th>Trans. Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>Price of Derivative Security</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>$0</td>
<td>3/31/2005</td>
<td></td>
<td>(A)</td>
<td></td>
<td>(2)</td>
<td></td>
<td></td>
<td>$74.37</td>
<td>29508.497</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0</td>
<td>3/31/2005</td>
<td></td>
<td>(A)</td>
<td></td>
<td>(2)</td>
<td></td>
<td></td>
<td>$76.94</td>
<td>29642.731</td>
<td>D</td>
<td></td>
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</tbody>
</table>

Explanation of Responses:
1. (1) Converts to Common Stock on a 1-for-1 basis.
2. (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>
<th>Signatures</th>
</tr>
</thead>
<tbody>
<tr>
<td>WHEELER THOMAS B 736 KINGSTOWN DRIVE NAPLES, FL 34102</td>
<td>Director 10% Owner Officer Other</td>
<td>Ann T. Willaman, Attorney-in-Fact 4/4/2005</td>
</tr>
</tbody>
</table>

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.

End of Filing

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