TEXTRON INC
Reported by
POWELL CHARLES D

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 07/02/13 for the Period Ending 06/30/13

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person

POWELL CHARLES D
(Last) (First) (Middle)

LVMH HOUSE, 15 ST. GEORGE STREET
(Street)

LONDON, X0 W1S 1FH
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

TEXTRON INC [ TXT ]

5. Relationship of Reporting Person(s) to Issuer

__ X ___ Director

______ 10% Owner

_____ Officer (give title below)

_____ Other (specify below)

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

6/30/2013

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

6. Individual or Joint/Group Filing

___ Form filed by One Reporting Person

X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Trans. Date

2A. Deemed Execution Date, if any

3. Trans. Code (Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)

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)

Deferred Stock Units

6/30/2013

A

958,724

Common Stock

958,724

$27.04

4,715,437

D

Explanation of Responses:

(1) Each deferred stock unit is valued based upon the value of one (1) share of Textron Inc. Common Stock.

(2) Payable in cash upon the conclusion of Reporting Person’s service on the Textron Inc. Board of Directors.

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

1. Title of Derivative Security (Instr. 3)

2. Conversion or Exercise Price of Derivative Security

3. Trans. Date

3A. Deemed Execution Date, if any

4. Trans. Code (Instr. 8)

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

6. Date Exercisable and Expiration Date

7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)

8. Price of Derivative Security (Instr. 5)

9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)

10. Owner of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Deferred Stock Units

50 (1)

6/30/2013

A

958,724

(2) (2)

Common Stock

958,724

$27.04

4,715,437

D

Reporting Owners

Reporting Owner Name / Address

Relationships

POWELL CHARLES D
LVMH HOUSE
15 ST. GEORGE STREET
LONDON, X0 W1S 1FH

X

10% Owner

Director

Officer

Other

Signatures

/s/ Ann T. Willaman, Attorney-in-Fact

Date

** 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.