TEXTRON INC
Reported by
WALKER MARTIN D

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)


Address 40 WESTMINSTER ST
        PROVIDENCE, Rhode Island 02903
Telephone 401-421-2800
CIK 0000217346
Industry Conglomerates
Sector Conglomerates
Fiscal Year 12/31
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
   3/31/2005

4. If Amendment, Date Original Filed

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

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Trans. Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>Amount of 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>3/31/2005</td>
<td>A</td>
<td>504,908</td>
<td>Common</td>
<td>504,908</td>
<td>$74.37</td>
</tr>
</tbody>
</table>

Deferred Stock Units | 3/31/2005 | A | 172,031 | Common | 172,031 | $76.94 | 37989.425 | D |

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

| Title of Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | Date Exercisable | Expiration Date | Title | Amount of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Nature of Indirect Beneficial Ownership (Instr. 4) |
|----------------------------------------|---------------------------------------------------|------------------|----------------|-----------------------------------------------|--------------------------------------------------|-----------------------------------------------|
| Deferred Stock Units | $0 (1) | 3/31/2005 | A | 504,908 | Common | 504,908 | $74.37 | 37817.394 | D |

Deferred Stock Units | $0 (1) | 3/31/2005 | A | 172,031 | Common | 172,031 | $76.94 | 37989.425 | D |

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</th>
<th>Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>WALKER MARTIN D</td>
<td>TWO SEASIDE LANE, APT. 802</td>
<td>X</td>
</tr>
</tbody>
</table>

Ann T. Willaman,
Attorney-in-Fact

** Signature of Reporting Person

Date: 4/4/2005

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).