TEXTRON INC
Reported by
HANCOCK DAIN M

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 10/03/06 for the Period Ending 09/30/06

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
1. Name and Address of Reporting Person *  
HANCOCK DAIN M  
(First)  
(Street)  
(Fort Worth, TX 76108)  
(Last)  
(State)  
(City)  
(Middle)  
(Zip)  

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

3. Date of Earliest Transaction (MM/DD/YYYY)  
9/30/2006

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>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)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s)</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>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>A</td>
<td>428.99</td>
<td>Common 428.99</td>
<td>$87.24</td>
<td>3332.401 D</td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>A</td>
<td>15.409</td>
<td>Common 15.409</td>
<td>$83.80</td>
<td>3347.81 D</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

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

<table>
<thead>
<tr>
<th></th>
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<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>9/30/2006</td>
<td>A</td>
<td>2 (2)</td>
<td>428.99</td>
<td>Common</td>
<td>$87.24</td>
<td>3332.401 D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Deferred Stock Units</td>
<td>$0 (1)</td>
<td>9/30/2006</td>
<td>A</td>
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<td>Common</td>
<td>$83.80</td>
<td>3347.81 D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>HANCOCK DAIN M</td>
<td>Director</td>
</tr>
<tr>
<td>MAIL ZONE 1208</td>
<td>10% Owner</td>
</tr>
<tr>
<td>FORT WORTH, TX 76108</td>
<td>Officer</td>
</tr>
<tr>
<td>X</td>
<td>Other</td>
</tr>
</tbody>
</table>

Signatures
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.