

TEXTRON INC
Reported by
CAMPBELL LEWIS B

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 04/30/08 for the Period Ending 04/28/08

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

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2008
Estimated average burden hours per response... 0.5

**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 * CAMPBELL LEWIS B <small>(Last) (First) (Middle)</small> TEXTRON INC., 40 WESTMINSTER STREET <small>(Street)</small> PROVIDENCE 02903 <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol TEXTRON INC [TXT] 3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">4/28/2008</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chairman, President and CEO 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

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, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	4/28/2008		S		200	D	\$61.2575	535864.3192 (1)	D	
Common Stock	4/28/2008		S		12819	D	\$61.26	523045.3192 (1)	D	
Common Stock	4/28/2008		S		200	D	\$61.2625	522845.3192 (1)	D	
Common Stock	4/28/2008		S		900	D	\$61.265	521945.3192 (1)	D	
Common Stock	4/28/2008		S		400	D	\$61.2675	521545.3192 (1)	D	
Common Stock	4/28/2008		S		8845	D	\$61.27	512700.3192 (1)	D	
Common Stock	4/28/2008		S		300	D	\$61.275	512400.3192 (1)	D	
Common Stock	4/28/2008		S		100	D	\$61.2775	512300.3192 (1)	D	
Common Stock	4/28/2008		S		9484	D	\$61.28	502816.3192 (1)	D	
Common Stock	4/28/2008		S		600	D	\$61.2825	502216.3192 (1)	D	
Common Stock	4/28/2008		S		1100	D	\$61.285	501116.3192 (1)	D	
Common Stock	4/28/2008		S		100	D	\$61.2875	501016.3192 (1)	D	
Common Stock	4/28/2008		S		100	D	\$61.288	500916.3192 (1)	D	
Common Stock	4/28/2008		S		13166	D	\$61.29	487750.3192 (1)	D	
Common Stock	4/28/2008		S		100	D	\$61.2925	487650.3192 (1)	D	
Common Stock	4/28/2008		S		2300	D	\$61.295	485350.3192 (1)	D	
Common Stock	4/28/2008		S		23858	D	\$61.30	461492.3192 (1)	D	

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, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	4/28/2008		S		600	D	\$61.3025	460892.3192 (1)	D	
Common Stock	4/28/2008		S		500	D	\$61.305	460392.3192 (1)	D	
Common Stock	4/28/2008		S		5208	D	\$61.31	455184.3192 (1)	D	
Common Stock	4/28/2008		S		700	D	\$61.3125	454484.3192 (1)	D	
Common Stock	4/28/2008		S		700	D	\$61.315	453784.3192 (1)	D	
Common Stock	4/28/2008		S		6000	D	\$61.32	447784.3192 (1)	D	
Common Stock	4/28/2008		S		700	D	\$61.3225	447084.3192 (1)	D	
Common Stock	4/28/2008		S		2200	D	\$61.325	444884.3192 (1)	D	
Common Stock	4/28/2008		S		320	D	\$61.3275	444564.3192 (1)	D	
Common Stock	4/28/2008		S		11700	D	\$61.33	432864.3192 (1)	D	
Common Stock	4/28/2008		S		2900	D	\$61.3325	429964.3192 (1)	D	
Common Stock	4/28/2008		S		2400	D	\$61.335	427564.3192 (1)	D	
Common Stock	4/28/2008		S		82	D	\$61.3375	427482.3192 (1)	D	

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

1. Title of Derivate 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. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) Includes 30,601.352 shares acquired pursuant to a dividend reinvestment feature of Reporting Person's Retention Award.

Remarks:

Remarks:

Filing 5 of 6. Related transactions effected by Reporting Person on April 28, 2008 are reported on additional Forms 4 filed on behalf of Reporting Person on April 30, 2008.

All share numbers and related prices have been adjusted to reflect Textron Inc.'s two-for-one Common Stock split which occurred on August 24, 2007.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAMPBELL LEWIS B TEXTRON INC. 40 WESTMINSTER STREET	X		Chairman, President and CEO	

Signatures

Ann T. Willaman, Attorney-in-Fact

4/30/2008

** Signature of Reporting Person

Date

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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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