

**TEXTRON INC**  
Reported by  
**BOHLEN KENNETH C**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 10/23/07 for the Period Ending 10/19/07

|             |   |
|-------------|---|
| Address     | 40 WESTMINSTER ST<br>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**

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**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

|  |  |   |
|--|--|---|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>Bohlen Kenneth C</b><br><small>(Last) (First) (Middle)</small><br><br><b>TEXTRON INC., 2301 EAGLE PARKWAY, SUITE 250</b><br><small>(Street)</small><br><br><b>FORT WORTH, TX 76177</b><br><small>(City) (State) (Zip)</small> | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>TEXTRON INC [ TXT ]</b><br><br><b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><p align="center"><b>10/19/2007</b></p> | <b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b><br><br><input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span><br><input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span><br><b>Executive Vice President</b><br><br><b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
| <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>   |  |   |

**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                    | 10/19/2007     |                                   | M                         |   | 17160   | A          | \$35.1875 | 63944   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | M                         |   | 9640  | A          | \$22.7813 | 73584   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 4800  | D          | \$66.15   | 68784   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 4900  | D          | \$66.16   | 63884   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 2300  | D          | \$66.17   | 61584   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 2900  | D          | \$66.19   | 58684   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 1000  | D          | \$66.20   | 57684   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 100   | D          | \$66.21   | 57584   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 1300  | D          | \$66.22   | 56284   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 900   | D          | \$66.23   | 55384   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 1900  | D          | \$66.231  | 53484   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 1000  | D          | \$66.24   | 52484   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 1200  | D          | \$66.241  | 51284   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 1500  | D          | \$66.25   | 49784   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 200   | D          | \$66.26   | 49584   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 400   | D          | \$66.261  | 49184   | D  |   |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 400   | D          | \$66.27   | 48784   | 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                    | 10/19/2007     |                                   | S                         |   | 200   | D          | \$66.28  | 48584   | D  |  |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 300   | D          | \$66.29  | 48284   | D  |  |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 200   | D          | \$66.291 | 48084   | D  |  |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 400   | D          | \$66.30  | 47684   | D  |  |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 400   | D          | \$66.31  | 47284   | D  |  |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 200   | D          | \$66.311 | 47084   | D  |  |
| Common Stock                    | 10/19/2007     |                                   | S                         |   | 300   | D          | \$66.32  | 46784   | D  |  |
| Common Stock                    |                |                                   |                           |   |   |            |          | 9038.565  | I  | Held on behalf of the Reporting Person by the Textron Savings Plan as of September 30, 2007. |

**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 |  |   |  |  |
| Employee Stock Option - Right to Buy     | \$35.1875  | 10/19/2007     |                                   | M                         |   | 17160  | 11/15/2000                              | 11/14/2009 | Common Stock  | 17160           | \$0 (1)                                    | 20000   | D  |  |
| Employee Stock Option - Right to Buy     | \$22.7813  | 10/19/2007     |                                   | M                         |   | 9640   | 12/13/2001                              | 12/12/2010 | Common Stock  | 9640            | \$0 (1)                                    | 30360   | D  |  |

**Explanation of Responses:**

(1) Issued pursuant to the Textron 1999 Long-Term Incentive Plan.

**Remarks:**

All share numbers and 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 |
| Bohlen Kenneth C<br>TEXTRON INC.<br>2301 EAGLE PARKWAY, SUITE 250<br>FORT WORTH, TX 76177 |               |           | Executive Vice President |       |

**Signatures**

Ann T. Willaman, Attorney-in-Fact

10/23/2007

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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