

TEXTRON INC

Reported by
HOWELL MARY L

FORM 4

(Statement of Changes in Beneficial Ownership)

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

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**

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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

1. Name and Address of Reporting Person * HOWELL MARY L <small>(Last) (First) (Middle)</small> TEXTRON INC., 1111 PENNSYLVANIA AVENUE, SUITE 400 <small>(Street)</small> WASHINGTON, DC 20004 <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">10/19/2007</p>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive VP
4. If Amendment, Date Original Filed (MM/DD/YYYY) 		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

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		3176	A	\$31.4844	65586	D	
Common Stock	10/19/2007		S		100	D	\$67.02	65486	D	
Common Stock	10/19/2007		S		7384	D	\$67.70	58102	D	
Common Stock	10/19/2007		S		700	D	\$66.72	57402	D	
Common Stock	10/19/2007		S		600	D	\$66.59	56802	D	
Common Stock	10/19/2007		S		500	D	\$66.52	56302	D	
Common Stock	10/19/2007		S		100	D	\$66.58	56202	D	
Common Stock	10/19/2007		S		2900	D	\$66.85	53302	D	
Common Stock	10/19/2007		S		1500	D	\$67.00	51802	D	
Common Stock	10/19/2007		S		100	D	\$67.05	51702	D	
Common Stock	10/19/2007		S		100	D	\$67.08	51602	D	
Common Stock	10/19/2007		S		100	D	\$67.07	51502	D	
Common Stock	10/19/2007		S		100	D	\$67.01	51402	D	
Common Stock	10/19/2007		S		100	D	\$67.04	51302	D	
Common Stock	10/19/2007		S		100	D	\$67.06	51202	D	
Common Stock	10/19/2007		S		100	D	\$66.86	51102	D	
Common Stock	10/19/2007		S		400	D	\$66.80	50702	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		484	D	\$66.83	50218	D	
Common Stock	10/19/2007		S		6800	D	\$66.50	43418	D	
Common Stock								8853.873	I	Held on behalf of Reporting Person by the Textron Savings Plan (as of September 30, 2007).
Common Stock								544	I	Held by Reporting Person's son.

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	\$31.4844	10/19/2007		M		3176	12/11/1999	12/10/2007	Common Stock	3176	\$0 ⁽¹⁾	0	D	

Explanation of Responses:

(1) Issued pursuant to the Textron 1994 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
HOWELL MARY L TEXTRON INC. 1111 PENNSYLVANIA AVENUE, SUITE 400 WASHINGTON, DC 20004			Executive VP	

Signatures

Ann T. Willaman, Attorney-in-Fact

10/23/2007

** 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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