TEXTRON INC
Form 4
April 30, 2008

(Print or Type Responses)


| (City) | (State) | (Zip) Ta | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed <br> Execution Date, if any (Month/Day/Year) | 3. <br> Transa <br> Code <br> (Instr. <br> Code | 4. Securiti Disposed (Instr. 3, 4 <br> Amount | Acq <br> (D) <br> and 5) <br> (A) or <br> (D) | red (A) or <br> Price | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) <br> (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 04/28/2008 |  | M | 145,614 | A | $\begin{aligned} & \$ \\ & 22.7812 \end{aligned}$ | $\begin{aligned} & 513,989.3192 \\ & \text { (1) } \end{aligned}$ | D |  |
| Common Stock | 04/28/2008 |  | M | 147,262 | A | $\begin{aligned} & \$ \\ & 36.5156 \end{aligned}$ | $\begin{aligned} & 661,251.3192 \\ & \underline{(1)} \end{aligned}$ | D |  |
| Common Stock | 04/28/2008 |  | M | 81,254 | A | $\begin{aligned} & \$ \\ & 36.3906 \end{aligned}$ | $\begin{aligned} & 742,505.3192 \\ & \underline{(1)} \end{aligned}$ | D |  |
| Common Stock | 04/28/2008 |  | M | 200,000 | A | $\begin{aligned} & \$ \\ & 37.4687 \end{aligned}$ | $\begin{aligned} & 942,505.3192 \\ & \underline{(1)} \end{aligned}$ | D |  |
| Common Stock | 04/28/2008 |  | S | 3,605 | D | \$ 60.5 | $\begin{aligned} & 938,900.3192 \\ & \text { (1) } \end{aligned}$ | D |  |


| Common Stock | 04/28/2008 | S | 100 | D | \$ 60.505 | $\begin{aligned} & 938,800.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Common Stock | 04/28/2008 | S | 100 | D | \$ 60.507 | $\underset{(1)}{938,700.3192}$ | D |
| Common Stock | 04/28/2008 | S | 1,695 | D | \$ 60.51 | $\underset{(1)}{937,005.3192}$ | D |
| Common Stock | 04/28/2008 | S | 300 | D | \$ 60.52 | $\begin{aligned} & 936,705.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 200 | D | \$ 60.525 | $\begin{aligned} & 936,505.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 100 | D | $\begin{aligned} & \$ \\ & 60.5275 \end{aligned}$ | $\begin{aligned} & 936,405.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 1,200 | D | \$ 60.53 | $\begin{aligned} & 935,205.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 1,100 | D | \$ 60.535 | $\begin{aligned} & 934,105.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 200 | D | \$ 60.54 | $\begin{aligned} & 933,905.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 2,500 | D | \$ 60.55 | $\begin{aligned} & 931,405.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 501 | D | \$ 60.56 | $\underset{(1)}{930,904.3192}$ | D |
| Common Stock | 04/28/2008 | S | 400 | D | \$ 60.57 | $\begin{aligned} & 930,504.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 200 | D | \$ 60.58 | $\begin{aligned} & 930,304.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 1,900 | D | \$ 60.59 | $\underset{(1)}{928,404.3192}$ | D |
| Common Stock | 04/28/2008 | S | 1,100 | D | \$ 60.6 | $\begin{aligned} & 927,304.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 150 | D | \$ 60.605 | $\begin{aligned} & 927,154.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 1,200 | D | \$ 60.61 | $\begin{aligned} & 925,954.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 1,042 | D | \$ 60.62 | $\begin{aligned} & 924,912.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 1,172 | D | \$ 60.63 | $\underset{(1)}{923,740.3192}$ | D |
| Common Stock | 04/28/2008 | S | 3,800 | D | \$ 60.64 | $\begin{aligned} & 919,940.3192 \\ & \underline{(1)} \end{aligned}$ | D |
|  | 04/28/2008 | S | 1,025 | D | \$ 60.65 |  | D |

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| Common Stock |  |  |  |  |  | $\begin{aligned} & 918,915.3192 \\ & (1) \end{aligned}$ |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Common Stock | 04/28/2008 | S | 2,855 | D | \$ 60.66 | $\begin{aligned} & 916,060.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common <br> Stock | 04/28/2008 | S | 100 | D | $\begin{aligned} & \$ \\ & 60.6675 \end{aligned}$ | $\begin{aligned} & 915,960.3192 \\ & \underline{(1)} \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 400 | D | \$ 60.68 | $\begin{aligned} & 915,560.3192 \\ & \text { (1) } \end{aligned}$ | D |
| Common Stock | 04/28/2008 | S | 700 | D | \$ 60.69 | $\begin{aligned} & 914,860.3192 \\ & \text { (1) } \end{aligned}$ | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

| Persons who respond to the collection of | SEC 1474 |
| :--- | ---: |
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| number. |  |

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and <br> Expiration Date | 7. Title and Amount <br> Derivative |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Conversion | (Month/Day/Year) | Execution Date, if | TransactiorDerivative | Underlying Securities <br> (Month/Day/Year) | (Instr. 3 and 4) |  |  |
| Security | or Exercise |  | any | (Month/Day/Year) | Code | Securities |  |
| (Instr. 8) | Acquired (A) or |  |  |  |  |  |  |
| (Instr. 3) | Price of |  |  | Disposed of (D) |  |  |  |
|  | Derivative |  |  | (Instr. 3, 4, and |  |  |  |
|  | Security |  |  | 5) |  |  |  |

Amoun Numbe Shares

Employee
Stock

| Option <br> (right to | $\$ 22.7812$ | $04 / 28 / 2008$ | $M$ | 70,614 | $12 / 13 / 2001$ | $12 / 12 / 2010$ | Common <br> Stock | 70,6 |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |

buy)
Employee

| Stock |  |  |  |  |  |  |  |  |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Option <br> (right to <br> buy) | $\$ 22.7812$ | $04 / 28 / 2008$ | M | 75,000 | $12 / 13 / 2002$ | $12 / 13 / 2010$ | Common <br> Stock | 75,00 |

Employee
Stock

| Option <br> (right to <br> buy) | $\$ 36.5156$ | $04 / 28 / 2008$ | $M$ | 75,000 | $12 / 15 / 2000$ | $12 / 14 / 2001$ | Common <br> Stock | 75,0 |
| :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- | :--- |
| Employee | $\$ 36.5156$ | $04 / 28 / 2008$ | $M$ | 72,262 | $12 / 15 / 2001$ | $12 / 14 / 2009$ | Common | $72,2 e^{2}$ |

Stock

Code V (A) (D) \begin{tabular}{lllll}
\& Date \& Expiration <br>

Exercisable \& Title \& | Numb |
| :--- |
| Date | \& \& Shares

\end{tabular}

Option
(right to buy)

Employee
Stock
Option
(right to
buy)
Employee

| Option (right to buy) | \$ 36.3906 | 04/28/2008 | M | 39,254 | 07/01/2000 | 06/30/2008 | Common Stock | 39,2 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Employee <br> Stock <br> Option <br> (right to buy) | \$ 37.4687 | 04/28/2008 | M | 100,000 | 12/10/1999 | 12/09/2008 | Common Stock | 100,0 |
| Employee <br> Stock <br> Option <br> (right to buy) | \$ 37.4687 | 04/28/2008 | M | 100,000 | 12/10/2000 | 12/09/2008 | Common Stock | 100, |

## Reporting Owners

Reporting Owner Name / Address

## Relationships

Director $\quad 10 \%$ Owner Officer Other

## CAMPBELL LEWIS B

TEXTRON INC.
40 WESTMINSTER STREET
X
Chairman,

PROVIDENCE 02903

President and CEO

## Signatures

Ann T. Willaman,
Attorney-in-Fact
**Signature of Reporting Person
04/30/2008

## Explanation of Responses:

* 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. $78 \mathrm{ff}(\mathrm{a})$.
(1) Includes $30,601.352$ shares acquired pursuant to a dividend reinvestment feature of Reporting Person's Retention Award.


## Remarks:

Remarks:

Filing 1 of 6. Related transactions effected by Reporting Person on April 28, 2008 are reported on additional Forms 4 filed or
All share numbers and related prices have been adjusted to reflect Textron Inc.'s two-for-one Common Stock split which occi Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

