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DONNELLY SCO	OTT C										
Form 4											
January 04, 2011											
FORM 4			CECU						OMB APPROVAL		
Washington, D.C. 20549									3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5		NGES IN SECUE	Estimated burden hou response	Expires:January 31, 2005Estimated average burden hours per response0.5							
obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the F	Public U	tility Hol	ding Con		nge Act of 1934, of 1935 or Secti- 940				
(Print or Type Respon	nses)										
1. Name and Address of Reporting Person <u>*</u> DONNELLY SCOTT C			2. Issuer Name and Ticker or Trading Symbol TEXTRON INC [TXT]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (1	Middle)					(Check all applicable)				
TEXTRON INC. WESTMINSTER	,	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2010				X Director 10% Owner X Officer (give title Other (specify below) below) Chairman, President and CEO					
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year) PROVIDENCE, RI 02903						Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State)	(Zip)			~ • •	~					
		-		le I - Non-I	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	nsaction Date th/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(D) Price					
Reminder: Report on	a separate line	for each cla	ass of sec	urities bene	ficially own	ned directly	or indirectly.				
					inform requir	nation cont ed to resp ys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		

 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	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	<i>,</i>	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Units	\$ 0 <u>(1)</u>	12/31/2010		А		1,818.401		(2)	(2)	Common Stock	1,818.401

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
DONNELLY SCOTT C TEXTRON INC. 40 WESTMINSTER STREET PROVIDENCE, RI 02903	х		Chairman, President and CEO					
Signatures								
/s/ Ann T. Willaman, Attorney-in-Fact	01/0	4/2011						
**Signature of Reporting Person	Γ	Date						

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. 78ff(a).
- (1) Each stock unit is valued based upon the value of one (1) share of Textron Inc. Common Stock.
- (2) Payable in cash upon the conclusion of Reporting Person's employment with Textron Inc.
- (3) Acquired pursuant to the Textron Spillover Savings Plan; total includes stock units acquired in dividend reinvestment transactions not required to be reported.

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.