## Edgar Filing: POWELL CHARLES D - Form 4

	CHARLES D										
Form 4 January 04,	2011										
FORN	ЛЛ	STATES					E COMMISSION	N OMB	PPROVAL 3235-0287		
Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIA SECURITIESForm 4 or Form 5 obligations 						ICIAL O ties Excha npany Act	A OWNERSHIP OF COWNERSHIP OF Change Act of 1934, Act of 1935 or Section				
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> POWELL CHARLES D			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer					
<b>a</b>			TEXTRON INC [TXT]				(Check all applicable)				
(Last) (First) (Middle) 24 QUEEN ANNE'S GATE			3. Date of Earliest Transaction (Month/Day/Year) 12/31/2010			X_ Director 10% Owner Officer (give title Other (specify below) below)					
LONDON		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
(City)	(State)	(Zip)					Person				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	ed Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D) and 5) (A) or	Securities Beneficially Owned	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	Perso inforn requir	ns who rest nation cont ed to resp sys a curre	or indirectly. 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	Transactio	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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	Derivative Security		Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	\$ 0 <u>(1)</u>	12/31/2010	А		1,160.331		(2)	(2)	Common Stock	1,160.331

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh						
	Director	10% Owner	Officer	Other				
POWELL CHARLES D 24 QUEEN ANNE'S GATE LONDON, X0 SW1H 9AA	Х							
Signatures								
/s/ Ann T. Willaman, Attorney-in-Fact		01/04/20	11					
**Signature of Reporting Person		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 deferred 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 service on the Textron Inc. Board of Directors.

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.