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TEXTRON Form 4										
April 04, 20								PPROVAL		
	UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549							3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT 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(h) of the Investment Company Act of 1940								January 31, 2005 average urs per . 0.5		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> WHEELER THOMAS B			2. Issuer Name and Ticker or Trading Symbol TEXTRON INC [TXT]			5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) 736 KINGSTOWN DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 03/31/2011			(Check all applicable) <u>X</u> Director Officer (give title below) below) (Check all applicable) 10% Owner Downer below)				
(Street) NAPLES, FL 34102			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 Bergen 				
(City)	(State)	(Zip)	Tabla I Non	Dorivotivo	Socurities A	Person	of or Bonoficio	lly Ownod		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	3. e, if Transactio Code Year) (Instr. 8)	4. Securiti onAcquired Disposed (Instr. 3, 4	es (A) or of (D)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Reminder: Rep	port on a separate line	e for each class o	of securities bene	Person inform require	ns who restation cont ed to resp ys 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>	03/31/2011	А		1,009.265		(2)	(2)	Common Stock	1,009.265

Reporting Owners

Reporting Owner Name / Address		Relationsh					
	Director	10% Owner	Officer	Other			
WHEELER THOMAS B 736 KINGSTOWN DRIVE NAPLES, FL 34102	Х						
Signatures							
/s/ Ann T. Willaman, Attorney-in-Fact		04/04/20					
**Signature of Reporting Person		Date					
Explanation of Responses:							

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* 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.