

YATES RICHARD L
Form 4
August 03, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
YATES RICHARD L

(Last) (First) (Middle)
TEXTRON INC., 40
WESTMINSTER STREET
(Street)

PROVIDENCE, RI 02903

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TEXTRON INC [TXT]

3. Date of Earliest Transaction
(Month/Day/Year)
07/30/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP & Controller

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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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 Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
				Code	V					(A)
Employee Stock Option (Right to Buy)	\$ 38.29	07/30/2010	D		20,180	<u>(1)</u>	02/22/2015	Common Stock	20,180	
Employee Stock Option (Right to Buy)	\$ 20.76	07/30/2010	A		7,853		08/01/2011	02/22/2015	Common Stock	7,853
Employee Stock Option (Right to Buy)	\$ 43.98	07/30/2010	D		18,038	<u>(3)</u>	02/29/2016	Common Stock	18,038	
Employee Stock Option (Right to Buy)	\$ 20.76	07/30/2010	A		6,757		08/01/2011	02/29/2016	Common Stock	6,757
Employee Stock Option (Right to Buy)	\$ 45.85	07/30/2010	D		17,450	<u>(5)</u>	02/28/2017	Common Stock	17,450	
Employee Stock Option (Right to Buy)	\$ 20.76	07/30/2010	A		6,953		08/01/2011	02/28/2017	Common Stock	6,953
Employee Stock Option (Right to Buy)	\$ 54.17	07/30/2010	D		17,283	<u>(7)</u>	02/28/2018	Common Stock	17,283	
Employee Stock Option (Right to Buy)	\$ 20.76	07/30/2010	A		6,426		08/01/2011	02/28/2018	Common Stock	6,426

