Bohlen Kenneth C Form 3 October 10, 2006

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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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

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

(Print or Type Responses)

1. Name and Address of Reporting

Person * Statement TEXTRON INC [TXT] A Bohlen Kenneth C (Month/Day/Year) 09/27/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) TEXTRON INC., Â 2301 (Check all applicable) EAGLE PARKWAY, SUITE 250 10% Owner Director (Street) _X__ Officer Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) **Executive Vice President** _X_ Form filed by One Reporting Person FORT WORTH. TXÂ 76177 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Ownership Beneficially Owned (Instr. 4) Ownership Form: (Instr. 5) (Instr. 4) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 22,237 D Held on behalf of Reporting Common Stock 4,027.851 I Person by the Textron Savings Plan (as of August 31, 2006). Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Phanton Stock	(1)	(1)	Common Stock	13,000	\$ 0 (2)	D	Â
Phantom Stock	(3)	(3)	Common Stock	4,667	\$ 0 (2)	D	Â
Employee Stock Option - Right to Buy	12/13/2001	12/13/2010	Common Stock	7,500	\$ 45.5625	D	Â
Employee Stock Option - Right to Buy	12/13/2002	12/13/2010	Common Stock	12,500	\$ 45.5625	D	Â
Employee Stock Option - Right to Buy	01/15/2004	01/15/2012	Common Stock	5,000	\$ 40.95	D	Â
Employee Stock Option - Right to Buy	02/12/2005	02/12/2014	Common Stock	4,410	\$ 56.43	D	Â
Employee Stock Option - Right to Buy	02/12/2006	02/12/2014	Common Stock	4,409	\$ 56.43	D	Â
Employee Stock Option - Right to Buy	02/12/2007	02/12/2014	Common Stock	4,999	\$ 56.43	D	Â
Employee Stock Option - Right to Buy	02/23/2006	02/23/2015	Common Stock	5,189	\$ 76.575	D	Â
Employee Stock Option - Right to Buy	02/23/2007	02/23/2015	Common Stock	5,623	\$ 76.575	D	Â
Employee Stock Option - Right to Buy	02/23/2008	02/23/2015	Common Stock	5,623	\$ 76.575	D	Â
Employee Stock Option - Right to Buy	03/01/2007	03/01/2016	Common Stock	4,500	\$ 87.95	D	Â
Employee Stock Option - Right to Buy	03/01/2008	03/01/2016	Common Stock	4,500	\$ 87.95	D	Â
Employee Stock Option - Right to Buy	03/01/2009	03/01/2016	Common Stock	4,500	\$ 87.95	D	Â
Employee Stock Option - Right to Buy	12/15/2000	12/15/2009	Common Stock	7,500	\$ 73.0313	D	Â
Employee Stock Option - Right to Buy	12/15/2001	12/15/2009	Common Stock	7,500	\$ 73.0313	D	Â
Employee Stock Option - Right to Buy	11/15/2000	11/15/2009	Common Stock	9,290	\$ 70.375	D	Â

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Employee Stock Option - 11/15/2001 11/15/2009 Common Stock 9,290 \$70.375 D Â

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bohlen Kenneth C TEXTRON INC. 2301 EAGLE PARKWAY, SUITE 250 FORT WORTH, TXÂ 76177

Â Â Executive Vice President Â

Signatures

By Ann T. Willaman, Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The phantom stock vests in two annual installments, 7,000 shares on August 1, 2007 and 6,000 shares on August 1, 2008. The phantom

- (1) stock is payable in cash only. Calculation of the per share price is based on an average of the closing price of Textron Common Stock on the first ten trading days following the vesting date.
- (2) Converts to the cash equivalent of Textron Common Stock on a 1-for-1 basis.

The phantom stock vests in two annual installments, 2,333 shares on February 3, 2007 and 2,334 shares on February 3, 2008. The

(3) phantom stock is payable in cash only. Calculation of the per share price is based on an average of the closing price of Textron Common Stock on the first ten trading days following the vesting date.

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.

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