Edgar Filing: POWELL CHARLES D - Form 4

POWELL CHAR	LES D										
Form 4											
July 02, 2008									PPROVA		
FORM 4	UNITED	STATES					E COMMISSIO		3235-		
Check this box Washington, D.C. 20549								Number:			
if no longer subject to Section 16. Form 4 or	STATEM	IENT OI	F CHAN	NGES IN SECUI	Expires: Estimated burden hou response	average urs per	2005 0.5				
Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, bligations may continue. See Instruction 1(b). 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 Respon	nses)										
1. Name and Address of Reporting Person <u>*</u> POWELL CHARLES D			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
		TEXT	RON INC	[TXT]		(Check all applicable)					
(Last) (First) (Middle) 24 QUEEN ANNE'S GATE			3. Date of Earliest Transaction (Month/Day/Year) 06/30/2008			X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street)			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 					
LONDON, X0 S	W1H 9AA						Person	whole than one R	eporting		
(City) (State)	(Zip)	Tab	ole I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	1	
	nsaction Date th/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Dispose (Instr. 3	d (A) or d of (D) , 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	ıl ip	
Reminder: Report on	a separate line	for each cl	ass of sec	urities bene	Pers infor	ons who rea	or indirectly. spond to the colle tained in this forn ond unless the fo	n are not	SEC 1474 (9-02)		
						lays a curre	ntly valid OMB co				

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 (Instr. 3, 4, 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	\$ 0 <u>(1)</u>	06/30/2008	А		426.148		(2)	(2)	Common Stock	426.148
Deferred Stock Units	\$ 0 <u>(1)</u>	06/30/2008	А		85.136		(2)	(2)	Common Stock	85.136

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
POWELL CHARLES D 24 QUEEN ANNE'S GATE LONDON, X0 SW1H 9AA	Х							
Signatures								
/s/ Ann T. Willaman,		07/02/20	08					

Attorney-in-Fact **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.

Remarks:

All unit numbers and related prices have been adjusted to reflect Textron Inc.'s two-for-one Common Stock split which occurr

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.