

BADER KATHLEEN M

Form 4

January 04, 2012

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BADER KATHLEEN M

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
5007 NURMI DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2011

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

MIDLAND, MI 48640

(City) (State) (Zip)

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/27/2011		J ⁽¹⁾		222	D	\$ 0 2,000
Common Stock	10/27/2011		J ⁽¹⁾		222	A	\$ 0 20,222
Common Stock	12/15/2011		G	V	600	D	\$ 0 19,622

By
Kathleen
M. Bader
Trust U/A
Dtd
1/14/1998

By
Kathleen
M. Bader
Trust U/A

Common Stock	12/16/2011	G	V	1,360	D	\$ 0	18,262	I	Dtd 1/14/1998 By Kathleen M. Bader Trust U/A Dtd 1/14/1998
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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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	\$ 0 <u>(2)</u>	12/31/2011		A		1,398.499		<u>(3)</u>	<u>(3)</u>	Common Stock	1,398.499

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BADER KATHLEEN M 5007 NURMI DRIVE MIDLAND, MI 48640	X

Signatures

/s/ Ann T. Willaman,
Attorney-in-Fact

01/04/2012

__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).

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- (1) Transfer of 222 shares acquired under the Textron Dividend Reinvestment Plan to Reporting Person's trust account.
- (2) Each deferred stock unit is valued based upon the value of one (1) share of Textron Inc. Common Stock.
- (3) 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.

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