

Duffy Julie G
 Form 3
 July 27, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Duffy Julie G | | (Month/Day/Year) | TEXTRON INC [TXT] | |
| (Last) | (First) | (Middle) | 07/17/2017 | |
| TEXTRON INC.,Â 40 WESTMINSTER STREET | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| PROVIDENCE,Â RIÂ 02903 | | | (Check all applicable) | |
| (City) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive VP - Human Resources | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|--|
| Common Stock | 12,831 | D | Â |
| Common Stock | 10,736.62 | I | Held on behalf of the Reporting Person by the Textron Savings Plan (as of 07/17/2017). |

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

SEC 1473 (7-02)

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

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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 Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Employee Stock Option - Right to Buy | Â (1) | 03/01/2024 | Common Stock | 6,562 | \$ 39.7 | D | Â |
| Employee Stock Option - Right to Buy | Â (2) | 03/01/2025 | Common Stock | 5,727 | \$ 44.31 | D | Â |
| Employee Stock Option - Right to Buy | Â (3) | 03/01/2026 | Common Stock | 7,009 | \$ 34.5 | D | Â |
| Employee Stock Option - Right to Buy | Â (4) | 03/10/2027 | Common Stock | 6,260 | \$ 49.48 | D | Â |
| Stock Units | Â (5) | Â (5) | Common Stock | 420.94 (6) | \$ (7) | D | Â |
| Stock Units | Â (5) | Â (5) | Common Stock | 60.891 (8) | \$ (7) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--|-------|
| | Director | 10% Owner | Officer | Other |
| Duffy Julie G TEXTRON INC. 40 WESTMINSTER STREET PROVIDENCE, RI 02903 | Â | Â | Â Executive VP - Human Resources | Â |

Signatures

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

07/27/2017

__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).
- (1) This option vested in three (3) equal annual installments. The first, second and third installments became exercisable on March 1, 2015, March 1, 2016 and March 1, 2017 (respectively).
 - (2) This option vests in three (3) equal annual installments. The first and second installments became exercisable on March 1, 2016 and March 1, 2017 (respectively), and the third installment will become exercisable on March 1, 2018.
 - (3) This option vests in three (3) equal annual installments. The first installment became exercisable on March 1, 2017, and the second and third installments will become exercisable on March 1, 2018 and March 1, 2019 (respectively).
 - (4) This option will vest in three (3) equal annual installments. The first, second and third installments will become exercisable on March 1, 2018, March 1, 2019 and March 1, 2020 (respectively).

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- (5) Payable in cash following the conclusion of Reporting Person's employment with Textron Inc.
- (6) Acquired pursuant to the Textron Spillover Savings Plan.
- (7) Each stock unit is valued based on the value of one (1) share of Textron Inc. Common Stock.
- (8) Acquired pursuant to the Deferred Income Plan for Textron Executives.

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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