

DONNELLY SCOTT C

Form 4

May 01, 2018

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 *
DONNELLY SCOTT C

(Last) (First) (Middle)

**TEXTRON INC., 40
WESTMINSTER STREET**

(Street)

PROVIDENCE, RI 02910

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

TEXTRON INC [TXT]

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

04/27/2018

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)

Chairman, President & CEO

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 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	04/27/2018		M		157,837	A \$ 47.84	715,106	D	
Common Stock	04/27/2018		M		400	A \$ 5.65	715,506	D	
Common Stock	04/27/2018		S		158,237	D \$ 63.05 (1)	557,269	D	
Common Stock	04/30/2018		M		30,175	A \$ 47.84	587,444	D	
Common Stock	04/30/2018		S		30,175	D \$ 63.05	557,269	D	

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Common Stock	05/01/2018	M	11,988	A	⁽²⁾ \$ 47.84	569,257	D	
Common Stock	05/01/2018	S	11,988	D	\$ 61.6 ⁽³⁾	557,269	D	
Common Stock						5,553.718	I	Held on behalf of the Reporting Person by the Textron Savings Plan (as of 04/30/2018).

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

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(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)	Amount
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Number Shares
Employee Stock Option - Right to Buy	\$ 47.84	04/27/2018		M	157,837	⁽⁴⁾ 07/03/2018	Common Stock	157,837
Employee Stock Option - Right to Buy	\$ 5.65	04/27/2018		M	400	⁽⁵⁾ 02/27/2019	Common Stock	400
Employee Stock Option - Right to Buy	\$ 47.84	04/30/2018		M	30,175	⁽⁴⁾ 07/03/2018	Common Stock	30,175

Employee

Stock

Option -	\$ 47.84	05/01/2018	M	11,988	(4)	07/03/2018	Common Stock	11,988
Right to Buy								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DONNELLY SCOTT C TEXTRON INC. 40 WESTMINSTER STREET PROVIDENCE, RI 02910	X		Chairman, President & CEO	

Signatures

/s/ Ann T. Willaman, Attorney-in-Fact	05/01/2018
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__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.00 to \$63.25, inclusive. The Reporting Person undertakes to provide to Textron Inc., any security holder of Textron Inc. or the staff of the Securities and Exchange Commission, upon request, with full information regarding the number of shares sold at each separate price within the range set forth in footnotes (1), (2) and (3) to this Form.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$63.00 to \$63.41, inclusive.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.33 to \$62.08, inclusive
- (4) The option vested in five (5) equal annual installments, beginning on August 1, 2010.
- (5) The option vested in three (3) equal annual installments, beginning on March 1, 2010.
- (6) Issued pursuant to the Textron Inc. 2007 Long-Term Incentive Plan.

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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