

TEXAS INSTRUMENTS INC  
 Form 4  
 November 03, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MARCH KEVIN P**

2. Issuer Name and Ticker or Trading Symbol  
**TEXAS INSTRUMENTS INC [TXN]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**12500 TI BOULEVARD**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**11/03/2014**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Sr. Vice President & CFO**

**DALLAS, TX 75243**  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4)
				Code	V Amount or Price			
Common Stock	11/03/2014		M		85,000 A \$ 32.55	436,916	D	
Common Stock	11/03/2014		M		85,000 A \$ 29.79	521,916	D	
Common Stock	11/03/2014		M		95,000 A \$ 14.95	616,916	D	
Common Stock	11/03/2014		M		53,750 A \$ 23.05	670,666	D	
Common Stock	11/03/2014		S <sup>(1)</sup>		318,750 D \$ 50.0143	351,916	D	

Edgar Filing: TEXAS INSTRUMENTS INC - Form 4

Common Stock	2,009.42 <sup>(2)</sup>	I	By Trust-- PS
Common Stock	42.88 <sup>(3)</sup>	I	By Trust--401(k)

Reminder: Report on a separate line for each class of securities beneficially 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 currently valid OMB control number.**

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)	8. Amount or Number of Shares
NQ Stock Option (Right to Buy)	\$ 32.55	11/03/2014		M	85,000	<sup>(4)</sup> 01/19/2016	Common Stock	85,000
NQ Stock Option (Right to Buy)	\$ 29.79	11/03/2014		M	85,000	<sup>(5)</sup> 01/25/2018	Common Stock	85,000
NQ Stock Option (Right to Buy)	\$ 14.95	11/03/2014		M	95,000	<sup>(6)</sup> 01/29/2019	Common Stock	95,000
NQ Stock Option (Right to Buy)	\$ 23.05	11/03/2014		M	53,750	<sup>(7)</sup> 01/28/2020	Common Stock	53,750

