

TEXAS INSTRUMENTS INC  
Form 4  
May 03, 2016

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

OMB APPROVAL

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**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 \*  
TEMPLETON RICHARD K

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)  
04/29/2016

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President & CEO

DALLAS, TX 75243

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/29/2016		M		270,000	A	\$ 29.79
Common Stock	04/29/2016		M		45,000	A	\$ 14.95
Common Stock	04/29/2016		S <sup>(1)</sup>		315,000	D	\$ 57.1152
Common Stock	05/02/2016		M		315,000	A	\$ 14.95
Common Stock	05/02/2016		S <sup>(2)</sup>		315,000	D	\$ 57.6924

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Common Stock	05/03/2016		M	259,461	A	\$ 14.95	1,353,552	D	
Common Stock	05/03/2016		M	45,000	A	\$ 14.95	1,398,552	D	
Common Stock	05/03/2016		S <sup>(3)</sup>	304,461	D	\$ 57.2958	1,094,091	D	
Common Stock							44,511 <sup>(4)</sup>	I	By Children
Common Stock							313 <sup>(5)</sup>	I	By Trust--401(k)
Common Stock							12,891.37 <sup>(6)</sup>	I	By Trust--PS

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
NQ Stock Option (Right to Buy)	\$ 29.79	04/29/2016		M	270,000	<sup>(7)</sup> 01/25/2018	Common Stock 270,000
NQ Stock Option (Right to Buy)	\$ 14.95	04/29/2016		M	45,000	<sup>(8)</sup> 01/29/2019	Common Stock 45,000
NQ Stock Option (Right to Buy)	\$ 14.95	05/02/2016		M	315,000	<sup>(8)</sup> 01/29/2019	Common Stock 315,000

