SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [TXN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
TROCHU CYNTHIA HOFF		Director 10% Owner					
		X Officer (give title Other (specify					
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	below) below)					
	01/25/2019	SVP, Secretary & Gen Counsel					
12500 TI BOULEVARD							
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)	. In Amendment, bate of original filed (Month/bay) reary	Line)					
DALLAS TX 75243		X Form filed by One Reporting Person					
		Form filed by More than One Reporting					
(City) (State) (Zip)		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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/25/2019		A		8,141 ⁽¹⁾	Α	\$ <mark>0</mark>	77,286	D	
Common Stock	01/25/2019		М		4,075	Α	\$44.09	81,361	D	
Common Stock	01/25/2019		S		4,075	D	\$102.82	77,286	D	

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. Transa Code (8)				6. Date Exerc Expiration Da (Month/Day/N	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
NQ Stock Option (Right to Buy)	\$44.09	01/25/2019		М			4,075	(2)	01/23/2024	Common Stock	4,075	\$0	0	D	
NQ Stock Option (Right to Buy)	\$104.41	01/25/2019		A		38,529		(3)	01/25/2029	Common Stock	38,529	\$104.41	38,529	D	

Explanation of Responses:

1. Award of restricted stock units pursuant to 2009 Long-Term Incentive Plan.

2. The option became exercisable in four equal annual installments beginning on January 23, 2015.

3. The option becomes exercisable in four equal annual installments beginning on January 25, 2020.

/s/ Muriel C. McFarling,

Attorney in Fact

** Signature of Reporting Person

01/29/2019

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.