FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

UMB APPRO	VAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  ANDERSON STEPHEN A.					2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [ TXN ]						tionship of Reportin all applicable) Director Officer (give title	10%	Suer Owner (specify
(Last)	I BOULEV	(First) /ARD	(Middle)		B. Date of Earliest Trans 01/29/2016	saction (	(Montl	n/Day/Year)	X	Sr. Vice	belov e President	v)`	
(Street)  DALLA  (City)		ΓX (State)	75243 (Zip)		I. If Amendment, Date	of Origir	nal File	ed (Month/Day/	6. Indiv	ividual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person			
			Table I - I	Non-Derivat	tive Securities A	cquire	ed, D	isposed of	, or Be	neficially O	wned		
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Ye	Execution Date,	3. Transaction Code (Instr. 8)		4. Securities A Of (D) (Instr. 3		(A) or Disposed	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			01/29/201	6	A		35,897(1)	A	\$0	235,155	D	
Common	Stock			01/29/201	6	S		18,233	D	\$51.89 <sup>(2)</sup>	216,922	D	
Common	Stock			01/29/201	6	S		27,601	D	\$52.21 <sup>(3)</sup>	189,321	D	
Common	Stock			02/01/201	016 M 137,500 A \$3						326,821	D	
Common	Stock			02/01/201	6	S		137,500	D	\$53.0832 <sup>(4)</sup>	189,321	D	
			Table		ve Securities Acc ts, calls, warrant						ned		
1. Title of	2.	3. Transaction	3A. Deeme	d 4.	5. Number of	6. D	ate Ex	ercisable and	7. Title	and Amount	8. Price of 9. Num	ber of 10.	11. Nature

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)		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)		and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		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		Reported Transaction(s) (Instr. 4)		
NQ Stock Option (Right to Buy)	\$32.36	02/01/2016		M			137,500	(5)	01/26/2022	Common Stock	137,500	\$0	0	D	
NQ Stock Option (Right to Buy)	\$52.93	01/29/2016		A		189,828		(6)	01/29/2026	Common Stock	189,828	\$0	189,828	D	

## **Explanation of Responses:**

- 1. Award of restricted stock units pursuant to 2009 Long-Term Incentive Plan.
- 2. Sales effected pursuant to a Rule 10b5-1 trading plan entered into by the reporting person on 7-30-2015. The price in Table 1 is a weighted average sale price. The sales were at prices ranging from \$51.05 to \$52.04. The Issuer undertakes to provide upon request a detailed breakout of the sale prices and the number of shares sold at each price set forth in footnotes (2) and (3) to this Form 4.
- 3. Sales effected pursuant to a Rule 10b5-1 trading plan entered into by the reporting person on 7-30-2015. The price in Table 1 is a weighted average sale price. The sales were at prices ranging from \$52.05 to \$52.44.
- 4. The price in Table 1 is a weighted average sale price. The sales were at prices ranging from \$53.08 to \$53.115. The Issuer undertakes to provide upon request a detailed breakout of the sale prices and the number of shares sold at each price.
- 5. The option becomes exercisable in four equal annual installments beginning on January 26, 2013.
- 6. The option becomes exercisable in four equal annual installments beginning on January 29, 2017.

/s/ Daniel M. Drory, Attorney In 02/0<u>2/2016</u> **Fact** 

\*\* Signature of Reporting Person

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.