Instruction 1(b)

FORM 4

Check this box if no longer subject to

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Lovett Melendy E						2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [ TXN ]									k all applic Directo	or 10% (		10% Ov	vner
(Last) (First) (Middle) 12500 TI BOULEVARD						3. Date of Earliest Transaction (Month/Day/Year) 02/06/2013								X	X Officer (give title Other (specify below)  Sr. Vice President				
(Street) DALLAS TX 75243					4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line) X	′				
(City)	(S	itate)	(Zip)												Person				rung
		Tab	le I - N	on-Deri	vativ	e S	ecuri	ties Ac	quire	d, Di	sposed (	of, or Be	nefic	ially	Owned				
Date				Date	2. Transaction Date Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3,			and 5) Seci Ben Own		mount of urities eficially ned Following		n: Direct r Indirect istr. 4)	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) or (D)	Price	e Reported Transaction (Instr. 3 as		tion(s)	on(s)		(Instr. 4)
Common Stock				02/06/2013					M		28,125	A	\$1	\$14.95 90,625		,625		D	
Common Stock				02/06/2013					M		28,125	A	\$1	\$14.95		3,750	D		
Common Stock				02/06/2013					S <sup>(1)</sup>		56,250	D	\$33	62,50		,500	D		
Common Stock															2,908.23(2)			I	By Trust PS
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)	Executio if any			ransaction ode (Instr.				Exerc ion Da /Day/Y		7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		De Se		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amo or Num of Shar	ber					

## **Explanation of Responses:**

\$14.95

\$14.95

NQ Stock Option

(Right to

(Right to

Buy)

Buv) NQ Stock Option

1. The price in Table 1 is a weighted average sale price. The sales were at prices ranging from \$33.5100 to \$33.5750. The Issuer undertakes to provide upon request a detailed breakout of the sale prices and the number of shares sold at each price.

(3)

(3)

(A) (D)

28,125

28,125

M

M

- 2. Estimated shares attributable to TI Universal Profit Sharing Account as of 1-31-13. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.) This statement does not include changes in beneficial ownership of shares held in such account occurring after 1-31-13 reporting on Form 5.
- 3. The option becomes exercisable in four equal annual installments beginning on January 29, 2010.

/s/ Daniel M. Drory, Attorney

28,125

28,125

\$0

\$<mark>0</mark>

02/08/2013

0

0

D

D

In Fact

01/29/2019

01/29/2019

Common

Stock

Stock

\*\* 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).

02/06/2013

02/06/2013

\*\* 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.