SEC F	Form 4
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## 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	۱5 <sup>°</sup>
obligations may continue. S	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									
OMB Number:	3235-0287								
Estimated average burde	en								
hours per response:	0.5								

1. Name and Address of Reporting Person <sup>*</sup> Whitaker Darla H			2. Issuer Name and Ticker or Trading Symbol <u>TEXAS INSTRUMENTS INC</u> [ TXN ]		tionship of Reporting Pe all applicable) Director	erson(s) to Issuer 10% Owner
(Last) (First) (Middle) 12500 TI BOULEVARD		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/11/2009	x	Officer (give title below) Sr. Vice Pre	Other (specify below) sident
(Street) DALLAS	TX	75243	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fili Form filed by One Re Form filed by More th	porting Person
(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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code         V         Amount         (A) or (D)         Price         Reported Transaction(s) (Instr. 3 and 4)		Transaction(s)		(1150.4)			
Common Stock	02/11/2009		I		595.02 <sup>(1)</sup>	D	\$16.23	<b>0</b> <sup>(2)</sup>	Ι	By Spouse PS
Common Stock								81,732	D	
Common Stock								4,142 <sup>(3)</sup>	Ι	By Spouse
Common Stock								1,575.7 <sup>(4)</sup>	I	By Trust- -401(k)
Common Stock								390.67 <sup>(5)</sup>	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title Amour Securi Underi Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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				

#### Explanation of Responses:

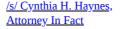
1. Intra-plan transfer from stock fund in TI Universal Profit Sharing account to another fund in transaction exempt under Rule 16b-3(f).

2. Estimated shares attributable to TI Universal Profit Sharing Account as of 2-11-09.

3. Beneficial ownership by reporting person disclaimed.

4. Estimated shares attributable to TI 401(k) Account as of 1-31-09. (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 this account occurring after 1-31-09 that are eligible for deferred reporting on Form 5.

5. Estimated shares attributable to TI Universal Profit Sharing Account as of 1-31-09. (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 1-31-09 that are eligible for deferred reporting on Form 5. Beneficial ownership by reporting person disclaimed.



\*\* Signature of Reporting Person Date

02/12/2009

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.