SEC Form 5

FORM 5

)	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

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Form 4 Trans	actions Reported.		or Section 30(h) of the Investment Company Act of 1940			
1. Nume and Address of Reporting reison		Person [*]	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) 12500 TI BOI	(First) ULEVARD	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2007]	Officer (give title below)	Other (specify below)
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable
		75243		X	Form filed by One Re	porting Person
(City)	(State)	(Zip)			Form filed by More the Person	an One Reporting
		Table I - Non-De	rivative Securities Acquired, Disposed of, or Benefi	icially	Owned	

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.		b. Securities Acquired (A) or Disposed Df (D) (Instr. 3, 4 and 5) Beneficially Owned at end of (D) or				7. Nature of Indirect t Beneficial Ownership	
		(Monuinday) real)	5)	Amount (A) or Price		Price	Issuer's Fiscal Year (Instr. 3 and 4)		(Instr. 4)	
Common Stock							10,500	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. Transaction Code (Instr. 8)	5. Nun of Deriva Securi Acquin (A) or Dispos of (D) (Instr. and 5)	tive ties red sed 3, 4	Expiration Date (Month/Day/Year)		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 Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Units	\$1 ⁽¹⁾	02/12/2007		J ⁽²⁾	17.5		(3)	(3)	Common Stock	17.5	\$30.92	13,545.42	D	
Stock Units	\$1 ⁽¹⁾	05/21/2007		J ⁽²⁾	30.21		(3)	(3)	Common Stock	30.21	\$35.87	13,575.63	D	
Stock Units	\$1 ⁽¹⁾	08/20/2007		J ⁽²⁾	32.82		(3)	(3)	Common Stock	32.82	\$33.09	13,608.45	D	
Stock Units	\$1 ⁽¹⁾	11/19/2007		J ⁽²⁾	42.87		(3)	(3)	Common Stock	42.87	\$31.74	13,651.33	D	

Explanation of Responses:

1. Security converts to common stock on a one-for-one basis.

2. Shares acquired through Issuer's broad-based Dividend Reinvestment Plan.

3. Stock units credited under the Texas Instruments 2003 Director Compensation Plan, to be settled in common stock of the Issuer following the reporting person's termination of service as a director of the Issuer.

DANIEL M. DRORY,
ATTORNEY IN FACT

02/14/2008

Date

** Signature of Reporting Person

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.