| SEC 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 5 obligations may continue. See Instruction 1(b). |
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1. Name and Address of Reporting Person*

SANDERS WAYNE R

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Se or Section 30

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

| pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 | | | hours per respo | inse: | 0.5 | |
|--|---|---|-----------------------|-----------------------------|-----|--|
| 2. Issuer Name and Ticker or Trading Symbol <u>TEXAS INSTRUMENTS INC</u> [TXN] | | ionship of R all applicabl Director | eporting Persor e) | n(s) to Issuer 10% Owner | | |
| 3. Date of Earliest Transaction (Month/Day/Year) |] | Officer (giv below) | /e title | Other (specif below) | y | |

| (Last) 12500 TI BO | (First) ULEVARD | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 04/30/2014 | Officer (give title Other (specify below) below) | | | | |
|--|--------------------|----------|--|---|--|--|--|--|
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting 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) | Transaction Disposed Of (D) (Instr. 3 Code (Instr. 5) | | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following | 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) | | (1150.4) | | |
| Common Stock | 04/30/2014 | | G | v | 4,600 | D | \$ <mark>0</mark> | 31,893 | D | | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and Expiration Date (Month/Day/Year) 1. Title of 7. Title and 8. Price of Derivative 9. Number of 3. Transaction 3A. Deemed 5. Number 10. 11. Nature Derivative Security (Instr. 3) Conversion Execution Date Transaction Amount of derivative Ownership of Indirect Date (Month/Day/Year) of Code (Instr. 8) Derivative Securities Security (Instr. 5) or Exercise if anv Securities Form: Beneficial Beneficially Owned Price of Derivative (Month/Day/Year) Securities Underlying Direct (D) Ownership (Instr. 4) Acquired (A) or Disposed or Indirect (I) (Instr. 4) Derivative Following Reported Security Security (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount o Number Expiration Date of

Exercisable

Date

Explanation of Responses:

/s/ Cynthia H. Grimm, Attorney In Fact

Shares

Title

05/01/2014

** 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).

ν Code

(A) (D)

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.