SEC Form 4

Г

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

5	Check this box if no longer subject to Section 16. Form 4 or Form 5 bibligations may continue. See nstruction 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 Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] Ilan Haviv			2. Issuer Name and Ticker or Trading Symbol <u>TEXAS INSTRUMENTS INC</u> [TXN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) 12500 TI BO	(First) ULEVARD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2019	X Officer (give title Other (specify below) below) Sr. Vice President						
(Street) DALLAS (City)	TX (State)	75243 (Zip)	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)	n Date, Transaction Code (Instr.					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	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	01/25/2019		Α		18,198(1)	A	\$ <mark>0</mark>	116,978	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10. 11. Nature of Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Execution Date, if any Derivative Conversion Date Transaction Expiration Date derivative Ownership of Indirect (Month/Dav/Year) Derivative or Exercise Code (Instr. (Month/Dav/Year) Security Securities Form: Beneficial (Instr. 3) Price of (Month/Day/Year) 8) Securities (Instr. 5) Beneficially Direct (D) Ownership (Instr. 4) Derivative Acquired Owned or Indirect (A) or Disposed of (D) (Instr. 3, 4 and 5) Security Following (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount or Number Date Expiration of Shares (D) Exercisable Title ν (A) Code Date NQ Stock Option Commo \$104.41 01/25/2019 А 86,122 (2) 01/25/2029 86,122 \$104.41 86,122 D (Right to Stock Buy)

Explanation of Responses:

1. Award of restricted stock units pursuant to 2009 Long-Term Incentive Plan.

2. The option becomes exercisable in four equal annual installments beginning on January 25, 2020.

/s/ Muriel C. McFarling, Attorney in Fact

01/29/2019

** 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.

Date