FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* HAMES MICHAEL J						2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [TXN]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 12500 TI BOULEVARD					3. Date of Earliest Transaction (Month/Day/Year) 10/24/2003							7	below)	ficer (give title low) SR. VICE PRE		Other (s below) IDENT	pecify			
(Street)	5 T	X	75243		4. 1	If Ame	endme	nt, Date	of Origina	l Filed	(Month/Da	ay/Year)		Line) C Form fi	iled by One	e Repo	(Check Apporting Person One Repor	n	
(City)	(S	tate)	(Zip)												Person					
		Tab	le I - Noi	n-Deriv	vativ	e Se	curi	ties Ac	quired	Dis	posed c	of, or E	enef	iciall	y Owned					
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		- 1	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5)		4 and Securiti Benefic Owned		es ially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	(A) or (D)		Price	Transact	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)			
Common Stock			10/24/2003)3			М		50,00	00 .	A	\$5.74	74 200,630.33		D				
Common	Stock			10/2	4/200)3			S		50,00	0 D \$		\$27.5	150,630.33		D			
Common	Stock														992(1)				By Spouse	
Common	Stock														6,655.33 ⁽²⁾ I		I	By Trust PS		
Common Stock													261.27 ⁽³⁾			I '	By Trust CODA			
		-	Table II -								osed of onverti				Owned			•		
Derivative Conversion Da		Date (Month/Day/Year) if a	3A. Deeme Execution if any (Month/Day	Date,	4. Transaction Code (Instr. 8)		5. Number 6.		Expiration	. Date Exercisable a Expiration Date Month/Day/Year)		d 7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)		urity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owners Form: Direct (or Indir (I) (Inst	Ownership	Beneficial Ownership ct (Instr. 4)	
				c	Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	or Nu of	nount mber ares						
NQ Stock Option (right to buy)	\$5.74	10/24/2003			M			50,000	01/17/19	97 0	01/17/2006	Commo Stock		,000	\$0	150,00	00	D		

Explanation of Responses:

- 1. Beneficial ownership by reporting person disclaimed.
- 2. Estimated shares attributable to TI Universal Profit Sharing account as of 12-31-02. (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 12-31-02 that are eligible for deferred reporting on Form 5.
- 3. Estimated shares attributable to TI Employee Cash or Deferred Compensation Account as of 12-31-02. (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 12-31-02 that are eligible for deferred reporting on Form 5.

DANIEL M. DRORY, ATTORNEY IN FACT

10/24/2003

** 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).

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.