FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | 3 | , | | | |
|--|---|---|--|--|--|
| | | | | | |
| | | | | | |
| | | | | | |

| OMB APPROVAL | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | |
| Estimated average b | urden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

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

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* BABB RALPH W JR | | | | | 2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [TXN] | | | | | | | | | k all applic | able) | g Pers | on(s) to Issu 10% Ov | |
|---|---|--|---|----------|---|----------|----------|-------------------------------------|---|---|--|----------------------------|---|---|---|---------------------------------|--|--|
| (Last) (First) (Middle) 12500 TI BOULEVARD | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/20/2013 | | | | | | | | | Officer (below) | (give title | | Other (s below) | pecify |
| (Street) DALLA | | itate) | 75243 (Zip) | | | | | | | | ine) X | | | | | | | |
| | | Та | ble I - Non | -Derivat | ive Se | ecuritie | es Ac | quired, I | Disp | | | | | Owned | | | | |
| 1. Title of Security (Instr. 3) 2. Trans Date (Month/ | | | | | action 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (II | Transaction Dispose Code (Instr. 5) | | rities Acquired (A) o ed Of (D) (Instr. 3, 4 a | | nd | 5. Amoun Securities Beneficia Owned Fo Reported | Form (D) or ollowing (I) (In | | : Direct Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | Code | v | Amoun | t (A) (D) | or Price | • | Transacti (Instr. 3 a | on(s) | | ľ | (|
| Common Stock | | | | | | | | 12,025 | | | D | | | | | | | |
| | | | Table II - I (| | | | | uired, Di s, option | | | | | | wned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Da if any (Month/Day/\) | Code | e, Transaction Code (Instr. | | of E | | . Date Exercisable and xpiration Date Month/Day/Year) | | 7. Title and Amor of Securities Underlying Deriv Security (Instr. 3 4) | | ve d | 8. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4) | e s ally | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | | Date Exercisable | | piration te | Title | Amount Number Shares | | | | | | |
| Stock Units | \$1 ⁽¹⁾ | 12/20/2013 | | A | | 215.89 | | (2) | | (2) | Common Stock | 215.89 | (2) | \$42.46 | 11,174 | .47 | D | |

Explanation of Responses:

- 1. Security converts to common stock on a one-for-one basis.
- 2. Stock units credited under the Texas Instruments 2009 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. End-of-period holdings include stock units acquired pursuant to the dividend reinvestment provision of the Plan.

/s/ Daniel M. Drory, Attorney

In Fact

** Signature of Reporting Person

Date

12/20/2013

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.