### 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).

### 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 APPROVAL

hours per response: 0.5	Estimated average burg	den
	hours per response:	0.5

			1			
1. Name and Addr WEST TER	ess of Reporting Perso ESA L	'n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>TEXAS INSTRUMENTS INC</u> [ TXN ]		tionship of Reporting Perso all applicable) Director	10% Owner
(Last) 12500 TI BOU	(First) (Middle) 0 TI BOULEVARD		3. Date of Earliest Transaction (Month/Day/Year) 01/19/2006	X	Officer (give title below) SR. VICE PRES	Other (specify below) IDENT
(Street) DALLAS	TX	75243	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Repor Form filed by More than Person	rting Person
(City)	(State)	(Zip)				

#### 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. 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code V		Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/19/2006		A <sup>(1)</sup>		15,000	A	\$ <mark>0</mark>	72,116	D	
Common Stock								1,400 <sup>(2)</sup>	I	By Self for Children
Common Stock								209.99 <sup>(3)</sup>	I	By Trust- -401(k)
Common Stock								5,685.1 <sup>(4)</sup>	Ι	By Trust PS

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(5-)	<b>P</b> ,		,		.,,			,				
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. Transa Code ( 8)		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es d ed nstr.	Expiration Date (Month/Day/Year)		te of Securities		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)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
NQ Stock Option (right to buy)	\$32.55	01/19/2006		A		50,000		(5)	01/19/2016	Common Stock	50,000	\$0	50,000	D	

**Explanation of Responses:** 

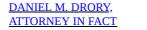
1. Award of restricted stock units pursuant to 2000 Long Term Incentive Plan.

2. Held by custodian for account of minors.

3. Estimated shares attributable to TI 401(k) Account as of 12-31-05. (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 this account occurring after 12-31-05 that are eligible for deferred reporting on Form 5.

4. Estimated shares attributable to TI Universal Profit Sharing account as of 12-31-05. (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 12-31-05 that are eligible for deferred reporting on Form 5.

5. The option becomes exercisable in four equal annual installments beginning on January 19, 2007.



\*\* Signature of Reporting Person

01/23/2006

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\ast}$  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.