

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C.

20549

FORM 10-Q/A

QUARTERLY REPORT UNDER SECTION 13 or 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

For Quarter Ended September 30, 2001

Commission File Number 1-3761

TEXAS INSTRUMENTS INCORPORATED

-----  
(Exact name of Registrant as specified in its charter)

Delaware

75-0289970

-----  
(State of Incorporation)

-----  
(I.R.S. Employer Identification No.)

12500 TI Boulevard, P.O. Box 660199, Dallas, Texas

75266-0199

-----  
(Address of principal executive offices)

-----  
(Zip Code)

Registrant's telephone number, including area code 972-995-3773  
-----

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No  
-----

1,732,198,880

-----  
Number of shares of Registrant's common stock outstanding as of  
September 30, 2001

The cash flows statement to the Registrant's quarterly report on Form 10-Q for the period ended September 30, 2001 is hereby amended and restated in its entirety to correct the filing made on October 24, 2001 and will be effective for all purposes as of that date. Specifically, the line item for prepaid expenses and other current assets for the nine months ended September 30, 2001, has been corrected.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

TEXAS INSTRUMENTS INCORPORATED

BY: /s/ WILLIAM A. AYLESWORTH

-----  
William A. Aylesworth  
Senior Vice President,  
Treasurer and  
Chief Financial Officer



TEXAS INSTRUMENTS INCORPORATED AND SUBSIDIARIES  
Consolidated Financial Statements  
(In millions of dollars, except per-share amounts.)

	For Nine Months Ended	
	Sept. 30 2001	Sept. 30 2000
<b>Cash Flows</b>		
<b>Cash flows from operating activities:</b>		
Income (loss) before cumulative effect of an accounting change . . .	\$ (85)	\$ 2,422
Depreciation . . . . .	1,145	869
Amortization of goodwill and other acquisition-related intangibles . . .	173	92
Purchased in-process research and development . . . . .	--	112
Deferred income taxes . . . . .	3	56
Net currency exchange losses . . . . .	5	8
(Increase) decrease in working capital (excluding cash and cash equivalents, short-term investments, deferred income taxes, and loans payable and current portion long-term debt):		
Accounts receivable . . . . .	741	(580)
Inventories . . . . .	333	(176)
Prepaid expenses and other current assets . . . . .	(302)	8
Accounts payable and accrued expenses . . . . .	(603)	190
Income taxes payable . . . . .	(42)	450
Accrued retirement and profit sharing contributions . . . . .	(399)	(17)
Gain on sale of Micron common stock . . . . .	--	(1,636)
Increase in noncurrent accrued retirement costs . . . . .	(30)	(80)
Other . . . . .	100	(135)
	1,039	1,583
<b>Net cash provided by operating activities . . . . .</b>		
	<b>1,039</b>	<b>1,583</b>
<b>Cash flows from investing activities:</b>		
Additions to property, plant and equipment . . . . .	(1,554)	(1,789)
Purchases of short-term investments . . . . .	(2,373)	(4,304)
Sales and maturities of short-term investments . . . . .	3,012	2,730
Purchases of noncurrent investments . . . . .	(194)	(114)
Sales of noncurrent investments . . . . .	102	2,160
Acquisition of businesses, net of cash acquired . . . . .	--	(3)
	(1,007)	(1,320)
<b>Net cash used in investing activities . . . . .</b>		
	<b>(1,007)</b>	<b>(1,320)</b>
<b>Cash flows from financing activities:</b>		
Additions to loans payable . . . . .	--	2
Payments on loans payable . . . . .	(2)	(19)
Additions to long-term debt . . . . .	3	249
Payments on long-term debt . . . . .	(129)	(250)
Dividends paid on common stock . . . . .	(111)	(104)
Sales and other common stock transactions . . . . .	111	191
Common stock repurchase program . . . . .	(310)	(133)
	(438)	(64)
<b>Net cash used in financing activities . . . . .</b>		
	<b>(438)</b>	<b>(64)</b>
Effect of exchange rate changes on cash . . . . .	48	(42)
	(358)	157
<b>Net increase (decrease) in cash and cash equivalents . . . . .</b>		
	<b>(358)</b>	<b>157</b>
Cash and cash equivalents, January 1 . . . . .	745	781
	387	938
<b>Cash and cash equivalents, September 30 . . . . .</b>		
	<b>\$ 387</b>	<b>\$ 938</b>
	=====	=====