FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

					_	_												
Name and Address of Reporting Person* LOWE GREGG A						2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [TXN]							(Ch	eck all applic	ctor 10% Owr			wner
(Last) 12500 T	.ast) (First) (Middle) 2500 TI BOULEVARD					3. Date of Earliest Transaction (Month/Day/Year) 06/04/2012								X Officer (give title Other (specify below) below) Former Sr. Vice President				
(Street)					4.1	If Ame	endme	ent, Date of	Original	Filed	(Month/Day	/Year)	6. Ir	ndividual or J	oint/Group	Filing ((Check Ap	plicable
DALLA	S T	X	75243										- 1	X Form fi	led by Moi		rting Perso One Repo	
(City)	(S	tate)	(Zip)											Persor	l			
		Tal	ole I - Nor	n-Deriv	/ativ	e Se	curi	ties Acc	uired,	Dis	posed of	, or Ber	eficiall	y Owned				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					Securitie Beneficia	5. Amount of Securities Beneficially Owned Following		Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Price	Transact	Transaction(s) (Instr. 3 and 4)			(5 4)	
Common	Stock			06/04	06/04/2012				D ⁽¹⁾		46,667	D	\$0	272	272,883		D	
Common	Stock			06/04	06/04/2012				D ⁽¹⁾		46,667	' D	\$0	226	,216		D	
Common	Stock			06/04/2012		12			D ⁽¹⁾		92,501	. D	\$0	133	,715		D	
Common	Stock			06/04	4/201	12			D ⁽¹⁾		61,667	' D	\$0	72,	048	D		
Common	Stock			06/04	4/201	12			D ⁽¹⁾		66,667	D	\$0	5,3	381		D	
Common	Stock													428	.16 ⁽²⁾			By Trust- -401(k)
Common	Stock													3,337	7.38 ⁽³⁾			By Trust- -PS
			Table II -								osed of,			Owned				
				(c.g., p	uts,	Can	3, 111	aiiaiii3,	optioi	13, 0	, OHIVEI LID	ie secu	ilics					
1. Title of	e Conversion or Exercise Price of Date (Month/Day/Year) Execution if any (Month/Day		3A. Deemed				5. N		6. Date E	xerci	sable and	7. Title an		8. Price of	9. Numbe		10.	11. Nature
1. Title of Derivative Security (Instr. 3)	Conversion or Exercise	Date	Execution D	Date, T	Transa Code (I	iction Instr.	Deri Seco Acq or D of (E	umber of	6. Date E Expiratio (Month/D	n Dat	e	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an	f g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution I if any	Date, T	Transa Code (I	ction Instr.	Deri Seco Acq or D of (E	umber of vative urities uired (A) visposed D) (Instr.	Expiratio	n Dat	e	Amount o Securities Underlyin Derivative	g Security nd 4)	Derivative Security (Instr. 5)	derivative Securities Beneficia Owned Following	e s ally	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution I if any	Date, Ti C	Transa Code (I	ection Instr.	Deri Seco Acq or D of (E	umber of vative urities uired (A) visposed D) (Instr.	Expiratio	on Dat	e	Amount o Securities Underlyin Derivative	g Security nd 4)	Derivative Security (Instr. 5)	derivative Securities Beneficia Owned Following Reported Transacti	e s ally	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution I if any	Oate, Ti C //Year) 8	Transa Code (I	Instr.	Deri Seco Acq or D of (I 3, 4	umber of vative urities uired (A) isposed D) (Instr. and 5)	Expiratio (Month/D	on Dat	ee ear)	Amount o Securities Underlyin Derivative (Instr. 3 ar	g Security nd 4) Amount or Number	Derivative Security (Instr. 5)	derivative Securities Beneficia Owned Following Reported Transacti	e s ally	Ownership Form: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security (Instr. 3) NQ Stock Option (Right to	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution I if any	Date, Ti C C S S S S S S S S S S S S S S S S S	Code (I	Instr.	Deri Seco Acq or D of (I 3, 4	umber of ivative urities uired (A) ivatives uired (S) (Instr. and 5)	Expiratio (Month/D	on Dat	e ear) Expiration Date	Amount o Securities Underlyin Derivative (Instr. 3 ar	Security and 4) Amount or Number of Shares	Derivative Security (Instr. 5)	derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
Derivative Security (Instr. 3) NQ Stock Option (Right to Buy) NQ Stock Option (Right to	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year)	Execution I if any	Date, Ti C C S	Code (I	Instr.	Deri Seco Acq or D of (I 3, 4	umber of ivative urities uired (A) is posed (D) (Instr. and 5)	Expiratio (Month/D	ble	Expiration Date	Amount o Securities Underlyin Derivative (Instr. 3 and Title Common Stock	Security d 4) Amount or Number of Shares	Derivative Security (Instr. 5)	derivative Securitie: Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally	Ownership Forrect (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
NQ Stock Option (Right to Buy) NQ Stock Option (Right to Buy) NQ Stock Option (Right to Buy) NQ Stock Option (Right to Buy)	Conversion or Exercise Price of Derivative Security \$32.39	Date (Month/Day/Year) 06/04/2012	Execution I if any	Date, Ti C C S S S S S S S S S S S S S S S S S	Fransacode (I $D^{(1)}$	Instr.	Deri Seco Acq or D of (I 3, 4	umber of ivative urities uired (A) isposed o) (Instr. and 5) (D) 150,000	Date Exercisal	ble	Expiration Date 01/14/2014 01/20/2015	Amount o Securities Underlyin Derivative (Instr. 3 ar Title Common Stock Common Common Stock	g Security dd 4) Amount or Number of Shares	Derivative Security (Instr. 5)	derivative Securitie: Beneficial Owned Following Reported Transacti (Instr. 4)	e s ally	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
NQ Stock Option (Right to Buy)	conversion or Exercise Price of Derivative Security \$32.39 \$21.55	Date (Month/Day/Year) 06/04/2012 06/04/2012 06/04/2012	Execution I if any	Date, Ti C C C I I I I I I I I I I I I I I I I	riransacode (I	Instr.	Deri Seco Acq or D of (I 3, 4	umber of ivative urities uired (A) isposed o) (Instr. and 5) (D) 150,000	Date Exercisal (4) (5)	ble	Expiration Date 01/14/2014 01/20/2015 01/19/2016	Amount o Securities Underlyin Derivative (Instr. 3 ar Title Common Stock Common Stock Common Stock	Security dd 4) Amount or Number of Shares	\$0	derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally	Ownership Forrect (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)
NQ Stock Option (Right to Buy) NQ Stock Option (Right to Buy)	conversion or Exercise Price of Derivative Security \$32.39 \$21.55 \$32.55	Date (Month/Day/Year) 06/04/2012 06/04/2012 06/04/2012	Execution I if any	Date, Ti C C S S S S S S S S S S S S S S S S S	(ransaccode (for the code (for	Instr.	Deri Seco Acq or D of (I 3, 4	umber of ivative urities uired (A) isposed o) (Instr. and 5) (D) 150,000 100,000	Date Exercisal (4) (5) (6)	ble	Expiration Date 01/14/2014 01/20/2015 01/19/2016 01/18/2017	Amount o Securities Underlyin Derivative (Instr. 3 ar Title Common Stock Common Stock Common Stock Common Stock	Amount or Number of Shares	\$0 \$0 \$0	derivative Securitie: Beneficial Owned Following Reported Transacti (Instr. 4)	e s ally	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
NQ Stock Option (Right to Buy)	\$23.05	06/04/2012		D ⁽¹⁾			277,500	(10)	01/28/2020	Common Stock	0	\$0	0	D	
NQ Stock Option (Right to Buy)	\$34.63	06/04/2012		D ⁽¹⁾			185,000	(11)	01/27/2021	Common Stock	0	\$0	0	D	
NQ Stock Option (Right to Buy)	\$32.36	06/04/2012		D ⁽¹⁾			200,000	(12)	01/26/2022	Common Stock	0	\$0	0	D	

Explanation of Responses:

- 1. Cancellation of award pursuant to its terms.
- 2. Estimated shares attributable to TI 401(k) account as of May 31, 2012. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)
- 3. Estimated shares attributable to TI Universal Profit Sharing account as of May 31, 2012. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)
- 4. The option becomes exercisable in four equal annual installments beginning on January 14, 2005.
- 5. The option becomes exercisable in four equal annual installments beginning on January 20, 2006.
- $6. \ The \ option \ becomes \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ January \ 19, \ 2007.$
- 7. The option becomes exercisable in four equal annual installments beginning on January $18,\,2008$.
- $8. \ The \ option \ becomes \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ January \ 25, \ 2009.$
- $9. \ The \ option \ becomes \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ January \ 29, \ 2010.$
- $10. \ The \ option \ becomes \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ January \ 28, \ 2011.$
- 11. The option becomes exercisable in four equal annual installments beginning on January 27, 2012.
- 12. The option becomes exercisable in four equal annual installments beginning on January 26, 2013.

/s/ Daniel M. Drory, Attorney
In Fact

06/05/2012

** 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.