FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

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* ANDERSKOUV NIELS						2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [TXN]									ck all applic Directo	tionship of Reporting Po all applicable) Director		10% Ov	/ner
(Last) 12500 T	Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 01/24/2020										Officer (give title Othe below) Sr. Vice President			pecify
(Street) DALLAS TX 75243					4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)									i. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person				
(City) (State) (Zip)					-										Form filed by More than One Reporting Person				
		Tab	le I - Noi	n-Deriv	vativ	e Se	curities	s Ac	quired, I	Disp	osed o	f, or B	enef	iciall	y Owned				
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						ear)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Ir	Transaction D Code (Instr. 5)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)				es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A)	or	Price	Transact (Instr. 3	ion(s)			(Instr. 4)
Common Stock 01/24/						2020			A		14,558	14,558 ⁽¹⁾ A		\$ <mark>0</mark>	99,949			D	
		-	Гable II -						uired, Di , option:						Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Day	Date,	4. Transa Code (8)		of		6. Date Exe Expiration (Month/Day	Date		and 7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)		curity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)		Date Exercisable		expiration pate	Title	or Nu of	nount mber ares	nber				
NQ Stock Option (Right to	\$130.52	01/24/2020			A		74,310		(2)	0	1/24/2030	Commo Stock	n 74	,310	\$130.52	74,310)	D	

Explanation of Responses:

- 1. Award of restricted stock units pursuant to 2009 Long-Term Incentive Plan.
- $2. \ The \ option \ becomes \ exercisable \ in \ four \ equal \ annual \ installments \ beginning \ on \ January \ 24, \ 2021.$

/s/ Katharine Kane, Attorney In Fact 01/28/2020

** 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.