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).

1. Name and Address of Reporting Person*

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									
OMB Number:	B Number: 3235-0287								
Estimated average bu	rden								
hours per response.	05								

934	liburs per response.	0.5	
	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		

ADAMS JAMES R			TEXAS INSTRUMENTS INC [TXN]	X Director 10% Owner	
(Last) 12500 TI BO	(First) ULEVARD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2008	Officer (give title Other (specify below) below)	
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)	,
(Street) DALLAS	ТХ	75243		X Form filed by One Reporting Person Form filed by More than One Reporting	
(City)	(State)	(Zip)	_	Person	

2. Issuer Name and Ticker or Trading Symbol

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	01/25/2008		A ⁽¹⁾		2,500	A	\$ <mark>0</mark>	315,411	D		
Common Stock								1,450 ⁽²⁾	I	By Partnership	
Common Stock								271,550 ⁽³⁾	Ι	By Trust	
Common Stock								3,018.23(4)	Ι	By Trust- -401(k)	
Common Stock								463.57 ⁽⁵⁾	I	By Trust PS	

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. Transa Code (8)	ction	5. Num of Deriva Securi Acquir (A) or Dispos of (D)	nber 6. Date Exercisable and Expiration Date (Month/Day/Year) sed		6. Date Exercisable and Expiration Date (Month/Day/Year)		Expiration Date Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(Instr. : and 5) (A)		Date Expiration Exercisable Date		Title	Amount or Number of Shares		(Instr. 4)			
NQ Stock Option (right to buy)	\$29.79	01/25/2008		A		7,000		(6)	01/25/2018	Common Stock	7,000	\$0	7,000	D		

Explanation of Responses:

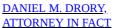
1. Award of restricted stock units granted under the Texas Instruments 2003 Director Compensation Plan.

Shares held by family limited partnership of which the reporting person is a general partner. Reporting person disclaims beneficial ownership except to the extent of his pecuniary interest in the partnership.
Shares held in trust for the benefit of family members of which reporting person is trustee. Beneficial ownership by reporting person disclaimed.

4. Estimated shares attributable to TI 401(k) Account as of 12-31-07. (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 12-31-07 that are eligible for deferred reporting on Form 5.

5. Estimated shares attributable to TI Universal Profit Sharing Account as of 12-31-07. (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 12-31-07 that are eligible for deferred reporting on Form 5.

6. The option becomes exercisable in four equal annual installments beginning on January 25, 2009.



<u>01/29/2008</u> Date

** Signature of Reporting Person

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.