FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington, D.C. 20549 |  |
|------------------------|--|
|                        |  |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL             |           |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |  |  |  |

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

| 1. Name and Address of Reporting Person* <u>CARP DANIEL A</u> |  |            |   |              | 2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [ TXN ] |   |              |                                       |                                       |         |                              |   |  | Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |  |                                     |  |  |  |
|---|--|------------|---|--------------|---|---|--------------|---------------------------------------|---------------------------------------|---------|------------------------------|---|--|--|---|--|-------------------------------------|--|--|--|
|   |  |            |   | 1            |   |   |              |                                       |                                       |         |                              |   |  | Directo  | or 10   |  | 10% Ow                              | ner  |  |  |
| (Last) (First) (Middle) 12500 TI BOULEVARD                    |  |            |   |              |   | 3. Date of Earliest Transaction (Month/Day/Year) 09/21/2007 |              |                                       |                                       |         |                              |   |  |  | Officer<br>below)   | (give title  |                                     | Other (s<br>below)   | pecify   |  |
| (Street)  | Street) DALLAS TX 75243  |            |   |              | 4. 1  | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |              |                                       |                                       |         |                              |   |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person |  |                                     |  |  |  |
| (City)  | (Si  | tate)      | (Zip)   |              |   | Form filed by More than 0<br>Person                         |              |                                       |                                       |         |                              |   |  |  | One Report  | ing  |                                     |  |  |  |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |            |   |              |   |   |              |                                       |                                       |         |                              |   |  |  |   |  |                                     |  |  |  |
| Date  |  |            |   | th/Day/Year) |   | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year  |              | Transaction Dispos<br>Code (Instr. 5) |                                       | Dispose | ties Acquir<br>d Of (D) (Ins |   | 4 and Securitie<br>Benefici<br>Owned F |  | s<br>ally<br>ollowing   | Form<br>(D) or   | : Direct<br>r Indirect<br>str. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                      |  |  |
|   |  |            |   |              |   |   |              |                                       | Code                                  | v       | Amount                       | (A) or (D)  | Pric                                   | е  | Reported<br>Transact<br>(Instr. 3 a   | ion(s)   |                                     |  | Instr. 4)  |  |
| Common Stock  |  |            |   |              |   |   |              |                                       |                                       |         |                              |   | 11,164                                 |  |   | D  |                                     |  |  |  |
|   |  | ٦          | Гable II -  |              |   |   |              |                                       |                                       |         |                              | or Bend   |  |  | wned  |  |                                     |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)           | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security            |            | 3A. Deemed<br>Execution Da<br>if any<br>(Month/Day/ | Date,        | 4.<br>Transa<br>Code (<br>B)  |   | 5. Number of |                                       | 6. Date Ex<br>Expiration<br>(Month/Da | Date    |                              | e and 7. Title and Am<br>of Securities<br>Underlying<br>Derivative Sect<br>(Instr. 3 and 4) |  |  | Price of Derivative Security Instr. 5)  | 9. Numbe<br>derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | e   G<br>s   I<br>ally   I<br>g   G | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |  |            |   |              | Code  | v   | (A)          |                                       | Date<br>Exercisab                     |         | expiration<br>Date           | Title   | Amour<br>or<br>Number<br>of<br>Shares  | ər   |   |  |                                     |  |  |  |
| Stock   | \$1 <sup>(1)</sup>   | 09/21/2007 |   |              | Α   |   | 209.64       |                                       | (2)                                   |         | (2)                          | Common  | 209.6                                  | 4  | \$35.77   | 24,509.4   | 6 <sup>(2)</sup>                    | D  |  |  |

## **Explanation of Responses:**

- 1. Security converts to common stock on a one-for-one basis.
- 2. Stock units credited under the Texas Instruments 2003 Director Compensation Plan, to be settled in common stock of the Issuer following the reporting person's termination of service as a director of the Issuer. End-of-period holdings include stock units acquired pursuant to the dividend reinvestment provision of the Plan.

DANIEL M. DRORY, **ATTORNEY IN FACT** 

09/24/2007

\*\* 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.