

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

**CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934**

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): January 19, 2007

TEXAS INSTRUMENTS INCORPORATED
(Exact name of registrant as specified in charter)

DELAWARE
(State or other jurisdiction of incorporation)

001-03761
(Commission file number)

75-0289970
(I.R.S. employer identification no.)

**12500 TI BOULEVARD
P.O. BOX 660199
DALLAS, TEXAS 75266-0199**
(Address of principal executive offices)

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

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 5.02. Departure of Directors or Principal Officers; Election of Directors, Appointment of Principal Officers; Compensatory Arrangements of Certain Officers

The Registrant's news release dated January 19, 2007, regarding the planned retirement of Mr. Gilles Delfassy, is attached hereto as Exhibit 99 and is incorporated by reference herein.

ITEM 9.01. Exhibits

<u>Designation of Exhibit in this Report</u>	<u>Description of Exhibit</u>
99	Registrant's News Release Dated January 19, 2007

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995: This report includes forward-looking statements intended to qualify for the safe harbor from liability established by the Private Securities Litigation Reform Act of 1995. These forward-looking statements generally can be identified by phrases such as TI or its management "believes," "expects," "anticipates," "foresees," "forecasts," "estimates" or other words or phrases of similar import. Similarly, statements in this report that describe the Company's business strategy, outlook, objectives, plans, intentions or goals also are forward-looking statements. All such forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from those in forward-looking statements.

We urge you to carefully consider the following important factors that could cause actual results to differ materially from the expectations of the Company or its management:

- Market demand for semiconductors, particularly for analog chips and digital signal processors in key markets such as communications, entertainment electronics and computing;
- TI's ability to maintain or improve profit margins, including its ability to utilize its manufacturing facilities at sufficient levels to cover its fixed operating costs, in an intensely competitive and cyclical industry;
- TI's ability to develop, manufacture and market innovative products in a rapidly changing technological environment;
- TI's ability to compete in products and prices in an intensely competitive industry;
- TI's ability to maintain and enforce a strong intellectual property portfolio and obtain needed licenses from third parties;
- Expiration of license agreements between TI and its patent licensees, and market conditions reducing royalty payments to TI;
- Economic, social and political conditions in the countries in which TI, its customers or its suppliers operate, including security risks, health conditions, possible disruptions in transportation networks and fluctuations in foreign currency exchange rates;
- Natural events such as severe weather and earthquakes in the locations in which TI, its customers or its suppliers operate;
- Availability and cost of raw materials, utilities and critical manufacturing equipment;
- Changes in the tax rate applicable to TI as the result of changes in tax law, the jurisdictions in which profits are determined to be earned and taxed, the outcome of tax audits and the ability to realize deferred tax assets;
- Losses or curtailments of purchases from key customers and the timing and amount of distributor and other customer inventory adjustments;
- Customer demand that differs from company forecasts;
- The financial impact of inadequate or excess TI inventories to meet demand that differs from projections;
- Product liability or warranty claims, or recalls by TI customers for a product containing a TI part;
- TI's ability to recruit and retain skilled personnel; and
- Timely implementation of new manufacturing technologies, installation of manufacturing equipment and the ability to obtain needed third-party foundry and assembly/test subcontract services.

For a more detailed discussion of these factors, see the text under the heading "Risk Factors" in Item 1A of the Company's most recent Form 10-K. The forward-looking statements included in this report on Form 8-K are made only as of the date of this report, and the Company undertakes no obligation to update the forward-looking statements to reflect subsequent events or circumstances.

SIGNATURES

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 hereunto duly authorized.

TEXAS INSTRUMENTS INCORPORATED

Date: January 19, 2007

By: /s/ Joseph F. Hubach
Joseph F. Hubach
Senior Vice President, Secretary
and General Counsel

Texas Instruments Wireless Manager Gilles Delfassy to Retire

Company Promotes Greg Delagi, TI DSP Leader, to Head Unit

DALLAS (January 19, 2007) - Texas Instruments (TI) (NYSE: TXN) today announced that Gilles Delfassy, senior vice president and head of TI's wireless terminals unit, plans to retire after 28 years with the company. Effective immediately, TI has promoted Greg Delagi to senior vice president and leader of the operation, which develops semiconductors for cell phones.

Delfassy, 51, has been at the helm of the company's successful wireless terminals unit since its inception in 1995, growing it into a multibillion dollar operation. Under his guidance, TI became the world's leading supplier of semiconductors for wireless handsets. Delfassy has been a global champion of mobile communications. He and his team introduced a new single-chip cell phone technology called "LoCosto", which is bringing affordable cell phones for the first time to people in emerging economies such as China, India and Africa. Among the other accomplishments under his leadership was the development of TI's OMAPTM platform, which enables multimedia on cell phones thereby broadening wireless capability beyond voice.

"Gilles built an outstanding operation, one that not only transformed TI, but changed the way the world communicates. He leaves a legacy of innovation and growth," said Rich Templeton, TI's president and CEO.

Delagi, 43, is a 22-year TI veteran who for the past 10 years has led development and commercialization of digital signal processors (DSPs), one of the company's core semiconductor technologies and a critical component in the company's wireless product line. He presided over the successful launch of the industry's first 1-gigahertz DSP and the new DaVinciTM family of hardware and software for video applications. More recently, he added responsibility for several of the company's systems businesses, creating system-on-chip solutions that encompassed both analog and digital components. Since the late 1990s, he has led TI's effort in semiconductors for wireless basestations, working with customers and operators as his team built the industry's top position in this market.

"Greg is a proven leader, able to define and execute successful strategies for both standard and custom markets. He cares intensely about our customers and shares a passion for how mobile communications can impact lifestyles and commerce," Templeton said.

Delfassy and Delagi will work together over the next six months to ensure an orderly transition for customers, suppliers and employees.

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About Texas Instruments:

Texas Instruments Incorporated provides innovative DSP and analog technologies to meet our customers' real world signal processing requirements. In addition to Semiconductor, the company includes the Education Technology business. TI is headquartered in Dallas, Texas, and has manufacturing, design or sales operations in more than 25 countries.

Texas Instruments is traded on the New York Stock Exchange under the symbol TXN. More information is located on the World Wide Web at www.ti.com.

Trademarks

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