## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

	OMB APPROVAL										
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	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* <u>HEACOCK DAVID K</u>						2. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [ TXN ]								Relationship neck all applic Directo	cable)	g Pers	10% Ov	vner
(Last) (First) (Middle) 12500 TI BOULEVARD						3. Date of Earliest Transaction (Month/Day/Year) 08/01/2013								X Officer below)	Other (s below) dent	вреспу 		
(Street)  DALLAS  (City)			75243 (Zip)		4.1	endme	nt, Date o	of Original Filed (Month/Day/Year)					6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
		Tab	ole I - N	on-Deri	vativ	e Se	ecurit	ties Ac	quirec	l, Di	sposed o	f, or Be	neficial	ly Owned	<u> </u>			
1. Title of Security (Instr. 3)  2. Transa Date (Month/L					Exe		A. Deemed execution Date, any Month/Day/Year)		ction Instr.	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			Benefici Owned	es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price	Transac	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
Common Stock 08/01					/2013	:013		M		17,500	A	\$32.5	5 186	186,152		D		
Common Stock 08/01/				/2013	013			М		17,600	A	\$28.3	2 203	3,752	D			
Common Stock 08/01/2				/2013	.013			S <sup>(1)</sup>		35,100	D	\$39.45	78 168	3,652		D		
		-	Table II	- Deriva (e.g.,	ative puts,	Sec cal	uritie Is, wa	es Acqı arrants	uired, , optic	Dispons,	posed of, converti	or Ben	eficially irities)	Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deen Executio if any (Month/D	n Date,	4. Transactio Code (Ins 8)				6. Date Exerci Expiration Da (Month/Day/Yo		ite	7. Title an of Securit Underlyin Derivative (Instr. 3 an	ies g Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owner Form: Direct or Indi (I) (Ins	Ownership	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares					
NQ Stock Option (Right to Buy)	\$32.55	08/01/2013			M			17,500	(2)		01/19/2016	Common Stock	17,500	\$0	0		D	
NQ Stock Option (Right to Buy)	\$28.32	08/01/2013			M			17,600	(3)		01/18/2017	Common Stock	17,600	\$0	0		D	

## **Explanation of Responses:**

- 1. The price in Table 1 is a weighted average sale price. The sales were at prices ranging from \$39.4500 to \$39.4750. The Issuer undertakes to provide upon request a detailed breakout of the sale prices and the number of shares sold at each price.
- 2. The option becomes exercisable in four equal annual installments beginning on January 19, 2007.
- 3. The option becomes exercisable in four equal annual installments beginning on January 18, 2008.

/s/ Daniel M. Drory, Attorney

\*\* Signature of Reporting Person

In Fact

08/02/2013

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.