

Whitaker Darla H  
 Form 4  
 November 05, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Whitaker Darla H

(Last) (First) (Middle)  
 12500 TI BOULEVARD  
 (Street)

DALLAS, TX 75243

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

TEXAS INSTRUMENTS INC  
 [TXN]

3. Date of Earliest Transaction (Month/Day/Year)  
 11/04/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Sr. Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	11/04/2010		S <sup>(1)</sup>	8,574 D \$ 30.7512	91,668	D	
Common Stock	11/04/2010		M	8,000 A \$ 26.5	12,398	I	By Spouse <sup>(2)</sup>
Common Stock	11/04/2010		M	100 A \$ 29.19	12,498	I	By Spouse <sup>(2)</sup>
Common Stock	11/04/2010		M	4,000 A \$ 22.41	16,498	I	By Spouse <sup>(2)</sup>
Common Stock	11/04/2010		M	10,000 A \$ 16.11	26,498	I	By Spouse <sup>(2)</sup>

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Common Stock	11/04/2010	S <sup>(3)</sup>	22,100	D	\$ 30.6566	4,398	I	By Spouse <sup>(2)</sup>
Common Stock	11/04/2010	S <sup>(4)</sup>	2,647	D	\$ 30.7314	1,751	I	By Spouse <sup>(2)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
NQ Stock Option (Right to Buy)	\$ 26.5	11/04/2010		M	8,000	<sup>(5)</sup> 01/16/2012	Common Stock	8,000
NQ Stock Option (Right to Buy)	\$ 29.19	11/04/2010		M	100	<sup>(6)</sup> 02/21/2012	Common Stock	100
NQ Stock Option (Right to Buy)	\$ 22.41	11/04/2010		M	4,000	<sup>(7)</sup> 08/21/2012	Common Stock	4,000
NQ Stock Option (Right to Buy)	\$ 16.11	11/04/2010		M	10,000	<sup>(8)</sup> 01/15/2013	Common Stock	10,000

