

TEXAS INSTRUMENTS INC  
Form 4  
February 01, 2008

**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).

**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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DELAGI R GREGORY**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**TEXAS INSTRUMENTS INC**  
**[TXN]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/31/2008**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
**SR. VICE PRESIDENT**

**DALLAS, TX 75243**

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

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

(City) (State) (Zip)

**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                    | 01/31/2008                           |                                                    | S <u>(1)</u>                   |                                                                   | 2,000  | D          | \$ 30.43                                                                                      | 162,285                                                  | D                                                     |
| Common Stock                    | 01/31/2008                           |                                                    | S <u>(1)</u>                   |                                                                   | 2,000  | D          | \$ 30.691                                                                                     | 160,285                                                  | D                                                     |
| Common Stock                    | 01/31/2008                           |                                                    | S <u>(1)</u>                   |                                                                   | 800    | D          | \$ 30.71                                                                                      | 159,485                                                  | D                                                     |
| Common Stock                    | 01/31/2008                           |                                                    | S <u>(1)</u>                   |                                                                   | 1,200  | D          | \$ 30.72                                                                                      | 158,285                                                  | D                                                     |
| Common Stock                    | 01/31/2008                           |                                                    | S <u>(1)</u>                   |                                                                   | 2,000  | D          | \$ 30.731                                                                                     | 156,285                                                  | D                                                     |

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|              |            |                  |       |   |            |                         |   |                     |
|--------------|------------|------------------|-------|---|------------|-------------------------|---|---------------------|
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 1,900 | D | \$ 30.84   | 154,385                 | D |                     |
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 100   | D | \$ 30.8401 | 154,285                 | D |                     |
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 2,000 | D | \$ 30.871  | 152,285                 | D |                     |
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 2,000 | D | \$ 30.941  | 150,285                 | D |                     |
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 2,000 | D | \$ 30.97   | 148,285                 | D |                     |
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 1,300 | D | \$ 30.98   | 146,985                 | D |                     |
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 700   | D | \$ 30.985  | 146,285                 | D |                     |
| Common Stock | 01/31/2008 | S <sup>(1)</sup> | 2,000 | D | \$ 31.061  | 144,285                 | D |                     |
| Common Stock |            |                  |       |   |            | 8 <sup>(2)</sup>        | I | By Son              |
| Common Stock |            |                  |       |   |            | 3,717.78 <sup>(3)</sup> | I | By Trust--PS        |
| Common Stock |            |                  |       |   |            | 6,737.68 <sup>(4)</sup> | I | By Trust--TI 401(k) |

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

**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 control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |       |                        |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|-------|------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                                  | (A)                                                            | (D)                                                                       | Date<br>Exercisable                                 | Expiration<br>Date                                                         | Title | Amount<br>or<br>Number |

of  
Shares

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                    |       |
|------------------------------------------------------------|---------------|-----------|--------------------|-------|
|                                                            | Director      | 10% Owner | Officer            | Other |
| DELAGI R GREGORY<br>12500 TI BOULEVARD<br>DALLAS, TX 75243 |               |           | SR. VICE PRESIDENT |       |

## Signatures

|                                        |            |
|----------------------------------------|------------|
| CYNTHIA H. HAYNES, ATTORNEY IN<br>FACT | 02/01/2008 |
|----------------------------------------|------------|

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- Estimated shares attributable to TI Universal Profit Sharing Account as of 12-31-07. (Interests in this account are denominated in units.
- (3) 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.
  - (2) Beneficial ownership by reporting person disclaimed.
- Estimated shares attributable to TI 401(k) Account as of 12-31-07. (Interests in this account are denominated in units. Consequently,
- (4) 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.
  - (1) Sales effected pursuant to a Rule 10b5-1 trading plan entered into by the reporting person on October 25, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.