

TEXAS INSTRUMENTS INC
Form 8-K
July 18, 2018

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): July 17, 2018

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

DELAWARE
(State or other jurisdiction
of incorporation)

001-03761
(Commission
file number)
12500 TI BOULEVARD

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

DALLAS, TEXAS 75243

(Address of principal executive offices)

Registrant's telephone number, including area code: (214) 479-3773

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

ITEM 2.02. Results of Operations and Financial Condition.

On July 17, 2018, Texas Instruments Incorporated reported second-quarter revenue of \$4.02 billion, up 9 percent from the same quarter a year ago, and earnings per share (EPS) of \$1.40. EPS includes 3 cents in tax-related benefits not in the Company's original guidance.

ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 17, 2018, the Board of Directors accepted the resignation of Brian T. Crutcher as President and Chief Executive Officer and as a director of the Company, and appointed Richard K. Templeton, the Company's Chairman, to serve as President and Chief Executive Officer, effective immediately. Mr. Templeton also continues to serve as Chairman of the Board.

Mr. Templeton, 59, has served the last 22 years at a senior level at the Company, including as Chairman since 2008, Chief Executive Officer from 2004 through May 31, 2018, and director since 2003.

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: July 17, 2018

By: /s/ Cynthia Hoff Trochu
Cynthia Hoff Trochu
Senior Vice President,
Secretary and General Counsel