

TEXAS INSTRUMENTS INC
Form 4
January 31, 2007

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUBACH JOSEPH F

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)
01/29/2007

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
SVP, SECRETARY & GEN COUNSEL

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)
Common Stock	01/29/2007		M	22,000	A \$ 11.56	109,084	D
Common Stock	01/29/2007		S	13,000	D \$ 30.94	96,084	D
Common Stock	01/30/2007		S	9,000	D \$ 30.93	87,084	D
Common Stock	01/29/2007		I	102.08	D \$ 30.94	0 ⁽¹⁾	I By Trust--401(k)
Common Stock	01/29/2007		I	2,411.37	D \$ 30.94	0 ⁽²⁾	I By Trust--PS

Edgar Filing: TEXAS INSTRUMENTS INC - Form 4

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 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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares Owned
Non-Qualified Stock Option [right to buy]	\$ 11.56	01/29/2007		M	22,000	(3) 01/14/2008	Common Stock	22,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HUBACH JOSEPH F 12500 TI BOULEVARD DALLAS, TX 75243	SVP, SECRETARY & GEN COUNSEL

Signatures

DANIEL M. DRORY, ATTORNEY IN
FACT 01/31/2007

**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).
- (2) Estimated shares attributable to TI Universal Profit Sharing account as of 1-29-07. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)
- (1) Estimated shares attributable to TI 401(k) account as of 1-29-07. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)
- (3) The option becomes exercisable in four equal annual installments beginning on January 14, 1999.

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.