

TEXAS INSTRUMENTS INC
 Form 3
 August 07, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â TROCHU CYNTHIA HOFF | | (Month/Day/Year) | TEXAS INSTRUMENTS INC [TXN] | |
| (Last) | (First) | (Middle) | 08/03/2015 | |
| 12500 TI BOULEVARD | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| DALLAS,Â TXÂ 75243 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP, Secretary & Gen Counsel | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 46,532 ⁽¹⁾ | D | Â |
| Common Stock | 3,215 ⁽²⁾ | I | By Spouse ⁽³⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|-----------|
| NQ Stock Option (Right to Buy) | Â <u>(4)</u> | 01/27/2021 | Common Stock | 3,125 | \$ 34.63 | D | Â |
| NQ Stock Option (Right to Buy) | Â <u>(5)</u> | 01/26/2022 | Common Stock | 7,500 | \$ 32.36 | D | Â |
| NQ Stock Option (Right to Buy) | Â <u>(6)</u> | 01/25/2023 | Common Stock | 11,250 | \$ 32.8 | D | Â |
| NQ Stock Option (Right to Buy) | Â <u>(7)</u> | 01/23/2024 | Common Stock | 16,298 | \$ 44.09 | D | Â |
| NQ Stock Option (Right to Buy) | Â <u>(8)</u> | 01/28/2025 | Common Stock | 39,524 | \$ 53.94 | D | Â |
| NQ Stock Option (Right to Buy) | Â <u>(9)</u> | 01/28/2020 | Common Stock | 188 | \$ 23.05 | I | By Spouse |
| NQ Stock Option (Right to Buy) | Â <u>(9)</u> | 01/28/2020 | Common Stock | 188 | \$ 23.05 | I | By Spouse |
| NQ Stock Option (Right to Buy) | Â <u>(4)</u> | 01/27/2021 | Common Stock | 750 | \$ 34.63 | I | By Spouse |
| NQ Stock Option (Right to Buy) | Â <u>(5)</u> | 01/26/2022 | Common Stock | 1,500 | \$ 32.36 | I | By Spouse |
| NQ Stock Option (Right to Buy) | Â <u>(6)</u> | 01/25/2023 | Common Stock | 2,000 | \$ 32.8 | I | By Spouse |
| NQ Stock Option (Right to Buy) | Â <u>(7)</u> | 01/23/2024 | Common Stock | 3,075 | \$ 44.09 | I | By Spouse |
| NQ Stock Option (Right to Buy) | Â <u>(8)</u> | 01/28/2025 | Common Stock | 2,635 | \$ 53.94 | I | By Spouse |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| TROCHU CYNTHIA HOFF 12500 TI BOULEVARD DALLAS, TX 75243 | Â | Â | Â SVP, Secretary & Gen Counsel | Â |

Signatures

/s/ Cynthia H. Grimm, Attorney
In Fact

08/07/2015

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) Includes 40,355 shares subject to terms of restricted stock units awarded under the 2009 Long-Term Incentive Plan.

(2) Includes 2,199 shares subject to terms of restricted stock units award under the 2009 Long-Term Incentive Plan.

(3) Beneficial ownership by reporting person disclaimed.

(4) The option becomes exercisable in four equal annual installments beginning on January 27, 2012.

(5) The option becomes exercisable in four equal annual installments beginning on January 26, 2013.

(6) The option becomes exercisable in four equal annual installments beginning on January 25, 2014.

(7) The option becomes exercisable in four equal annual installments beginning on January 23, 2015.

(8) The option becomes exercisable in four equal annual installments beginning on January 28, 2016.

(9) The option becomes exercisable in four equal annual installments beginning on January 28, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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