### Edgar Filing: NATIONAL INSTRUMENTS CORP /DE/ - Form 4

#### NATIONAL INSTRUMENTS CORP /DE/

Form 4

Stock

November 27, 2013

FORM	ЛД									OMB APPROVAL		
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549										
Check t if no loa	ngar	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005		
subject Section Form 4	to STATEN 16. or									average rs per 0.5		
Form 5 obligati may con See Inst 1(b).	ons Section 17(	a) of the I	Public U		ding Co	mpan	y Act of	e Act of 1934, 1935 or Section 0	1			
(Print or Type	Responses)											
1. Name and Address of Reporting Person * ZOGAS PETER			2. Issuer I talle and I teller of I talling					5. Relationship of Reporting Person(s) to Issuer				
				/DE/ [NA				(Check	k all applicable	<del>(</del> )		
			3. Date of Earliest Transaction (Month/Day/Year) 11/27/2013					Director 10% Owner Selow) Other (specify below) below)				
	500 NORTH MOF		11/2//2	.015				Senior	Vice Presiden	it		
				onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
AUSTIN,	TX 78759							Form filed by M Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transaction Code (Instr. 8)		sed of (4 and :		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)			
Common	11/27/2013			S	1,146	D	\$ 21.4256	79,492	D			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

31.4356

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  $(e.g., \, \mathrm{puts}, \, \mathrm{calls}, \, \mathrm{warrants}, \, \mathrm{options}, \, \mathrm{convertible} \, \mathrm{securities})$ 

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ZOGAS PETER C/O NATIONAL INSTRUMENTS CORP 11500 NORTH MOPAC, BLDG B AUSTIN, TX 78759

Senior Vice President

## **Signatures**

David G. Hugley as attorney-in-fact for Peter Zogas

11/27/2013

Date

\*\*Signature of Reporting Person

## **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).

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.

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