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	D JAMES J											
Form 4 March 02, 2	0018											
FORM	ЛЛ	STATES	SECU	RITIES	AND EX	CHA	ANGE (COMMISSION		APPROVAL		
Check t	his hox		Wa	ashingto	n, D.C. 20)549			Number:			
Check this box if no longer subject to Section 16. Form 4 or			F CHAN		N BENEF IRITIES	ICIA	NERSHIP OF	Expires: Estimate burden h response				
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(a) of the F	Public U	Jtility Ho		npan	y Act of	e Act of 1934, f 1935 or Sectio 40				
(Print or Type	Responses)											
TRUCHARD JAMES J S			2. Issuer Name and Ticker or Trading Symbol NATIONAL INSTRUMENTS					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			CORP	[NATI]				(Check an applicable)				
				5. Date of Earliest Transaction Month/Day/Year)				_X_ Director 10% Owner Officer (give title Other (specify				
	ONAL INSTRUM 500 N. MOPAC WAY	IENTS	02/28/2	-				below)	below)			
				mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
AUSTIN, 7	ГХ 78759-3504							Form filed by Person	More than One	Reporting		
(City)	(State)	(Zip)	Tab	ole I - Non	-Derivative	Secu	rities Acc	quired, Disposed	of, or Benefic	cially Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			Date, if	Code (Instr. 8)	(Instr. 3, 4	(A) or	l of (D) 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	02/28/2018			Code V $S_{(1)}^{(1)}$	Amount 40,000	(D) D	Price \$ 50.95	7,677,537	D			
Common Stock								532,372	I	Held by Truchard Foundation, Dr. Truchard is the president.		

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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.

 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)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
TRUCHARD JAMES J C/O NATIONAL INSTRUMENTS CORP 11500 N. MOPAC EXPRESSWAY AUSTIN, TX 78759-3504	Х						
Signatures							
David G. Hugley as attorney-in-fact for Jam Truchard	les J.	03/02/2018					
<u>**</u> 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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 22, 2017.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$50.87 to \$51.09, inclusive. The reporting person undertakes to provide to National Instruments Corporation, any security holder of National

(2) Instruments Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to this Form 4.

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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