

TEXAS INSTRUMENTS INC  
 Form 4  
 November 07, 2007

**FORM 4**

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Whitaker Darla H

(Last) (First) (Middle)  
 12500 TI BOULEVARD  
 (Street)

DALLAS, TX 75243

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

TEXAS INSTRUMENTS INC  
 [TXN]

3. Date of Earliest Transaction (Month/Day/Year)  
 11/05/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SR. VICE PRESIDENT

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)
				Code V Amount (A) or (D) Price			
Common Stock	11/05/2007		M	4,000 A \$ 11.56	58,033	D	
Common Stock	11/05/2007		S	4,000 D \$ 32.5	54,033	D	
Common Stock	11/05/2007		M	2,800 A \$ 11.56	5,250	I	By Spouse
Common Stock	11/05/2007		M	3,200 A \$ 13.19	8,450	I	By Spouse
Common Stock	11/05/2007		S	6,000 D \$ 32.5	2,450	I	By Spouse

Edgar Filing: TEXAS INSTRUMENTS INC - Form 4

Common Stock	573.03 <sup>(1)</sup>	I	By Spouse--PS
Common Stock	1,515.56 <sup>(2)</sup>	I	By Trust--401(k)
Common Stock	375.64 <sup>(1)</sup>	I	By Trust--PS

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
NQ Stock Option (right to buy)	\$ 11.56	11/05/2007		M	4,000	<sup>(3)</sup> 01/14/2008	Common Stock	4,000
NQ Stock Option (right to buy)	\$ 11.56	11/05/2007		M	2,800	<sup>(3)</sup> 01/14/2008	Common Stock	2,800
NQ Stock Option (right to buy)	\$ 13.19	11/05/2007		M	3,200	<sup>(4)</sup> 06/18/2008	Common Stock	3,200

## Reporting Owners

Reporting Owner Name / Address	Relationships
--------------------------------	---------------

Reporting Owners

Director 10% Owner Officer Other

Whitaker Darla H  
12500 TI BOULEVARD  
DALLAS, TX 75243

SR. VICE PRESIDENT

## Signatures

DANIEL M. DRORY, ATTORNEY IN  
FACT

11/07/2007

\_\_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).  
Estimated shares attributable to TI Universal Profit Sharing Account as of 9-30-07. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.) This statement does not include changes in beneficial ownership of shares held in such account occurring after 9-30-07 that are eligible for deferred reporting on Form 5.  
Estimated shares attributable to TI 401(k) Account as of 9-30-07. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.) This statement does not include changes in beneficial ownership of shares held in this account occurring after 9-30-07 that are eligible for deferred reporting on Form 5.  
(4) The option becomes exercisable in four equal annual installments beginning on June 18, 1999.  
(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.