

TEXAS INSTRUMENTS INC  
Form 4  
July 27, 2016

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**XIE BING**

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)  
**07/27/2016**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
**Senior Vice President**

**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)	
			Code	V	Amount	(A) or (D)	Price	
Common Stock	07/27/2016		M		1,875	A	\$ 23.05	200,471 D
Common Stock	07/27/2016		M		1,875	A	\$ 23.05	202,346 D
Common Stock	07/27/2016		M		22,500	A	\$ 32.36	224,846 D
Common Stock	07/27/2016		M		30,000	A	\$ 32.8	254,846 D
Common Stock	07/27/2016		S		56,250	D	\$ 70.5 (1)	198,596 D

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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.**

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 of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
NQ Stock Option (Right to Buy)	\$ 23.05	07/27/2016		M	1,875	<u>(2)</u> 01/28/2020	Common Stock	1,875
NQ Stock Option (Right to Buy)	\$ 23.05	07/27/2016		M	1,875	<u>(2)</u> 01/28/2020	Common Stock	1,875
NQ Stock Option (Right to Buy)	\$ 32.36	07/27/2016		M	22,500	<u>(3)</u> 01/26/2022	Common Stock	22,500
NQ Stock Option (Right to Buy)	\$ 32.8	07/27/2016		M	30,000	<u>(4)</u> 01/25/2023	Common Stock	30,000

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

XIE BING  
12500 TI BOULEVARD

Senior Vice President

DALLAS, TX 75243

## Signatures

/s/ Muriel C. McFarling, Attorney  
in Fact

07/27/2016

\_\_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 price in Table 1 is a weighted average sale price. The sales were at prices ranging from \$70.48 to \$70.567. The Issuer undertakes to provide upon request a detailed breakout of the sale prices and the number of shares sold at each price.
- (2) The option became exercisable in four equal annual installments beginning on January 28, 2011.
- (3) The option becomes exercisable in four equal annual installments beginning on January 26, 2013.
- (4) The option becomes exercisable in four equal annual installments beginning on January 25, 2014.

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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