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TEXAS INSTRUMENTS INC

Form 3

January 26, 2017

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement TEXAS INSTRUMENTS INC [TXN] **ANDERSKOUV NIELS** (Month/Day/Year) 01/19/2017 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 12500 TI BOULEVARD (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person DALLAS, TXÂ 75243 (give title below) (specify below) Form filed by More than One Sr. Vice President Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 120,339 (1) Common Stock 56,166 I By wholly owned corporation Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

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currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4) 2. Date Exercisa Expiration Date (Month/Day/Year)	and 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)	(2)	01/25/2023	Common Stock	31,250	\$ 32.8	D	Â
NQ Stock Option (Right to Buy)	(3)	01/23/2024	Common Stock	76,874	\$ 44.09	D	Â
NQ Stock Option (Right to Buy)	(4)	01/28/2025	Common Stock	131,745	\$ 53.94	D	Â
NQ Stock Option (Right to Buy)	(5)	01/29/2026	Common Stock	124,887	\$ 52.93	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
reporting o main runne, runne oss	Director	10% Owner	Officer	Other	
ANDERSKOUV NIELS 12500 TI BOULEVARD DALLAS, TX 75243	Â	Â	Sr. Vice President	Â	

Signatures

/s/ Muriel C. McFarling, Attorney in Fact

01/26/2017

**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 116,810 shares subject to terms of restricted stock units awarded under the Issuer's long-term incentive plans.
- (2) The option becomes exercisable in four equal annual installments beginning on January 25, 2014.
- (3) The option becomes exercisable in four equal annual installments beginning on January 23, 2015.
- (4) The option becomes exercisable in four equal annual installments beginning on January 28, 2016.
- (5) The option becomes exercisable in four equal annual installments beginning on January 29, 2017.

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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