RITTER PHILIP J

Form 5

February 14, 2005

#### **OMB APPROVAL** FORM 5 **OMB**

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported 30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

1(b).

1. Name and Address of Reporting Person * RITTER PHILIP J			2. Issuer Name <b>and</b> Ticker or Trading Symbol TEXAS INSTRUMENTS INC [TXN]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First)		3. Statement for Issuer's Fiscal Year (Month/Day/Year) 12/31/2004			ear Er	nded	Director 10% Owner _X_ Officer (give title Other (specify below)  Sr. Vice President				
12500 TI BOULEVARD								Sr. vice President				
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Reporting				
			Filed(Month/Day/Year)					(check applicable line)				
DALLAS,.	TX 75243							_X_ 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								ed of, or Bene	ficially 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)  (A) or			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common	Â	<b>Â</b>		<b>?</b>	Amount	(D)	Price	1.47 (0.(1)	D	â		
Stock	A	Â		Â	Â	Â	Â	147.68 <u>(1)</u>	D	Â		
Common Stock	Â	Â		Â	Â	Â	Â	1,100.93 (2)	I	By TrustCODA		
Common Stock	Â	Â		Â	Â	Â	Â	1,184.42 (3)	I	By TrustPS		

3235-0362

January 31,

2005

1.0

Number:

Expires:

response...

Estimated average

burden hours per

### Edgar Filing: RITTER PHILIP J - Form 5

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 2270 (9-02)

of D

# 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	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities		8. Price of Derivative Security (Instr. 5)	
	Derivative Security			Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(Instr. 3 and 4)			
				(A) (D)	Date Exercisable	Expiration Date	Title N	Number		

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RITTER PHILIP J 12500 TI BOULEVARD DALLAS, TXÂ 75243

 $\hat{A}$   $\hat{A}$   $\hat{A}$  Sr. Vice President  $\hat{A}$ 

**Signatures** 

CYNTHIA H. HAYNES, ATTORNEY IN FACT

02/14/2005

\*\*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) Share balance as of 4-15-04 (date reporting person ceased being an insider).
- (2) Estimated shares attributable to TI Employee Cash or Deferred Compensation account as of 4-15-04. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)
- (3) Estimated shares attributable to TI Universal Profit Sharing account as of 4-15-04. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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