

TEXAS INSTRUMENTS INC
 Form 3
 January 29, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 Person * Â DELAGI R GREGORY (Last) (First) (Middle) 12500 TI BOULEVARD (Street) DALLAS,Â TXÂ 75243 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 01/18/2007 | 3. Issuer Name and Ticker or Trading Symbol TEXAS INSTRUMENTS INC [TXN] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SR. VICE PRESIDENT | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|--|--|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 146,372 ⁽¹⁾ | D | Â |
| Common Stock | 8 ⁽²⁾ | I | By Son |
| Common Stock | 3,686.17 ⁽³⁾ | I | By Trust--PS |
| Common Stock | 6,676.94 ⁽⁴⁾ | I | By Trust--TI 401(k) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---|---|--|---------------|--------------|----------------------------------|
|---|---|--|---------------|--------------|----------------------------------|

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| | (Month/Day/Year) | | Derivative Security (Instr. 4) | | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--------------------------------|------------------|-----------------|--------------------------------|----------------------------|--|--|----------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Contractual Stock Interest | Â <u>(5)</u> | Â <u>(5)</u> | Common Stock | 1,538.26 | \$ 0 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(6)</u> | 01/15/2013 | Common Stock | 125,000 | \$ 16.11 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(7)</u> | 02/20/2013 | Common Stock | 125,000 | \$ 16.25 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(8)</u> | 01/20/2015 | Common Stock | 75,000 | \$ 21.55 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(9)</u> | 01/16/2012 | Common Stock | 125,000 | \$ 26.5 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(10)</u> | 01/18/2017 | Common Stock | 80,000 | \$ 28.32 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(11)</u> | 02/21/2012 | Common Stock | 100 | \$ 29.19 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(12)</u> | 11/29/2011 | Common Stock | 31,650 | \$ 31.3 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(13)</u> | 01/14/2014 | Common Stock | 100,000 | \$ 32.39 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(14)</u> | 01/19/2016 | Common Stock | 75,000 | \$ 32.55 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(15)</u> | 01/17/2011 | Common Stock | 50,000 | \$ 50.38 | D | Â |
| NQ Stock Option (right to buy) | Â <u>(16)</u> | 01/19/2010 | Common Stock | 60,000 | \$ 55.22 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DELAGI R GREGORY 12500 TI BOULEVARD DALLAS, TX 75243 | Â | Â | Â SR. VICE PRESIDENT | Â |

Signatures

CYNTHIA H. HAYNES, ATTORNEY IN FACT
01/29/2007

**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).
- (6) The option becomes exercisable in four equal annual installments beginning on January 15, 2004.
- (8) The option becomes exercisable in four equal annual installments beginning on January 20, 2006.
- (13) The option becomes exercisable in four equal annual installments beginning on January 14, 2005.
- (15) The option becomes exercisable in four equal annual installments beginning on January 17, 2002.
- (9) The option becomes exercisable in four equal annual installments beginning on January 16, 2003.
- (14) The option becomes exercisable in four equal annual installments beginning on January 19, 2007.
- (11) The option became 100% exercisable on February 21, 2003.
- (12) The option becomes exercisable in four equal annual installments beginning on November 29, 2002.
Estimated share interest attributable to TI Benefit Restoration and Deferred Compensation account as of 1-18-2007. [Interests in this account are denominated in units. Consequently, share interest amount shown is an estimate.] Share interest to be settled in cash upon the reporting person's termination of service from Issuer.
- (5) The option becomes exercisable in three annual installments beginning on February 20, 2005.
- (16) The option becomes exercisable in four equal annual installments beginning on January 19, 2001.
- (1) Includes 142,500 shares subject to terms of restricted stock units awarded under the 2000 Long-Term Incentive Plan.
- (2) Beneficial ownership by reporting person disclaimed.
- (3) Estimated shares attributable to TI Universal Profit Sharing account as of 1-18-2007. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)
- (4) Estimated shares attributable to TI 401(k) Account as of 1-18-2007. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)
- (10) The option becomes exercisable in four equal annual installments beginning on January 18, 2008.

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.