

TEMPLETON RICHARD K  
Form 4  
May 01, 2019

**FORM 4**

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

OMB APPROVAL

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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 \*  
TEMPLETON RICHARD K

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)  
04/29/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President & CEO

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 or Price		
Common Stock	04/29/2019		M		\$ 32.36	D	
Common Stock	04/29/2019		S		\$ 116.7558	D	
Common Stock	04/29/2019		S		\$ 117.0758	D	
Common Stock	04/30/2019		M		\$ 32.36	D	
	04/30/2019		S			D	

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Common Stock					\$					
					117.4294					
					<u>(3)</u>					
Common Stock	04/30/2019		S	121,839	D	\$	117.8819	770,287	D	
						<u>(4)</u>				
Common Stock	05/01/2019		M	155,000	A	\$	32.36	925,287	D	
Common Stock	05/01/2019		S	28,212	D	\$	116.8229	897,075	D	
						<u>(5)</u>				
Common Stock	05/01/2019		S	120,222	D	\$	117.7312	776,853	D	
						<u>(6)</u>				
Common Stock	05/01/2019		S	6,566	D	\$	118.4323	770,287	D	
						<u>(7)</u>				
Common Stock							46,551	<u>(8)</u>	I	By Children
Common Stock							12,783.5615	<u>(9)</u>	I	By Trust PS
Common Stock							310.404	<u>(10)</u>	I	By Trust 401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ Stock Option (Right to	\$ 32.36	04/29/2019		M	160,000	<u>(11)</u>	01/26/2022	Common Stock	160,000



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(10) Estimated shares attributable to TI 401(k) Account as of 03-31-2019. (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 03-31-2019 that are eligible for deferred reporting on Form 5.

(11) The option became exercisable in four equal annual installments beginning on January 26, 2013.

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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