## Edgar Filing: COX CARRIE SMITH - Form 4

COX CARRIE	E SMITH											
Form 4												
January 30, 20												
FORM	4 UNITED	статгс	SECHD	ITIES AT	ND FY(	ינגנוי	NCE	COMMISSION	т	OMB APPROVAL		
	UNITED	STATES					IGE		OMB Number:	3235-0287		
Check this if no longer												
subject to STATEMENT OF CHANGES					ES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated average burden hours per		
Form 4 or									response 0.5			
Form 5 obligations	·						-	ge Act of 1934,				
may contin	ue. Section 17(		of the Inv	•	•	• •		of 1935 or Section	n			
See Instruc 1(b).	tion	50(11)	of the first		compan	y Act	0117	+0				
(Print or Type Re	sponses)											
1. Name and Address of Reporting Person *2. IssuerCOX CARRIE SMITHSymbol				Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
TEXA			TEXAS [TXN]	S INSTRUMENTS INC				(Check all applicable)				
(Last)	(First) (N				Earliest Transaction			X_ Director 10% Owner Officer (give title Other (specify				
			(Month/Da 01/26/20	/Day/Year) /2012				below) below)				
				endment, Date Original				6. Individual or Joint/Group Filing(Check				
			nth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
DALLAS, TY	X 75243							Form filed by M Person				
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	any		emed on Date, if Day/Year)	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)			SecuritiesIBeneficially(OwnedI	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	Transaction(s) (Instr. 3 and 4)				
Common Stock	01/26/2012			A <u>(1)</u>	3,090	A	\$ 0	21,116	D			

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	TransactiorDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
NQ Stock Option (Right to Buy)	\$ 32.36	01/26/2012		A	12,156	(2)	01/26/2022	Common Stock	12,156

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
L B	Director	10% Owner	Officer	Other				
COX CARRIE SMITH 12500 TI BOULEVARD DALLAS, TX 75243	Х							
Signatures								
/s/ Daniel M. Drory, Attorney In Fact	01/30/2012							
**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) Award of restricted stock units granted under the Texas Instruments 2009 Director Compensation Plan.
- (2) The option becomes 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. 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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