## Edgar Filing: MACMILLAN STEPHEN P - Form 4

MACMILLA Form 4 March 21, 20	N STEPHEN P									
FORM	Λ								PPROVAL	
-	UNITED	STATES		ITIES AI hington, l			COMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. SECURITIES Expires Estima burden								Expires: Estimated a burden hou response n	rs per	
(Print or Type Ro	esponses)									
1. Name and Address of Reporting Person <u>*</u> MACMILLAN STEPHEN P			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) (Middle) 12500 TI BOULEVARD			3. Date of Earliest Transaction (Month/Day/Year) 03/18/2011			X Director Officer (give below)		o Owner er (specify		
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				<ol> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ol>			
DALLAS, T	X 75243						Form filed by M Person	Aore than One Re	eporting	
(City)	(State) (	Zip)	Table	e I - Non-De	erivative S	ecurities Ac	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	n Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Common Stock				Code V	Amount	(A) or (D) Price	Transaction(s) (Instr. 3 and 4) 10,887	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)

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. Transactio Code (Instr. 8)	5. Number on f 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)		8. Price Deriva Securit (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	\$ 1 <u>(1)</u>	03/18/2011		А	100.8	(2)	(2)	Common Stock	100.8	\$ 33.

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
MACMILLAN STEPHEN P 12500 TI BOULEVARD DALLAS, TX 75243	Х					
Signatures						
/s/ Daniel M. Drory, Attorney In Fact		03/21/201	1			
<u>**</u> 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) Security converts to common stock on a one-for-one basis.

Stock units credited under the Texas Instruments 2009 Director Compensation Plan, to be settled in common stock of the Issuer following(2) the reporting person's termination of service as a director of the Issuer. End-of-period holdings include stock units acquired pursuant to the dividend reinvestment provision of the Plan.

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.