

TEXAS INSTRUMENTS INC

Form 8-K

April 17, 2009

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

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FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): April 16, 2009

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TEXAS INSTRUMENTS INCORPORATED  
(Exact name of registrant as specified in charter)

DELAWARE  
(State or other jurisdiction of  
incorporation)

001-03761  
(Commission file number)

75-0289970  
(I.R.S. employer  
identification no.)

12500 TI BOULEVARD  
P.O. BOX 660199  
DALLAS, TEXAS 75266-0199  
(Address of principal executive offices)

Registrant's telephone number, including area code: (972) 995-3773

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Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers

At the Registrant's 2009 Annual Meeting of Stockholders on April 16, 2009, the stockholders of the Registrant approved the Texas Instruments 2009 Long-Term Incentive Plan (the "Plan"). The description of the Plan contained under the caption "Proposal to approve the Texas Instruments 2009 Long-Term Incentive Plan" in the Registrant's Proxy Statement dated March 5, 2009, is incorporated herein by reference.

ITEM 9.01. Exhibits

Designation  
of Exhibit  
in this  
Report

Description of Exhibit

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Texas Instruments 2009 Long-Term Incentive Plan  
(Incorporated by reference to the Registrant's Proxy Statement dated  
March 5, 2009 (See Exhibit A))

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TEXAS INSTRUMENTS INCORPORATED

Date: April 17, 2009

By:

/s/ Joseph F. Hubach  
Joseph F. Hubach  
Senior Vice President, Secretary and  
General Counsel