ADAMS JAMES R

Form 5

February 10, 2006

FORM 5

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).	**UNITED STATES SECURITIES AND EXCHANGE COMMISSION** Washington, D.C. 20549

OMB Number: 3235-0362

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 3 Holdings Reported

Form 4 Transactions Reported

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

1. Name and Address of Reporting Person [*] ADAMS JAMES R	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)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2005	__X__ Director _____ 10% Owner _____ Officer (give title _____ Other (specify below) below)
12500 TI BOULEVARD (Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting (check applicable line)
DALLAS,Â TXÂ 75243		_X_ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	Â	Â	Â	Â	Â	Â	255,411	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	4,821.81 [(1)]	I	By Son
Common Stock	Â	Â	Â	Â	Â	Â	8,000 [(2)]	I	By Trust
Common Stock	Â	Â	Â	Â	Â	Â	2,973.52 [(3)]	I	By Trust--401(k)

| Common Stock | Â | Â | Â | Â | Â | Â | 455.78 [(4)] | I | By Trust--PS |

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.

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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)		8. Price of Derivative Security (Instr. 5)	9. of D Se Be O Er Is Fi (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ADAMS JAMES R 12500 TI BOULEVARD DALLAS,Â TXÂ 75243	Â X	Â	Â	Â

Signatures

/s/Daniel M. Drory, Attorney in Fact	02/10/2006
[**]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) Beneficial ownership by reporting person disclaimed.

(2) Shares held in trust for the benefit of family members of which reporting person is trustee. Beneficial ownership by reporting person disclaimed.

(3) Estimated shares attributable to TI 401(k) account as of 12-31-2005. (Interests in this account are denominated in units. Consequently, share amount shown is an estimate.)

(4) Estimated shares attributable to TI Universal Profit Sharing account as of 12-31-2005. (Interests in this account are denominated in units. Consequently, shares amount shown is an estimate.)

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.

Explanation of Responses: