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TEXAS INSTRUMENTS INC
Form 8-K
July 30, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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): July 30, 2002

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

DELAWARE 001-03761 750289970
(State or other jurisdiction (Commission file number) (I.R.S. employer
of incorporation) 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

ITEM 7. EXHIBITS

Designation of
Exhibits in
This Report

Description of Exhibit

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Registrant's Chief Executive
Officer and Chief Financial
Officer pursuant to Section
21(a)(1) of the Securities
Exchange Act of 1934 (the "Act").

ITEM 9. REGULATION FD DISCLOSURE.

On July 30, 2002, the Registrant filed sworn statements of its Chief Executive Officer and Chief Financial Officer (the "Sworn Statements") with the Securities and Exchange Commission (the "Commission") pursuant to the Commission's order of June 27, 2002, requiring the filing of sworn statements pursuant to Section 21(a)(1) of the Act. The Sworn Statements are attached hereto as Exhibit 99 and are incorporated by reference herein.

TEXAS INSTRUMENTS INCORPORATED

Date: July 30, 2002

By: /s/ WILLIAM A. AYLESWORTH

William A. Aylesworth
Senior Vice President
and Chief Financial Officer

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Exhibit 99

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND
PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND
CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Thomas J. Engibous, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Texas Instruments Incorporated, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or

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definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of Texas Instruments Incorporated.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Form 10-K for 2001 of Texas Instruments Incorporated;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Texas Instruments Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/ THOMAS J. ENGIBOUS

Thomas J. Engibous
July 30, 2002

Subscribed and sworn to before me

this 30th day of July, 2002.

/s/ MARY FRANCES HOLLAND

Notary Public
My commission expires: 5-10-2005

[NOTARY SEAL]

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND
PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND
CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, William A. Aylesworth, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Texas Instruments Incorporated, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Audit Committee of the Board of Directors of Texas Instruments Incorporated.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

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- Form 10-K for 2001 of Texas Instruments Incorporated;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Texas Instruments Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

/s/ WILLIAM A. AYLESWORTH

William A. Aylesworth
July 30, 2002

Subscribed and sworn to before me

this 30th day of July, 2002.

/s/ ESTHER B. SIMS

Notary Public
My commission expires: 3-31-2005

[NOTARY SEAL]